

Zotefoams plc		
COMPANY SECRETARY	Doc Ref	HR035
WHISTLEBLOWING POLICY	Issue	2
ISO 9001:2015	Rev	5

## ZOTEFOAMS PLC

### 1. POLICY STATEMENT

- 1.1 We are committed to conducting our business with honesty and integrity, and we expect all staff to maintain high standards. However, all organisations face the risk of things going wrong from time to time, or of unknowingly harbouring illegal or unethical conduct. A culture of openness and accountability is essential in order to prevent such situations occurring or to address them when they do occur.
- 1.2 The aims of this policy are:
- (a) To encourage staff to 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.
  - (b) To provide staff with guidance as to how to raise those concerns.
  - (c) To reassure staff that they should be able to raise genuine concerns in the public interest without fear of reprisals, even if they turn out to be mistaken.
- 1.3 This policy takes account of the Whistleblowing Arrangements Code of Practice issued by the British Standards Institute and Public Concern at Work (now known as Protect).
- 1.4 This policy does not form part of any employee's contract of employment and it may be amended at any time.

### 2. WHO IS COVERED BY THIS POLICY?

This policy applies to all individuals working at all levels within the Group, including senior managers, officers, directors, employees, consultants, contractors, trainees, home workers, part-time and fixed-term workers, casual and agency staff (collectively referred to as **staff** in this policy).

### 3. WHAT IS WHISTLEBLOWING?

- 3.1 **Whistleblowing** is the disclosure of information which relates to suspected wrongdoing or dangers at work and therefore making such a disclosure is in the public interest. This may include, but not limited to:
- (a) criminal activity;
  - (b) miscarriages of justice;
  - (c) danger to health and safety;
  - (d) damage to the environment;
  - (e) failure to comply with any legal or professional obligation or regulatory requirements;
  - (f) bribery;
  - (g) financial fraud or mismanagement;

Zotefoams plc		
COMPANY SECRETARY	Doc Ref	HR035
WHISTLEBLOWING POLICY	Issue	2
ISO 9001:2015	Rev	5

- (h) negligence;
- (i) breach of our internal policies and procedures;
- (j) conduct likely to damage our reputation;
- (k) unauthorised disclosure of confidential information; or
- (l) the deliberate concealment of any of the above matters.

3.2 A **whistleblower** is a person who raises a genuine concern in relation to any of the above when the raising of such a concern is in the public interest. If you have any genuine concerns related to suspected wrongdoing or danger affecting any of our activities (a **whistleblowing concern**) you should report it under this policy.

3.3 This policy should not be used for complaints relating to your own personal circumstances, such as the way you have been treated at work. In those cases you should use the Grievance Procedure as set out in the Staff Handbook.

3.4 If you are uncertain whether something is within the scope of this policy you should seek advice from the Company Secretary, whose contact details are at the end of this policy.

#### 4. RAISING A WHISTLEBLOWING CONCERN

4.1 We hope that in many cases you will be able to raise any concerns with your line manager or the Head of HR. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively. In some cases they may refer the matter to the Company Secretary.

4.2 However, where the matter is more serious, or you feel that your line manager or the Head of HR has not addressed your concern, or you prefer not to raise it with them for any reason, you should contact one of the following:

- (a) the Company Secretary;
- (b) the Group CEO;
- (c) the Group CFO; or
- (d) the Chair of the Audit Committee.

Contact details are set out at the end of this policy.

4.3 We will arrange a meeting with you as soon as possible to discuss your concern. You may bring a colleague or union representative to any meetings under this policy. Your companion must respect the confidentiality of your disclosure and any subsequent investigation.

4.4 We will take down a written summary of your concern and provide you with a copy after the meeting. We will also aim to give you an indication of how we propose to deal with the matter.

#### 5. CONFIDENTIALITY

5.1 We hope that staff will feel able to voice whistleblowing concerns openly under this policy. However, if you want to raise your concern confidentially, we will make every effort to keep your identity secret. If it is necessary for anyone investigating your concern to know your identity, we will discuss this with you.

Zotefoams plc		
COMPANY SECRETARY	Doc Ref	HR035
WHISTLEBLOWING POLICY	Issue	2
ISO 9001:2015	Rev	5

- 5.2 We do not encourage staff to make disclosures anonymously. Proper investigation may be more difficult or impossible if we cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible and that the making of such a disclosure is in the public interest. Whistleblowers who are concerned about possible reprisals if their identity is revealed should come forward to the Company Secretary or one of the other contact points listed in paragraph 4 and appropriate measures can then be taken to preserve confidentiality. If you are in any doubt you can seek advice from Public Concern at Work, the independent whistleblowing charity, who offer a confidential helpline. Their contact details are at the end of this policy.

## 6. EXTERNAL DISCLOSURES

- 6.1 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.
- 6.2 The law recognises that in some circumstances it may be appropriate for you to report your concerns to an external body such as a regulator. 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, Public Concern at Work, operates a confidential helpline. They also have a list of prescribed regulators for reporting certain types of concern. Their contact details are at the end of this policy.
- 6.3 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, service provider, distributor or agent. The law allows you, if it is in the public interest, to raise a concern with a third party, where you reasonably believe it relates mainly to their actions or something that is legally their responsibility. However, we encourage you to report such concerns internally first. You should contact your line manager or the Head of HR or one of the other individuals set out in paragraph 4 for guidance.

## 7. INVESTIGATION AND OUTCOME

- 7.1 Once you have raised a concern, we will carry out an initial assessment to determine the scope of any investigation. We will inform you of the outcome of our assessment. You may be required to attend additional meetings in order to provide further information.
- 7.2 In some cases we may appoint an investigator or team of investigators including staff with relevant experience of investigations or specialist knowledge of the subject matter. The investigator(s) may make recommendations for change to enable us to minimise the risk of future wrongdoing.
- 7.3 We will aim to keep you informed of the progress of the investigation and its likely timescale. 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.
- 7.4 The aim of this policy is to protect the whistleblower. However, if we conclude that a whistleblower has made false allegations maliciously or with a view to personal gain, the whistleblower will be subject to disciplinary process.

## 8. IF YOU ARE NOT SATISFIED

Zotefoams plc		
COMPANY SECRETARY	Doc Ref	HR035
WHISTLEBLOWING POLICY	Issue	2
ISO 9001:2015	Rev	5

- 8.1 While we cannot always guarantee the outcome you are seeking, we will try to deal with your concern fairly and in an appropriate way. By using this policy you can help us to achieve this.
- 8.2 If you are not happy with the way in which your concern has been handled, you can raise it with one of the other key contacts in paragraph 4 or alternatively the Chair of the Audit Committee, the Company Chair or our external auditor within a week of being notified of the outcome of our investigation. Contact details are set out at the end of this policy.

## **9. PROTECTION AND SUPPORT FOR WHISTLEBLOWERS**

- 9.1 It is understandable that whistleblowers are sometimes worried about possible repercussions. We aim to encourage openness and will support staff who raise genuine concerns which are raised in the public interest under this policy, even if they turn out to be mistaken.
- 9.2 Staff must not suffer any detrimental treatment as a result of raising a concern in the public interest. Detrimental treatment includes dismissal, disciplinary action, threats, bullying from colleagues, or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Company Secretary immediately. If the matter is not remedied, you should raise it formally using our Grievance Procedure as set out in the Staff Handbook.
- 9.3 Staff must not threaten or retaliate against whistle blowers in any way. Anyone involved in such conduct will be subject to the disciplinary process.

## **10. RESPONSIBILITY FOR THE SUCCESS OF THIS POLICY**

- 10.1 The Audit Committee has overall responsibility for this policy, and for reviewing the effectiveness of actions taken in response to concerns raised under this policy.
- 10.2 The Company Secretary has day-to-day operational responsibility for this policy and must ensure that all managers and other staff who may deal with concerns or investigations under this policy receive regular and appropriate training.
- 10.3 The Company Secretary, in conjunction with the Audit Committee should review this policy from a legal and operational perspective.
- 10.4 All staff are responsible for the success of this policy and should ensure that they use it to disclose any suspected danger or wrongdoing. Staff are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Company Secretary.

Reviewed by the Board on 4 November 2019

## **APPENDIX**

Approved: BOARD	Page: 4 of 5	Date: MAR 2022
This document in paper form is not controlled		

Zotefoams plc		
COMPANY SECRETARY	Doc Ref	HR035
WHISTLEBLOWING POLICY	Issue	2
ISO 9001:2015	Rev	5

<b>Company Secretary</b>	Lydia Harratt +44 (0) 20 8664 1660 <a href="mailto:lh@zotefoams.com">lh@zotefoams.com</a>
<b>Group CEO</b>	David Stirling +44 (0) 20 8664 1608 <a href="mailto:dbs@zotefoams.com">dbs@zotefoams.com</a>
<b>Group CFO</b>	Gary McGrath +44 (0) 20 8664 1653 <a href="mailto:gcm@zotefoams.com">gcm@zotefoams.com</a>
<b>Head of HR</b>	Hannah di Nardo +44 (0) 20 8664 1679 <a href="mailto:hdn@zotefoams.com">hdn@zotefoams.com</a>
<b>Chair of the Audit Committee</b>	Douglas Robertson +44 (0) 7776 144492 <a href="mailto:dgr@zotefoams.com">dgr@zotefoams.com</a>
<b>Chairman</b>	Steve Good +44 (0) 7717 546106 <a href="mailto:spg@zotefoams.com">spg@zotefoams.com</a>
<b>External auditor</b>	Joseph Archer Mark Link PKF Littlejohn LLP +44 (0) 20 7516 2495
<b>Protect</b> (Independent whistleblowing charity)	Helpline: +44 (0) 20 3117 2520 E-mail: <a href="mailto:whistle@protect-advice.org.uk">whistle@protect-advice.org.uk</a> Website: <a href="http://www.protect-advice.org.uk">http://www.protect-advice.org.uk</a>