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# Group Policy - Whistleblowing

Approved by Board on 24 November 2022

## 1. Introduction and purpose

The Pebble Group plc (the “**Group**”) is committed to high standards of honesty, openness, integrity and accountability. By promoting a culture of openness, we encourage employees and stakeholders to raise issues or concerns at work and not hesitate to speak up should they believe that they have seen something improper, illegal or if there is any suspicion of misconduct within the Group.

The purpose of this Policy is to support our employees and stakeholders by allowing them to raise any serious concerns that they may have about colleagues or our Group without having to worry about being victimised or disadvantaged in any way.

The Policy ensures that everyone is aware of what to do and the appropriate way to communicate any serious concerns they may have that may constitute misconduct, malpractice or any activity that would deem to be related to illegal activity such as:

- Criminal offences
- Failure to comply with legal obligations.
- Actions which endanger the health or safety of employees or the public
- Actions which cause damage to the environment
- Actions which are intended to conceal any of the above

This Policy is intended to conform to the guidance in the Public Interest Disclosure Act (PIDA). PIDA encourages you to raise concerns internally in the first instance and it also sets out the responsibilities of our businesses in connection to whistleblowing.

Please note that this Policy should not be used in relation to reporting employee grievances concerning individual terms and conditions of employment or other aspects of working relationships which will be handled by your local HR team under the applicable local grievance policy.

References to the “**Nominated Officer**” are to the Group General Counsel and Company Secretary.

## 2. Our Responsibilities - who has the benefit of this policy?

The Group Chief Executive Officer (“**CEO**”) has primary responsibility for establishing and maintaining effective and compliant whistleblowing policies and processes within the Group. Ultimately, the Pebble Group Board of directors has overall responsibility for ensuring this Policy complies with our legal and regulatory obligations, and that all those under our control comply with it.

Then it is the responsibility of the Divisional Lead of each Group business and their leadership teams, to ensure the effective implementation and operation of the details outlined in this Policy by their respective businesses, which includes publicising the Policy internally and training management in its principles and operation.

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Management at all levels are responsible for ensuring those reporting to them are aware of this Policy and understand the circumstances of its intended use..

All directors, officers and employees at all levels, as well as other personnel who have the status of employees of the Group and its subsidiaries (collectively “**Group Employees**”) have the benefit of this Policy. This extends to all our businesses in all countries in which we operate.

In addition, our agents, contractors, business partners and other third parties who work with us or on our behalf have the benefit of this Policy.

This Policy is directly applicable to each Group business. It is the responsibility of each Divisional Lead to either incorporate it directly as one of their own working documents or ensure that their business has its own equivalent policy and procedures on whistleblowing in place. Such policies and procedures must be adapted to the businesses’ own needs and the requirements of applicable local laws and regulations. However, they must also be consistent with, and a more detailed continuation of, the principles and provisions of this Policy.

### **3. Questions on this Policy - who to go to for advice and guidance?**

If you have questions or concerns regarding any aspect of this Policy or wish to seek guidance on its interpretation and application in a specific situation, you should raise and discuss this with your direct line manager, any member of the senior management team, your local HR team or alternatively the Nominated Officer.

### **4. Our Group Whistleblowing Portal and Procedures**

#### **How to Raise a concern**

You are encouraged to report any suspicion of inappropriate, unethical or illegal behaviour you may have in relation to your role or any activities within the Group’s businesses. We hope that, in the first instance, you will feel able to raise a concern with your direct line manager, any member of the senior management team or a member of your local HR team. You can do this in writing or, if you prefer, you can call.

If, for whatever reason, you feel you cannot raise your concern in that way or if you think your concern has not been handled properly, the Group also offers a confidential way to answer questions and respond to its employees’ concerns in relation to conduct, ethics and compliance via The Pebble Group Whistleblowing Portal: <https://thepebblegroup.integrityline.com/>.

You can, if you wish, choose to register your concern anonymously.

Managers have a responsibility to encourage staff to speak freely and report any suspicion of inappropriate, unethical or illegal behaviour by another Group Employee or anyone else connected with our businesses.

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## How we will handle the matter

Once you have raised your concern, we will thoroughly investigate the issue raised to determine what action, if any, should be taken. Depending on the nature of your concern, this may mean an internal inquiry or a more formal investigation.

We will advise you who your point of contact will be and whether we will need further assistance from you to help with the investigation. We may ask you how you think your concern should be best dealt with. If you have a personal interest in the matter, we would ask that you tell us at the outset. Whilst we will try to give you as much feedback as possible, we may not be able to give you specific details as this could infringe upon the privacy of another individual.

We cannot guarantee that we will respond to all concerns in the way that you might wish, but we will try to handle the matter fairly and properly. By using this Policy, you will help us to achieve this.

## Allegations

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual.

## Timescales

Due to the varied nature of complaints, which may involve internal investigations and / or the police, it is not possible to lay down precise timescales for such investigations. The investigating officer should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

The investigating officer, should as soon as practically possible, send a written acknowledgement of the concern to the complainant within 7 working days and thereafter report back to them in writing the outcome of the investigation and on the action that is proposed within 90 days. If the investigation is a prolonged one, the investigating officer should keep the complainant informed, in writing, as to the progress of the investigation and as to when it is likely to be concluded.

## Your Confidence

Each of us must feel comfortable raising concerns without fearing retaliation. The Group does not tolerate any act of retaliation against anyone who makes a good faith report of actual or suspected misconduct. Reporting in “good faith” means that we have provided all of the information that we have and believe it to be true. Retaliatory acts may lead to disciplinary action against the person responsible for the retaliation, up to and including termination. If a Group Employee believes they have experienced retaliation they should report it immediately to their local HR team.

If an employee or stakeholder raises a genuine concern under this Policy, you will not be at risk of losing your job or suffering any form of retribution or harassment as a result. Provided that you are acting in good faith it does not matter if you are mistaken. This Policy does not, however, extend to anyone who maliciously raises a concern that they know is untrue.

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## 5. Communication and awareness of this Policy

The HR team within each Group business will be responsible for ensuring the communication of this Policy (or their business' equivalent policy and procedures) as part of the induction process for all Group Employees and regular reminders are provided thereafter, as part of our employee engagement programme.

Our commitment to high standards of honesty, openness, integrity and accountability in our business and supply chains must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and details of The Pebble Group Whistleblowing Portal provided to them, as appropriate.

## 6. Compliance monitoring and review

Confidential records will be kept of all matters raised through this Policy. The applicable Divisional Lead or the CEO, as appropriate, will report all incidents raised via the Whistleblowing Portal and also any purported or potential non-compliance with this Policy to the Group Executive Committee. The CEO will report all serious matters to The Group Audit Committee and /or ultimately The Group Board for its awareness and monitoring on an ongoing basis.

The CEO in conjunction with the Nominated Officer will be responsible for ensuring the suitability, adequacy and effectiveness of this Policy and for making improvements, as appropriate. It will be reviewed and updated where necessary on at least an annual basis.

## 7. Internal controls and audit

On a biannual basis, the Pebble Group Audit Committee receives a report of all incidents raised via the Whistleblowing Portal and also any non-compliance with this Policy. At those meetings, the Committee also:

- a) reviews the scope, adequacy and effectiveness of the Group's arrangements for its employees to raise concerns, in confidence, about possible wrongdoing in financial reporting or other matters; and
- b) ensures that these arrangements allow proportionate and independent investigation of such matters and appropriate follow-up action.

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