

## Whistleblowing Policy

Date of version:	May 2021
Created by:	General Counsel
Reviewed by:	Law Debenture Risk Committee
Approved by:	Law Debenture Risk Committee
Overall responsibility:	Law Debenture Audit and Risk Committee
Next review date	November 2023
Document classification:	PUBLIC

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## Document Control

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Review Date:	Review Completed by:	Reason for change:
September 2020	General Counsel	Complete review
October 2020	Risk and Control Consultant	Update - Head of HR to HR Manager
May 2021	Risk and Control Consultant	Update
February 2022	Legal Counsel	Update - change from Chair of the Audit and Risk Committee to Workforce Engagement Director
November 2022	General Counsel	Annual review

## Introduction

The Law Debenture Corporation p.l.c. and all of its subsidiary companies (the “Group”) are committed to conducting their business fairly, honestly and with transparency and in compliance with all legal and regulatory obligations. We expect all Law Debenture directors, employees and anyone acting on our behalf to do the same and to maintain the highest standards of ethical business behaviour. However, all organisations face the risk of things going wrong from time to time. A culture of openness and accountability is essential in order to prevent such situations occurring and to address them when they do occur.

A key aspect of ensuring and maintaining the Group’s commitment to conducting business with such integrity and in an open and fair manner is providing a robust whistleblowing policy and reporting channel for the Group so that all colleagues feel able to report any wrongdoing in confidence. At Law Debenture, we encourage employees to report any concerns as soon as they arise; such concerns can be of any nature, including any matters in connection with Law Debenture personnel, as well as customers, suppliers and other third parties.

The aim of this policy therefore is to:

- Encourage and empower colleagues to speak up and report suspected wrongdoing as soon as possible, in the knowledge that their concerns will be taken seriously and investigated as appropriate, and that their confidentiality will be respected.
- Provide colleagues with guidance as to how to raise those concerns.
- Reassure colleagues that they will be able to raise genuine concerns without fear of reprisals, even if they turn out to be mistaken.
- Encourage a culture of openness.
- Ensure compliance for the Group with the Public Interest Disclosure Act 1998.

This is not a policy to be used in order to question the Group’s financial decisions or business strategy, nor should it be used to raise matters which would normally be considered under an HR grievance procedure (for example harassment, bullying or discrimination) or are already the subject of a disciplinary procedure. Please review the Staff Handbook and Bamboo for these policies.

The below sets out in more detail what type of behaviour this policy covers and what should be reported pursuant to this policy.

## Scope

This policy applies on a global basis to all Law Debenture entities and personnel (including directors, executives, officers, employees, contractors, agency workers, casual workers, consultants and trainees) no matter which team they work in or which office. It relates to actions by such personnel as well as any concerns a colleague may have with one of the Group’s customers, suppliers or any other third parties with which the Group interacts or does business.

## What Type of Misconduct Should Be Reported?

As noted above, Law Debenture wants to hear about such conduct that is unlawful, dishonest or unethical as soon as possible and is committed to addressing it.

The below provides examples of the types of misconduct or behaviour that could give rise to a report; however, it is not an exhaustive list and Law Debenture encourages all colleagues to report any behaviour or incidents which they have concerns about.

- Criminal activity or offences, including fraud, theft, and embezzlement.
- Corruption, bribery or blackmail.
- Financial malpractice, impropriety or mismanagement.
- Facilitating tax evasion.
- Failure to comply with any legal or professional obligation or regulatory requirements.
- Conduct likely to damage the Group's reputation or financial wellbeing.
- Actions which endanger the health and safety of Law Debenture personnel or the public.
- Actions which cause damage to the environment.
- The deliberate provision of false information to public officers.
- A miscarriage of justice.
- Unauthorised disclosure of confidential information.
- The deliberate concealment of information relating to any of the above matters.
- Any retaliation against someone for speaking up or "whistleblowing".

Everyone has a responsibility to report any such misconduct or potential misconduct as soon as they become aware of it.

If you are uncertain whether something is within scope of this policy, it is preferable that any concerns are reported rather than kept to oneself.

## How to Report A Concern - All Colleagues

All of the options below include escalation to members of staff who are fully trained in whistleblowing reporting and procedures. Irrespective of the option exercised therefore, the whistleblowing procedures the Group has in place ensure that you will be taken through and will fully understand the overall process and next steps.

### Option 1 – Line Manager

Any reports should be made to your line manager in the first instance for further investigation. This may be done either verbally or in writing. On the basis that the concern does not relate to the Human Resources Manager or the General Counsel, your line manager will report the concern to both. If the report relates to one only, your line manager will report the concern to the other. Should the concern relate to both, your line manager will report the concern to the Workforce Engagement Director. A decision will then be taken as to who is best placed to investigate and resolve the matter.

### Option 2 – Human Resources Manager or General Counsel

If the option of reporting to your line manager is not feasible, is inappropriate or you feel uncomfortable in doing so for any reason (including if you have concerns about their involvement), or the response received is unsatisfactory, you can report the concern to the Human Resources Manager or the General Counsel for further investigation. Where the report does not relate to them, both the Human Resources Manager and General Counsel will inform the other of any reports received. A decision will then be taken as to who is best placed to investigate and resolve the matter.

## Option 3 – Non-Executive Director

If you do not wish to use options 1 or 2 above for any reason (including if you have concerns about the involvement of your line manager, the Human Resources Manager or General Counsel), or if you are not satisfied with the outcome of your discussion with them, you can report your concerns to the Workforce Engagement Director, who is a Non-Executive Director and the nominated Executive for employee liaison purposes. The Workforce Engagement Director may discuss the report with other Non-Executive directors and other senior management to the extent that the report does not concern them. In addition, on the basis that the report does not concern the General Counsel, the Workforce Engagement Director will also inform them. A decision will then be taken as to who is best placed to investigate and resolve the matter.

## Option 4 – Safecall (for Law Debenture colleagues only. Safecall Colleagues should follow options 1-3 only)

If you do not wish to use options 1 to 3 above for any reason, you can report your concern using Safecall. You can make a report by freephone:

UK	0800 915 1571
HK	3077 5524
Ireland	1 800 812 740
USA	866 901 3295

or [www.safecall.co.uk/report](http://www.safecall.co.uk/report).

This service is available twenty-four (24) hours a day and seven (7) days a week.

Reports may also be made anonymously to Safecall, in which case Law Debenture will not find out the identity of the person who raised the concern.

## Whom Will Safecall Notify?

Safecall will inform the Human Resources Manager and the General Counsel that a report has been received.

If the allegations relate to one only of the Human Resources Manager or the General Counsel, Safecall will notify the other. To the extent that reports relate to both the Human Resources Manager and the General Counsel, Safecall will inform the Workforce Engagement Director.

If the allegations relate to the Human Resources Manager, General Counsel and Workforce Engagement Director, the report will be sent to the Group Chairman, who is also a Non-Executive director. A decision will then be taken as to who is best placed to investigate and resolve the matter.

Safecall will only reveal the identity of a reporter if they give their consent.

The Appendix sets out a flow chart in respect of the above options.

## What Will Law Debenture Do About Concerns That Are Raised?

Once you have raised a concern, the person to whom you raised the concern will inform the respective senior management, as outlined above, and a decision will be taken as to who is best placed to investigate the matter. Depending on the report concerned, the CEO may also be informed as part of this process.

We will inform you of the outcome of the investigation. You may be required to attend additional meetings in order to provide further information.

We will endeavour to keep you informed of the progress of the investigation. However, sometimes the need for confidentiality may prevent us giving you specific details of the investigation or any disciplinary action taken as a result. You should treat any information about the investigation as confidential.

If we conclude that a whistleblower has made false allegations maliciously, the whistleblower will be subject to disciplinary action.

## Reporting Concerns Externally – Exception Cases Only

The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases you should not find it necessary to alert anyone externally.

However, Law Debenture recognises that there may be circumstances where staff may feel they wish to report matters to outside bodies such as a regulator or the police. It will very rarely if ever be appropriate to alert the media. We strongly encourage you to seek advice before reporting a concern to anyone external. The independent whistleblowing charity, Protect, operates a confidential helpline. They also have a list of prescribed regulators for reporting certain types of concern.

Whistleblowing concerns usually relate to the conduct of our staff, but they may sometimes relate to the actions of a third party, such as a customer, supplier or service provider. In some circumstances the law will protect you if you raise the matter with the third party directly. However, we encourage you to report such concerns internally first. You should contact your line manager or one of the other individuals set out above for guidance.

## Protection Against Retaliation

Law Debenture will ensure that genuine concerns raised of a reasonable belief can be raised without fear of retaliation and will not affect the continued employment, work or career with Law Debenture of the person who spoke up.

Law Debenture will not tolerate harassment, victimisation or retaliation towards any person for raising concerns on the basis of a reasonable belief or objecting or refusing to participate in any act or practice that they honestly believe to be in violation of law or misconduct.

Any such harassment, victimisation or retaliation will be treated as very serious and will be a disciplinary offence in accordance with Law Debenture procedures.

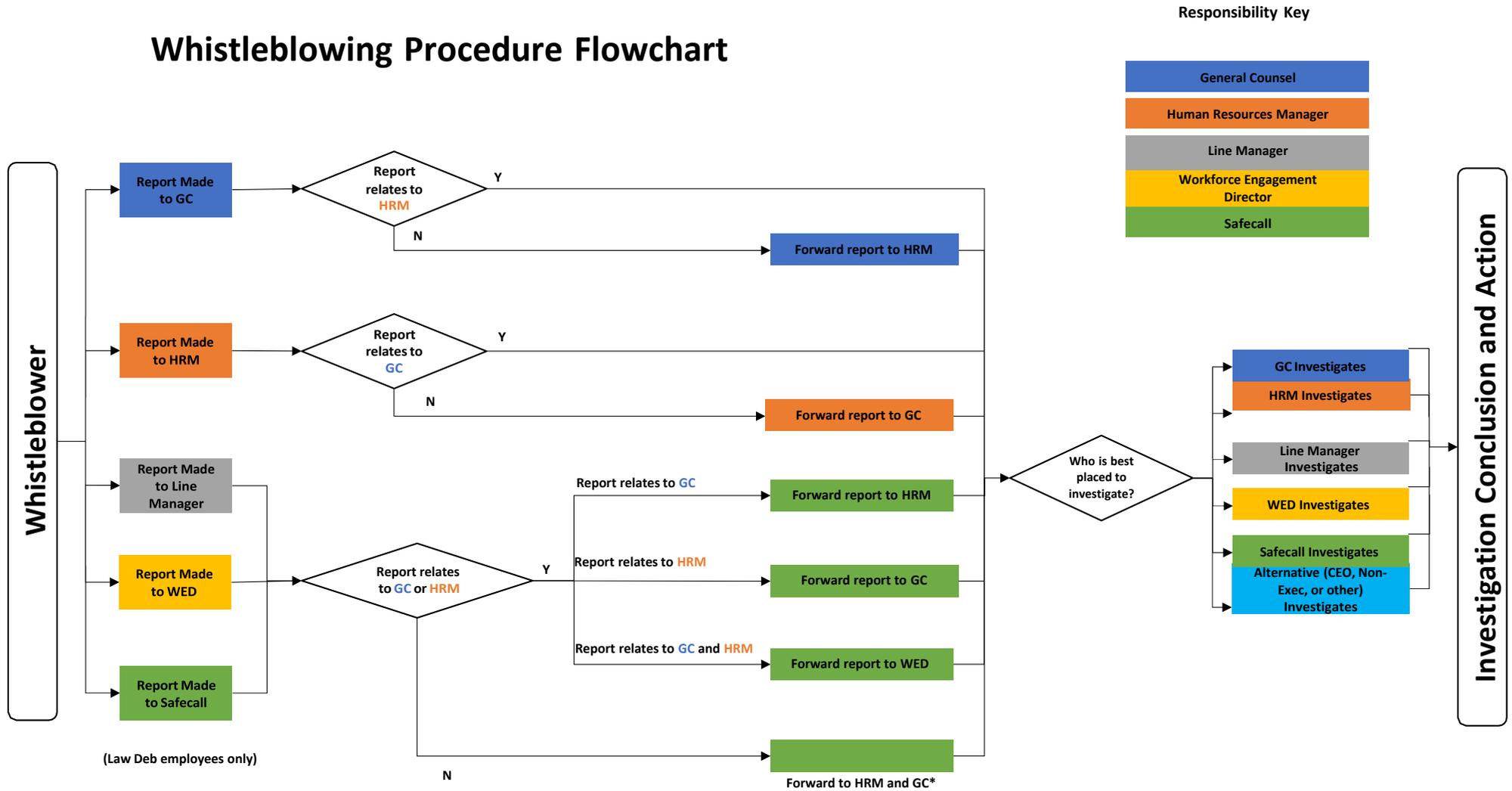
## Confidential and Anonymous Reporting

All reports will be handled in complete confidence and the identity of the individual reporting the issue will be kept confidential and only disclosed to those who need to know it for purposes of any investigation.

As noted above, reports may also be made anonymously to Safecall, in which case Law Debenture will not find out the identity of the person who raised the concern.

Please note that it is more difficult for an issue to be investigated, to protect the individual reporting the issue or to give them feedback, if the individual cannot be identified. An investigation stands a much greater chance of success if the person who raised the concern remains in communication via the Safecall portal or by telephone. Even if they choose to remain anonymous, it is still possible and desirable to establish a channel of communication.

# Whistleblowing Procedure Flowchart



\*The General Counsel will update the Audit and Risk Committee on a quarterly basis on the number of whistleblowing reports received