

## HR Policy HR-POL-37

Version 4.0

### Whistleblowing Policy

Operational Unit: HR

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Authorised Date: 07 Nov 22

Review Date: 07 Nov 24

#### Authorisation Personnel:

Role	Name	Function	Date
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**1.0 SUBJECT**

The aim of this policy is to provide information on the whistleblowing procedure and how to manage any concerns effectively.

**2.0 SCOPE**

This policy is designed to enable employees and other workers of the Company to raise concerns internally and at a high level and to disclose information which the individual believes shows malpractice or impropriety. This policy is intended to cover concerns which are in the public interest and may at least initially be investigated separately but might then lead to the invocation of other procedures e.g. disciplinary. These concerns could include:

- Financial malpractice or impropriety or fraud;
- Failure to comply with a legal obligation or Statutes;
- Bribery and Corruption;
- Dangers to Health & Safety or the environment;
- Criminal activity;
- Improper conduct or unethical behaviour;
- Attempts to conceal any of these.

**3.0 INTRODUCTION**

Source BioScience is committed to the highest standards of openness, probity and accountability.

An important aspect of accountability and transparency is a mechanism to enable employees and other workers to voice concerns in a responsible and effective manner. It is a fundamental term of every contract of employment that an employee will faithfully serve his or her employer and not disclose confidential information about the employer’s affairs. Nevertheless, where an individual discovers information, which they believe shows serious malpractice or wrongdoing within the organisation or in respect of any third-party dealings with the organisation, then this information should be disclosed internally without fear of reprisal, and there should be arrangements to enable this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told).

The Public Interest Disclosure Act (1999), gives legal protection to employees from being dismissed or penalised by their employers as a result of publicly disclosing certain serious concerns. The Company has endorsed the provisions set out below, to ensure that no employees should feel at a disadvantage in raising legitimate concerns.

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It should be emphasised that this policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Company in the legitimate course of the conduct of its business, nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures.

#### 4.0 PROTECTION

This Policy is designed to offer protection to those employees who disclose such concerns, provided the disclosure is made:

- In the reasonable belief that it is in the public interest
- In the reasonable belief of the individual making the disclosure that it tends to show malpractice
- to an appropriate person (see below).

It is important to note that no protection from internal disciplinary procedures is offered to those who choose not to use the procedure. In an extreme case, malicious or wild allegations could give rise to legal action on the part of the persons complained about.

#### 5.0 CONFIDENTIALITY

The Company will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation will be kept confidential so long as this does not hinder or frustrate any investigation. It is possible that at some point within the investigation process there may be a need to reveal the source of the information, the identity of the individual making the allegation and/or the identity of any individual disclosing information as part of the investigation. Identities of individuals will only be disclosed as a final resort where there is a clear and absolute need in the interests of properly concluding the investigation and resolving the complaint. The individual making the disclosure may need to provide a statement as part of the evidence required.

We will ordinarily keep records of allegations raised under this procedure for 6 months from the date of completion of investigations and any follow-up action.

#### 6.0 ANONYMOUS ALLEGATIONS

This Policy encourages individuals to put their names to any letters of complaint or disclosures they make. Concerns expressed anonymously are far less credible; however, they may be investigated at the discretion of the Investigating Officer (identified in section 8.0 below).

In exercising this discretion, the factors to be taken into account will include:

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- a The seriousness of the issues raised
- b The credibility of the concern
- c The likelihood of confirming the allegation from attributable sources

**7.0 UNTRUE ALLEGATIONS**

If an individual makes an allegation in the reasonable belief that it is true, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure, an individual should exercise due care to ensure the accuracy of the information they provide. If the Company has fair reason to believe that an individual is making malicious or vexatious unfounded allegations, and particularly if he or she persists with making them, disciplinary action will be taken against that individual.

**8.0 PROCEDURES FOR MAKING A DISCLOSURE**

The Company has identified the main Board Directors, who are employees of Source BioScience, as designated “Investigating Officers” with regard to this policy. All complaints under this Policy must be made in the first instance to a main Board Director (details are available on the Source BioScience website). Complaints may be made by one of the following methods:

- a. In person, by requesting an appointment with any Board Director. Appointments may be made by via the Personal Assistant to the Executive Chairman;
- b. By making an appointment to have a confidential telephone discussion with any Board Director for scheduling a mutually convenient appointment. Appointments may be made by via the Personal Assistant to the Executive Chairman;
- c. By writing a confidential letter (if necessary, anonymously) to any Board Director, including the details of the complaint for review and response.

Although the individual is not expected to provide the truth of their concern beyond doubt or provide evidence, the individual will need to provide the following information as a minimum:

1. The nature of the concern and why the individual believes it to be true; and
2. The background and history of the concern (giving relevant dates where possible).

**9.0 PROCEDURES FOR CONFLICTS OF INTEREST**

Complaints of malpractice will be investigated by the Board Director receiving the complaint unless the complaint is against that Board Director or is in any way related to the actions of that Board Director. In such cases, the complaint should be directed to the Executive Chairman. In cases where the complaint is against or related to the Executive Chairman the complaint should be referred to HR.

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The complainant has the right to bypass the system above and take their complaint directly to the Executive Chairman or HR. That person then has the final right to refer the complaint back to another Board Director or management if they feel that the matter can be appropriately investigated without any conflict of interest.

If there is evidence of criminal activity, then the Board Director or HR shall inform the Police. In this case the internal investigation may conclude and become an external investigation managed by the Police (or another relevant external agency). In such circumstances, the Company will cooperate with the formal Police (or other agency) investigation.

## 10.0 TIMESCALES

Due to the varied nature of these kinds of complaint, which may involve internal investigators 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.

Assuming the complaint has not been made anonymously, the Investigating Officer should, as soon as practically possible, send a written acknowledgement of the concern to the complainant and thereafter report back to them in writing the outcome of the investigation and any action that is proposed. 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. All responses to the complainant will be in writing and sent to their home address.

## 11.0 INVESTIGATING PROCEDURE

The Investigating Officer should, where possible, follow these steps:

- a) Obtain full details and clarifications of the complaint.
- b) Inform the member of staff against whom the complaint is made as soon as is practically possible. The member of staff will be informed of their right to be accompanied by a trade union or other representative at any future interview or hearing held under the provision of these procedures.
- c) Conduct an investigation, including interviews with appropriate relevant individuals/bodies that may be able to corroborate or contradict the complainant's disclosures. The allegations should be fully investigated.
- d) Consider the involvement of the Auditor and the Police throughout the process and consult with the Chairman and Executive Chairman if they consider it appropriate.

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- e) A judgement concerning the validity of the complaint will be made by the Investigating Officer. This judgement will be detailed in a written report containing the findings of the investigations and reasons for the judgement. The report will be passed to the Executive Chairman as appropriate.
- f) The Executive Chairman will decide what action to take. If the complaint is shown to be justified, then he will invoke the disciplinary or other appropriate Company procedures.
- g) The complainant will be kept informed of the progress of the investigations and, if appropriate, of the final outcome.

If the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, but the complainant is not satisfied with the outcome of the investigation, the Company recognises the lawful rights of employees and former employees to make disclosures to prescribed persons (such as the Serious Fraud Office, the Health and Safety Executive, the CQC or the Audit Commission), or, where justified, elsewhere.

## 12.0 FURTHER INFORMATION AND CONTACTS

If you have any queries about the application of this policy, please contact HR in the first instance

A list of the relevant prescribed people and bodies for this purpose and the areas for which they are responsible is available from the GOV.UK website at <https://www.gov.uk/government/publications/blowing-the-whistle-list-of-prescribed-people-and-bodies-2>.

Protect is a leading independent charity, they are a source of further information and advice at [www.pcaw.co.uk](http://www.pcaw.co.uk). There is also a free helpline offering confidential advice on 020 7404 6609.

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### APPENDIX 1 - REVISION HISTORY

DATE	REV	NATURE OF CHANGES	DO ANY OF THE CHANGES REQUIRE RE-TRAINING, COMPETENCY ASSESSMENT AND/OR REASSESSMENT?	CHANGED BY
May 2018	2.0	Transferred to new template; removed references to Group; removed names of former employees; updated job titles; updated to take account of the Enterprise & Regulatory Reform Act 2013. Added in data statement for GDPR.	Not on template at the time	R Forrest
Sept 2020	3.0	Changed references to CEO to Executive Chairman. 7.0 updated with employee guidance 11.0 Added		R Tipper
31 Oct 2022	4.0	Transferred to new template. Section 1.0 Subject added.	N/A	J. Lowe

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## APPENDIX 2 - HEALTH AND SAFETY

None.

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