



Whistleblowing policy

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Definition

Whistleblowing is the name given to the act of the disclosure of information to the employer or the relevant authority by an individual who knows, or suspects, that the Company is responsible for or taken part in some wrongdoing.

Those making qualifying disclosures are protected against dismissal or detriment by The Public Interest Disclosure Act 1998.

Qualifying disclosures

Certain disclosures are prescribed by law as "qualifying disclosures". A "qualifying disclosure" means a disclosure of information that the employee genuinely and reasonably believes is in the public interest and shows that the Company has committed a "relevant failure" by:

- committing a criminal offence
- failing to comply with a legal obligation
- a miscarriage of justice
- endangering the health and safety of an individual
- environmental damage or
- concealing any information relating to the above.

These acts can be in the past, present or future, *so that, for example, a disclosure qualifies if it relates to environmental damage that has happened, is happening, or is likely to happen.* System Group will take any concerns that an employee may raise relating to the above matters very seriously.

Employees must reasonably believe that the disclosure is "in the public interest". We encourage employees to use the procedure to raise any such concerns.

Should the concern not meet the requirement to be a qualifying disclosure, you should raise this under the System Group grievance policy. Where a concern is raised under the whistleblowing policy where it is not appropriate to do so, i.e. it relates to a personal grievance, the receiving manager will confirm that the matter will be addressed under the System Group grievance policy.

The procedure

In the first instance you should report any concerns you may have to your line manager or the HR Business Partner, where the concern relates to your line manager or it is not appropriate to make the report to your line manager. If you feel unable to disclose your concerns to your line manager or HR Business partner, please contact Paul Hudson, CEO. All concerns reported will be treated in the utmost confidence. Please submit any concerns

verbally or via email. If you choose to submit your concerns verbally, you may be asked to confirm any verbal concerns in writing or to confirm a written record of a verbal report.

All employees at System Group should be aware of the importance of preventing and eliminating any wrong doing at work. Employees should be watchful for illegal and/or unethical conduct and report anything of that nature to HR in the first instance.

System Group recognises that the decision to make an allegation can be a difficult one to make and will take appropriate action to protect a whistleblower who makes a serious allegation in the reasonable belief that it is in the public interest to do so from any reprisals, harassment or victimisation.

Allegation

The following information is to be provided:

- The name of the person making the allegation and contact point
- The background and history of the allegation (giving relevant dates, names and positions of those who may be in a position to have contributed to the allegation.
- The specific reason for the allegation. Although someone making an allegation will not be expected to prove the truth of any allegations, they will need to provide information to the person they have reported to, to establish that there are reasonable grounds for the allegation.

Someone making an allegation may be accompanied by work colleague of their choosing during any meetings or interviews in connection with the allegation. However, if the matter is subsequently dealt with through another procedure, the right to be accompanied at that stage will be in accordance with the relevant System Group procedure.

Action on receipt of an allegation

Following receipt of a disclosure made under this policy, the line manager will record details of the allegation, gathering as much information as possible (within 10 working days of receipt of the allegation), including:

- The record of the allegation
- The acknowledgement of the allegation
- Any documents supplied by the employee

The investigator will ask the employee for their preferred means of communication and contact details and use these for all communications with the employee, in order to preserve confidentiality.

The Company will acknowledge the allegation in writing within 10 working days with:

- An indication of how System Group propose to deal with the matter

- An estimate of how long it will take to provide a final response
- An indication of whether any initial enquiries have been made
- Information on employee support mechanisms
- Indication whether further investigations will take place and if not, why not

If the allegation relates to fraud, potential fraud or other financial irregularity the Board will be informed within 5 working days of receipt of the allegation. The Board will determine whether the allegation should be investigated and the method of investigation. If the allegation discloses evidence of a criminal offence it will immediately be reported to the Board and a decision will be made as to whether to inform the relevant authority. If the issue is around suspected harm to vulnerable adults, Safeguarding policies should be referred to.

An investigation meeting may be held with the employee. The purpose of this meeting is to gather as much information as possible from the employee regarding their concerns, including whether they have any supporting evidence or can identify any witnesses.

After this meeting, the investigating manager will commence a full investigation into the concerns raised. The investigation will aim to gather all relevant information including relevant documentary evidence or witness statements. Once the investigation is complete, the investigation manager will write to the employee confirming the outcome.

If the employee is not satisfied with the explanation or outcome, they may raise the matter with the appropriate official organisation or regulatory body. Alternatively, employees may raise a formal complaint under the Company's grievance policy.

Formal action

Should formal action be required as a result of any disclosure made under this policy, this action will be carried out in accordance with the applicable internal policy. Any potential sanctions imposed will be fair and reasonable in line with the relevant System Group policy.

Untrue allegations

If your allegation is made in good faith, no disciplinary or other action will be taken against the employee who makes an allegation in the reasonable belief that it is in the public interest to do so, even if the allegation is not substantiated by an investigation. However, disciplinary action may be taken against an employee who makes an allegation without reasonable belief, is malicious or made for personal gain where there is not element of public interest.

Protection against detrimental treatment

All employees who raise matters of concern under this policy are protected against detrimental treatment, up to and including dismissal, because they have made a disclosure. Bullying, harassment or any other detrimental treatment afforded to a colleague who has made a qualifying disclosure is unacceptable. Anyone found to have acted in such a manner will be subject to disciplinary action.

Support

System Group will take steps to minimise any difficulties which may be experienced as a result of making an allegation and accepts that employees need to be assured that the matter has been properly addressed. Thus, subject to legal constraints, we will inform those making allegations of the outcome of any investigation. Throughout the process an employee will;

- Receive full support from senior management
- Be assured their concerns will be taken seriously and
- Have confidence the organisation to conduct a full and fair investigation

Confidentiality

All allegations will be treated in confidence and every effort will be made not to reveal the employees' identity unless the employee otherwise requests. If disciplinary or other proceedings follow the investigation, it may not be possible to action as a result of an employee's disclosure without their help, so an employee may be asked to come forward as a witness. System Group will not, without the whistle-blower's consent, disclose the identity of the employee to anyone other than a person involved in the investigation/allegation.

Responsibility for the Procedure

The CEO and HR have overall responsibility for the operation of this procedure and for determining the administrative processes to be followed and the format of the records to be kept.

Monitoring

A Register will record the following details:

- The name and status (e.g. employee) of the whistle-blower
- The date on which the allegation was received
- The nature of the allegation
- Details of the person who received the allegation
- Whether the allegation is to be investigated and, if yes, by whom
- The outcome of the investigation
- Any other relevant details

The Register will be confidential and only available for inspection by the Board.