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| Millbank Holdings Group Ltd (Incorporating Priory Design Services Ltd, MDA Rail Ltd, Forbes HR Ltd) | | |
|  | <h2 style="color: #008080;">Whistleblowing Policy and Procedure</h2> | POL019/02/0823 |
| | | Last Reviewed: 08/2023 |
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| | | Owner: David Hopley |

1. Policy Statement

Millbank Holdings Limited and its subsidiaries are committed to managing the organisation in the best way possible. This document is in place to reassure you that it is safe and acceptable to speak up, and to enable concerns to be raised at an early stage and in the right way. Rather than wait for proof, we would prefer you to raise a matter when it is still a concern. It can be difficult to know what to do when these concerns are about unlawful conduct, financial irregularities, dangers to the public or environment, health and safety issues, or if you feel issues are being inappropriately concealed.

The Whistleblowing Policy and Procedure is intended to cover serious public interest concerns that fall outside the scope of other procedures. As stated in the Public Interest Disclosure Act 1998, this covers matters that are; in the reasonable belief of the employee, either happening now, have happened, or are likely to happen:

- A criminal offence
- A breach of a legal obligation e.g., the Company does not have the right insurance
- A miscarriage of justice
- A danger to the health and safety of an individual(s)
- Damage to the environment
- Deliberate covering up of/failing to report information relating to any of the above five matters

We are committed to the effective implementation of this policy. The aim of the document is to ensure that an appropriate process exists which supports the resolution of matters raised, in response to any disclosure of wrongdoing or irregularity and in a manner which is fair, expedient and discreet, and in line with our values.

2. Scope

This policy applies to all employees who work for us regardless of service, contract or position, full-time, part-time, self-employed, or as a contractor.

3. Responsibility

3.1 Managing Director

The Managing Director is the nominated Board sponsor for the Whistleblowing Policy across the Company, ensuring that all concerns raised are dealt with fairly, thoroughly and in accordance with the policy.

3.2 Managers

All Managers are responsible for ensuring that all employees are aware of this policy and its application, and for creating an environment in which employees are able to express concerns freely and without fear of reprisal.

3.3 Individuals

The individual has a responsibility to raise concerns providing they have a reasonable belief that malpractice and/or wrongdoing has occurred.

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4. Definitions

4.1 Whistleblowing

The official name for Whistleblowing is 'making a disclosure in the public interest'. It means that if you believe there is wrong doing in your workplace, you can report this by following the correct processes and your employment rights are protected.

4.2 Malpractice

Could be improper, illegal or negligent behaviour by anyone in the workplace.

5. How to Raise a Concern

If you have a concern about a risk, malpractice or wrongdoing at work, if you are comfortable to; firstly raise it with your Line Manager, this may be done verbally or in writing.

You may involve a friend or a colleague at this stage, providing that the person is not involved in the concern raised.

Managers must help to create a climate where you feel able to talk in confidence without the threat of disciplinary action being taken against you.

The Manager will identify the nature of the issue by undertaking a preliminary investigation.

If we think your concern falls more properly within our grievance, anti-bullying and harassment or other relevant policy, we will inform you accordingly (see Appendix 5.1 for a checklist to help you formulate your complaint.

If stage 1 of the investigation and any resultant action does not resolve the matter, or if a concern involves the immediate Line Manager, the employee should raise the concerns with HR who will appoint an investigating officer.

A confidential initial interview will be arranged to ascertain the areas of concern. If you wish to remain anonymous this can be explored and you may be requested to make a written statement and the investigating officer will write notes of the interview to be agreed by both parties.

The investigating officer will report to the Managing Director who will be responsible for the commission of any further investigation within Millbank.

5.1 Guidance on information required

Guidance on Information Required when raising a concern under the Whistleblowing Procedure.

Checklist

To assist us in assessing or investigating your concerns, it would be helpful if you could be as clear as possible with the details. As a minimum we need to understand the following:

- The date(s) of incident(s)
- The type of incident
- A description of incident(s)/details of concerns
- Where happened
- Who was involved
- An explanation of how the incident may affect others e.g., the general public

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- And if possible, explain how you think the matter may be best resolved or start thinking about it in preparation for any meetings you may be required to attend (if you have shared your identity)

If you feel comfortable sharing your identity then please provide us with your name, your work location and contact details

6. The Formal Investigation

If the concern raised is very serious or complex, a formal investigation may be held. The investigation may need to be carried out in strict confidence i.e., by not informing the subject of the complaint until it becomes necessary to do so. In certain cases, however, such as allegations of serious breaches of health and safety the subject of the complaint may be informed immediately that there is an ongoing investigation.

The investigating officer will offer to keep you informed about the investigation and its outcome.

If the result of the investigation is that there is a case to be answered by any individual, our Disciplinary Procedure will be used and the details uncovered by the formal investigation, transferred into that process.

Where there is no case to answer, but the employee held a genuine concern and was not acting maliciously, the designated officer will ensure that the employee suffers no reprisals.

If there is no case to answer but there is evidence that the allegation was made frivolously, maliciously or for personal gain, disciplinary action will be taken against the complainant.

The matter will be dealt with promptly at each stage and where appropriate, immediate steps will be taken to remedy the situation as soon as is practicably possible.

A final resolution/outcome at each stage should be available within a reasonable timescale.

7. Following the investigation

The Managing Director will advise the designated officer of the possible options open to Millbank as a result of the outcome of the investigation. The investigating officer will then arrange a meeting with the employee (where the identity has been disclosed) to give feedback on any action taken. (This will not include details of any disciplinary action, which will remain confidential to the individual concerned).

If the employee is not satisfied with the action taken/not taken, Millbank recognises the lawful rights of employees and ex-employees to make disclosures to prescribed persons (such as the Health & Safety Executive, the Police, the Audit Commission or other appropriate body).

8. Raising Concerns Anonymously

Millbank encourages you to put your name to your allegations whenever possible.

Concerns expressed anonymously will be considered by the Managing Director taking into account:

- The seriousness of the issues raised
- Credibility of the concern
- The likelihood of confirming the allegation from a reliable and attributable source.

The Managing Director will decide in each case whether a complaint made anonymously should be investigated.

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9. Raising Concerns with Outside Bodies

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

If you are contemplating making a wider disclosure you are strongly advised to seek further specialist guidance from professional or other representative bodies.

10. Independent Advice

If you are unsure whether to use this policy or you want confidential advice at any stage, you may contact any of the following:

- Trade Union or Professional Organisation
- A statutory body such as the HRMC or HS Executive
- The independent charity Protect. Protect offers free, confidential whistleblowing advice on 0203 3117 2520 or at <https://protect-advice.org.uk/pcawchangesnametoprotect/> Their lawyers can talk you through your options and help you raise a concern at about serious malpractice or wrongdoing at work

We also recognise that you may after taking account of advice wish to continue to raise your concerns using other avenues. These might include MP's, the media or social media. You should bear in mind that this action, if done unjustifiably could result in disciplinary action and could undermine confidence in the services we provide to clients. Moreover, you could lose your whistleblowing law rights.

However, disclosure may attract statutory protection from victimisation/other detriment where all of the following apply:

- You have an honest and reasonable suspicion that a malpractice/wrongdoing has occurred, is occurring, or is likely to occur
- You honestly and reasonably believe that information and any allegation contained in it are substantially true
- The disclosure has not been made for personal gain
- The concern has been raised with Millbank or a prescribed regulator (unless there was reasonable belief of victimisation, there was no prescribed regulator and there was reasonable belief there would be a cover up)
- The matter was exceptionally serious.

11. Protection and Support

You should not suffer any detrimental treatment as a result of raising a concern. Detrimental treatment includes dismissal, disciplinary action threat or unfavourable treatment connected with raising a concern. If you believe you have suffered any such treatment you should inform your manager immediately if the matter is not remedied you should raise it formally using our Grievance Procedure.

Employees must not threaten or retaliate against whistle blowers in any way. Anyone involved in such misconduct will be subject to disciplinary action up to and including dismissal.

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12. Confidentiality to Clients and the Company

As an employee and in accordance with Millbank's code of conduct and professional codes of practice, you have a duty of confidentiality to clients and candidates. Subject to the provisions of the Public Interest Disclosure Act, unauthorised disclosure of personal information about any client or candidate will be regarded as a most serious matter, which will warrant disciplinary action.

This applies even when you believe that you are acting in the best interests of a candidate or client by disclosing personal information. You should always therefore act in a way which minimises the chance of any individual client or candidate being identified.

As an employee you also have an implied duty of confidentiality and loyalty to Millbank as the employer. Subject to the provisions of the Public Interest Disclosure Act, breach of this duty may result in disciplinary action.

13. Exclusions

This policy does not apply to complaints about employment or how you have been treated. For cases such as this, the Grievance Procedure or Anti-Bullying and Harassment Procedure should be used.

This document does not replace other Millbank Policy's and Procedure's which are used to deal with specific incidents relating to individuals within the Company e.g., minor accidents should be reported through Health Safety Procedure.

14. Related Documents

14.1 Internal References

- HRSOP007 - Disciplinary Procedure
- HRSOP008 - Grievance Procedure
- HRSOP009 - Anti-Bullying and Harassment Procedure

14.2 External References

- Public Interest Disclosure Act 1998

15. Policy Review

This policy will be reviewed annually, when circumstances indicate a change is needed or when legislation is introduced that necessitates change.

Signed by:

David Hopley

Title: Managing Director

Date: August 2023

Any personal data collected in line with this policy will be stored and used in line with our Data Protection Policy, Retention Policy and Privacy Notice.