

Whistleblowing Policy & Procedure

Contents

Document Control.....	2
Version Control.....	2
1. What is Whistleblowing?	3
2. Scope.....	3
3. Objective	4
4. Safeguards & Penalisation	4
5. Confidentiality.....	4
6. Raising a Concern Anonymously.....	5
7. How to Raise a Concern	5
7.1. Who to Raise a Concern With.....	5
7.2. Format of a Disclosure	5
8. How we will deal with your disclosure	6
8.1. Acknowledgement	6
8.2. Initial Assessment	6
8.3. Investigation Process	6
8.4. Outcome of the Investigation	7
9. Disclosures to a Prescribed Person.....	7
10. Review.....	7
11. Appendices.....	8

Document Control

Approved By	Ann Moylan – Head of Compliance
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Policy Owner	Ann Moylan – Head of Compliance
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Version Control

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20/10/2022	V0.1 D	First Draft – Georgina Kennedy	N/A
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1. What is Whistleblowing?

Whistleblowing occurs, when a worker raises a concern or discloses information relating to a wrongdoing which they have discovered in connection with their employment and reasonably believe has occurred, is occurring or is likely to occur.

The Protected Disclosures Act 2014 and The Protected Disclosures (Amendment) Act 2022 aims to protect workers who raise concerns about possible wrongdoing in the workplace.

Our Whistleblowing Policy is intended to encourage and enable workers to raise concerns within our workplace rather than overlooking a problem or “blowing the whistle” externally. Under this policy a worker is entitled to raise concerns or disclose information without fear of penalisation.

2. Scope

This policy applies to all workers. Workers include past and current employees, officers, directors (executive & non – executive), shareholders, consultants, contractors, agency workers, volunteers, interns, job applicants and anyone else undertaking work on behalf of, or with, Arachas, e.g. employees of third-party suppliers, outsourced providers and corporate partners.

It is important to note that should an individual have a concern in relation to their own employment or personal circumstances which exclusively affects them in the workplace it should be dealt with by way of our Grievance Policy.

Examples of a Grievance

- Complaint around selection criteria for a promotional post;
- Treatment at work by a manager or colleague;
- Change in work practices.

Examples of a Wrongdoing (Whistleblowing Disclosure)

- Misconduct;
- Fraud;
- Corruption, bribery or blackmail;
- Bullying or harassment;
- Criminal offences;
- Failure to comply with legal or regulatory obligations;
- Miscarriage of justice;
- Damage to the environment;
- Danger to the health and safety of individual(s);
- Money laundering or terrorist financing;
- Breach of financial and economic sanctions;
- Facilitation of tax evasion;
- Unauthorised use of company funds or other assets;
- Breaches of the code of conduct;
- Deliberate covering up of/failing to report information tending to show any of the above wrongdoings;

It is also important to note that this policy does not replace any legal reporting or disclosure requirements. Where statutory reporting requirements and procedures exist, these must be complied with fully, for example the requirement of a PCF holder to notify the Central Bank of

Ireland of offences or contraventions under the Central Bank (Supervision and Enforcement) Act 2013.

3. Objective

- To encourage a culture of openness and transparency.
- To ensure workers can raise genuinely held concerns of potential wrongdoing at the earliest opportunity and without fear of suffering penalisation or victimisation.
- To provide a transparent, effective, timely and confidential process for dealing with concerns of potential wrongdoing; and
- To ensure all concerns of potential wrongdoing are objectively and thoroughly investigated and workers receive a response to the report.

4. Safeguards & Penalisation

A worker who makes a disclosure and has a reasonable belief of wrongdoing will not be penalised by Arachas, even if the concerns or disclosure turn out to be unfounded. A worker is not required or entitled to investigate matters themselves to find proof of their suspicion and should not endeavour to do so.

Penalisation includes suspension/dismissal, disciplinary action, demotion, discrimination, threats or other unfavourable treatment which arise from making a protected disclosure. A list of examples of penalisation in the 2022 Act is included at Appendix 1. If a worker believes they are being subjected to penalisation as a result of making a disclosure under this policy, they should contact a member of the HR or Compliance Department immediately.

Employees who penalise or retaliate against those who have raised concerns under this policy will be subject to disciplinary action.

Workers are not expected to prove the truth of a wrongdoing. However, they must have a reasonable belief that there are grounds for their concern. It should be noted that appropriate disciplinary action may be taken against any worker who is found to have maliciously made a false allegation of potential wrongdoing or raising a concern that they do not reasonably believe to be genuine.

5. Confidentiality

Arachas is committed to protecting the identity of a worker raising a concern as well as the identity of any third parties mentioned in the report and ensures that relevant disclosures are treated in confidence. We will seek the workers consent before disclosing their identity.

However, there are circumstances, as outlined in the Act, where confidentiality cannot be maintained, and consent is not required. Should such a situation arise, we will inform the worker in writing before their identity is disclosed unless such notification would jeopardise:

- i. The effective investigation of the relevant wrongdoing concerned,
- ii. The prevention of serious risk to the security of the State, public health, public safety or the environment, or
- iii. The prevention of crime or the prosecution of a criminal offence.

6. Raising a Concern Anonymously

A concern may be raised anonymously. However, on a practical level it may be difficult to investigate such a concern. We would encourage workers to put their names to allegations, with our assurance of confidentiality where possible, in order to facilitate appropriate follow-up. This will make it easier for us to assess the disclosure and take appropriate action including an investigation if necessary.

Anonymous reports should be submitted via Safecall (Details in Section 7.1.3). Where the anonymous report contains enough information to allow an initial assessment that there is prima facie evidence that a relevant wrongdoing has occurred, follow-up action will be taken to the extent that is possible from the information provided.

It is important to note that a worker cannot obtain redress under the Act without identifying themselves as part of the process of seeking redress.

7. How to Raise a Concern

7.1. Who to Raise a Concern With.

- 7.1.1. Appropriate concerns as defined by the Act (included at Appendix 2) should be raised with a member of the HR or Compliance department. The earlier a concern is raised the easier it is for Arachas to take action.
- 7.1.2. Any person who receives a disclosure under this policy must refer the matter to the Head of Compliance.
- 7.1.3. Workers are encouraged to raise their concerns within Arachas however, there is also an option to report concerns to the Ardonagh Group's third-party provider, Safecall. Safecall can be contacted by phone on 1800 812 740 or online at www.safecall.co.uk/report

7.2. Format of a Disclosure

- 7.2.1. Concerns may be raised orally or in writing. When making a protected disclosure, either orally or in writing, a worker should provide the information set out in Appendix 3 of this policy. For oral reports they can be made by telephone or by means of a physical meeting.
- 7.2.2. The recipient of the disclosure should record the workers concern in writing using the form at Appendix 3. The recipient should seek to confirm the workers concerns have been accurately recorded by sending a copy of the completed form to the worker. The worker should by return email confirm the accuracy of the record.
- 7.2.3. Once a report of relevant wrongdoing is made to a recipient the recipient should send that information directly and immediately to the Head of Compliance in a manner which preserves the confidentiality of the disclosure.

8. How we will deal with your disclosure

8.1. Acknowledgement

- 8.1.1. The disclosure will be recorded in a secure location with limited access in order to appropriately safeguard the identity of the person that made the protected disclosure and that of any person that is the subject of the disclosure.
- 8.1.2. The Head of Compliance or delegate will acknowledge receipt of the disclosure in writing to the person that made the protected disclosure and to the person that referred the disclosure within seven days of receipt of the disclosure;

8.2. Initial Assessment

- 8.2.1. The Head of Compliance (or delegate) will conduct an initial assessment of the information provided to determine whether it is a protected disclosure under the Act and therefore within scope of the Whistleblowing policy or whether another policy is more appropriate, e.g. Grievance policy. In conducting the initial assessment, they may seek legal advice while at all times maintaining the anonymity of the person who raised the concern. They will also notify the Ardonagh Group CRO that a potential disclosure has been received.
- 8.2.2. It may be necessary to meet with the worker who made the disclosure to obtain further information. This discussion may also involve simply clarifying certain matters, clearing up misunderstandings or resolving the matter by agreed action without the need for an investigation. The worker can choose whether they want to be accompanied by a colleague or other representative (subject to company agreement).
- 8.2.3. The worker will be notified of the outcome of the initial assessment in writing and whether the concern will be investigated in accordance with the Whistleblowing policy, or whether it should be dealt with through a more appropriate policy and in that case referring the worker to the HR department.
- 8.2.4. Where a disclosure was made anonymously any person who received the initial disclosure will be informed of the outcome of the initial assessment.

8.3. Investigation Process

- 8.3.1. Where it is determined that the disclosure is a protected disclosure the Head of Compliance (or delegate) will determine the nature and extent of the investigation.
- 8.3.2. They will determine whether it is necessary and appropriate to inform other individuals that a protected disclosure has been made and is proceeding to investigation, e.g. The Board, Members of the Executive Management team and individuals at Group level.
- 8.3.3. They will determine who is best placed within Arachas to conduct the investigation taking into account skillset, availability, conflicts of interest etc. and will appoint an investigation team.

- 8.3.4. Once the disclosure has been referred for investigation the worker who raised the concern will be informed of that fact and that an investigation team has been appointed.
- 8.3.5. The investigation team will endeavour to conclude the investigation and provide feedback to the worker within 3 months of the date the disclosure was acknowledged. Where this is not possible the worker will be kept informed of the progress of the investigation at intervals not greater than 3 months (where requested).

8.4. Outcome of the Investigation

- 8.4.1. On conclusion of the investigation, the investigating team will prepare a draft report recording their findings and any recommendations for actions.
- 8.4.2. The draft report is reviewed and approved by the Head of Compliance and if deemed necessary the Ardonagh Group CRO.
- 8.4.3. The Head of Compliance will inform the worker who made the disclosure of the decision and the detail of the report to the extent that is appropriate.
- 8.4.4. The final report is shared with the Executive Management Team and the Board. The confidentiality of the discloser and other individuals who have been the subject of the investigation will be preserved.

9. Disclosures to a Prescribed Person

The aim of this Policy is to provide an avenue within this workplace to deal with concerns or disclosures in regard to wrongdoing. We are confident that issues can be dealt with “in house” and we strongly encourage workers to report such concerns internally.

We acknowledge that there may be circumstances where an employee wants to make a disclosure externally, and the Acts provide for a number of avenues in this regard. As outlined in the policy scope there are requirements on PCF holders to report certain offences & contraventions to the Central Bank of Ireland. Further information on external reporting under various legislation can be found on the [Central Bank website](#)

A full list of prescribed persons can be found on the [Gov.ie](#) Website

It is important to note however that while you need only have a reasonable belief as to wrong doing to make a disclosure internally, if you are considering an external disclosure, different and potentially more onerous obligations apply depending on to whom the disclosure is made.

10. Review

This policy and procedure will be communicated as appropriate and will be subject to regular monitoring and review.

11. Appendices

Appendix 1: Examples of Penalisation as defined by the Acts

'Penalisation' means any direct or indirect act or omission which occurs in a work-related context, is prompted by the making of a report and causes or may cause unjustified detriment to a worker, and, in particular, includes—

- (a) suspension, lay-off or dismissal,
- (b) demotion, loss of opportunity for promotion or withholding of promotion,
- (c) transfer of duties, change of location of place of work, reduction in wages or change in working hours,
- (d) the imposition or administering of any discipline, reprimand or other penalty (including a financial penalty),
- (e) coercion, intimidation, harassment or ostracism,
- (f) discrimination, disadvantage or unfair treatment,
- (g) injury, damage or loss,
- (h) threat of reprisal,
- (i) withholding of training,
- (j) a negative performance assessment or employment reference,
- (k) failure to convert a temporary employment contract into a permanent one, where the worker had a legitimate expectation that he or she would be offered permanent employment,
- (l) failure to renew or early termination of a temporary employment contract,
- (m) harm, including to the worker's reputation, particularly in social media, or financial loss, including loss of business and loss of income,
- (n) blacklisting on the basis of a sector or industry-wide informal or formal agreement, which may entail that the person will not, in the future, find employment in the sector or industry,
- (o) early termination or cancellation of a contract for goods or services,
- (p) cancellation of a licence or permit, and
- (q) psychiatric or medical referrals.

Appendix 2: Relevant Wrongdoings as defined by the Acts

- (a) that an offence has been, is being or is likely to be committed,
- (b) that a person has failed, is failing or is likely to fail to comply with any legal obligation, other than one arising under the worker's contract of employment or other contract whereby the worker undertakes to do or perform personally any work or services,
- (c) that a miscarriage of justice has occurred, is occurring or is likely to occur,
- (d) that the health or safety of any individual has been, is being or is likely to be endangered,
- (e) that the environment has been, is being or is likely to be damaged
- (f) that an unlawful or otherwise improper use of funds or resources of a public body, or of other public money, has occurred, is occurring or is likely to occur,
- (g) that an act or omission by or on behalf of a public body is oppressive, discriminatory or grossly negligent or constitutes gross mismanagement, or
- (h) that a breach has occurred, is occurring or is likely to occur, or", and
- (i) that information tending to show any matter falling within any of the preceding paragraphs has been, is being or is likely to be concealed or destroyed or an attempt has been, is being or is likely to be made to conceal or destroy such information."

Appendix 3: Disclosure Reporting Form

Disclosure Reporting Form

When to use:

This form should be used for reporting instances where workers of Arachas become aware that a perceived wrongdoing has occurred, is occurring or is likely to occur.

Which of the following best describes the alleged situation? (Mark all that apply.)

	(a) that an offence has been, is being or is likely to be committed,
	(b) that a person has failed, is failing or is likely to fail to comply with any legal obligation, other than one arising under the worker's contract of employment or other contract whereby the worker undertakes to do or perform personally any work or services,
	(c) that a miscarriage of justice has occurred, is occurring or is likely to occur,
	(d) that the health or safety of any individual has been, is being or is likely to be endangered,
	(e) that the environment has been, is being or is likely to be damaged,
	(f) that an unlawful or otherwise improper use of funds or resources of a public body, or of other public money, has occurred, is occurring or is likely to occur,
	(g) that an act or omission by or on behalf of a public body is oppressive, discriminatory or grossly negligent or constitutes gross mismanagement, or
	(h) that a breach has occurred, is occurring or is likely to occur, or",
	(i) that information tending to show any matter falling within any of the preceding paragraphs has been, is being or is likely to be concealed or destroyed or an attempt has been, is being or is likely to be made to conceal or destroy such information.

Please state the Name(s) and/or Division(s) involved:

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What is the relationship of the individual(s) to Arachas (Mark all that apply.)

	Employee of Arachas (Past or Present)
	Vendor/Service Provider.
	Contractor.
	Other (please specify)

Has this activity been reported to any other person or division?

	Yes
	No

If yes, to whom?

--

Provide a brief summary of the alleged improper activity:

Date of Occurrence:	

Does the person making the disclosure wish to remain anonymous?

	Yes
	No

If No, please give details:

Name of Person:	
Contact Details:	

The above concern has been notified to me and I have confirmed with them that the above details are accurately recorded (please attach copy of written confirmation with employee making the disclosure)

Recipient Name:	
Division:	
Contact details	
Date:	

Completed forms should be emailed to Ann Moylan – Head of Compliance: anmoylan@arachas.ie