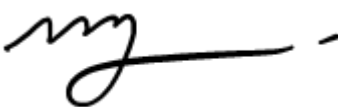


Apprentify Group Limited

Whistleblowing Policy

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Purpose

Apprentify Group Limited (the Organisation) is committed to the highest standards of openness, integrity and accountability. The purpose of this policy is to provide a clear process for raising concerns about wrongdoing in connection with the Organisation's activities, and to ensure that those who raise genuine concerns in the public interest are treated fairly and protected from detrimental treatment.

This policy is intended to support early reporting and appropriate investigation of concerns so that issues can be addressed promptly, risks can be managed effectively, and confidence can be maintained in the Organisation's culture and governance arrangements.

This policy is intended to align with the protections available under the Public Interest Disclosure Act 1998 and the wider whistleblowing framework referenced in current UK employer guidance.

Scope

This policy applies to workers who raise concerns in relation to Apprentify Group Limited and its subsidiaries. For the purposes of this policy, this includes employees and may also include other individuals working for or on behalf of the Organisation where appropriate, such as workers, apprentices, agency workers, trainees and others who may be protected under whistleblowing legislation.

Any reference in this policy to the Organisation means Apprentify Group Limited and its subsidiaries.

What is Whistleblowing

Whistleblowing is the disclosure of information by a worker who reasonably believes that the disclosure is in the public interest and tends to show that wrongdoing has occurred, is occurring, or is likely to occur.

A whistleblowing concern is different from a personal grievance. Whistleblowing is about wrongdoing that affects others, the Organisation, learners, customers, the public, or the wider public interest. Personal employment concerns that relate only to an individual's own circumstances should normally be raised under the Grievance Policy unless they also amount to a protected disclosure.

Qualifying Concerns

A qualifying disclosure may relate to one or more of the following:

- a criminal offence;
- a breach of a legal obligation;
- a miscarriage of justice;
- a danger to the health or safety of any person;
- damage to the environment;
- sexual harassment;
- the deliberate concealment of information tending to show any of the above.

These concerns may relate to matters in the past, present or future.

Examples may include fraud, bribery, safeguarding failures, serious health and safety breaches, unlawful conduct, serious misconduct, failures in regulatory compliance, modern slavery concerns, or deliberate attempts to suppress information about such matters.

The Organisation will take all such concerns seriously.

Matters Outside this Policy

This policy is not intended to be used for routine employment matters, personal complaints, or day-to-day management issues that do not involve a public interest concern. Matters such as pay, terms and conditions, working relationships, performance concerns or other personal employment issues should normally be raised under the relevant internal policy, such as the Grievance Policy.

Where a concern is raised under this policy but is considered more appropriately dealt with under another policy or procedure, the Organisation will explain this and direct the matter to the appropriate process.

Principles

The Organisation is committed to the following principles in handling whistleblowing concerns:

- concerns raised in good faith will be taken seriously;

- individuals who raise concerns will not be subjected to detrimental treatment because they have done so;
- concerns will be handled as confidentially as possible;
- matters will be assessed fairly, promptly and proportionately;
- the Organisation will not tolerate retaliation, victimisation, bullying or harassment of any person who raises or supports a whistleblowing concern;
- concerns will be considered on their merits, even where they are difficult, sensitive or involve senior individuals.

Raising a Concern

In the first instance, a concern should usually be raised internally so that the Organisation has an opportunity to address it.

A concern may be raised with the HR Department. Where the concern relates to or involves the HR Department, it should be raised with the Chief Executive Officer. Where the concern relates to the Chief Executive Officer, it should be raised with the Chair of the Board.

Concerns may be raised verbally or in writing. Individuals are encouraged to provide as much relevant information as possible, including the nature of the concern, the background and history, the names of any individuals involved, any dates or locations that are known, and whether there is any supporting information or evidence. A verbal concern may be documented in writing and the individual may be asked to confirm that the record is accurate.

A worker does not need to prove the wrongdoing before raising a concern. It is sufficient that they reasonably believe the concern is true and in the public interest. Current UK employer guidance also states that workers do not need to provide evidence before an employer decides whether to investigate.

Confidentiality and Anonymous Reporting

The Organisation will handle whistleblowing concerns as confidentially as possible. Information will only be shared with those who need to know in order to assess, investigate or respond to the matter.

Anonymous concerns may be considered, but anonymity can make investigation more difficult and may limit the Organisation's ability to seek clarification or provide feedback. Individuals are therefore encouraged, where possible, to identify themselves when raising a concern.

Nothing in this policy prevents a worker from seeking confidential advice from an appropriate adviser before making a disclosure.

External Disclosures

The Organisation encourages internal reporting wherever appropriate. However, workers may have the right to make a disclosure to an appropriate external body or prescribed person in line with the applicable legal framework.

Where an individual chooses to raise a concern externally, they should ensure that the concern is directed to the appropriate regulator, authority or prescribed person for the issue concerned. The current UK list of prescribed people and bodies is published by GOV.UK.

A disclosure to an external body should be made carefully and responsibly. Workers may wish to seek independent advice before doing so.

How Concerns Will Be Handled

Once a concern is received, the Organisation will carry out an initial assessment to determine the nature of the issue, whether it falls within this policy, and what next steps are appropriate.

Where appropriate, the individual who raised the concern will be invited to an initial meeting to explain the matter in more detail and identify any supporting evidence or witnesses. The purpose of this meeting is to understand the concern fully and determine the appropriate course of action.

Following initial assessment, the Organisation may decide to:

- undertake an internal investigation;
- refer the matter to another internal procedure;
- refer the matter to an external authority or regulator;
- take immediate protective action where necessary;
- decide that no further action is required, with reasons recorded.

The Organisation will aim to handle concerns promptly. Where practicable, an initial meeting will usually be arranged within two weeks of receipt, and investigations will usually be completed within four weeks of receipt. If this is not reasonably possible, the individual who raised the concern will be updated on revised timescales where appropriate.

The Organisation will keep appropriate records of the concern, the assessment carried out, any investigation steps taken, and the outcome reached. Current GOV.UK Whistleblowing guidance for employers recommends documenting the process taken and keeping the worker updated where appropriate.

Investigation and Outcome

Investigations will be conducted fairly, proportionately and by an appropriate person who is suitably independent of the matters raised, wherever possible.

The Organisation will consider the information available, gather relevant evidence, and speak with relevant individuals where appropriate. At the conclusion of the process, the Organisation will determine whether the concern is substantiated, partially substantiated, unsubstantiated, or more appropriately dealt with through another route.

The individual who raised the concern will normally be informed that the matter has been considered and, where appropriate, will receive feedback on the outcome. In some cases, the detail that can be shared may be limited by confidentiality, legal obligations or the rights of others.

If the individual is dissatisfied with the handling or outcome of the matter, they may raise this with the HR Director, the Chief Executive Officer, the Chair of the Board, or an appropriate external body.

Protection Against Detrimental Treatment

Any worker who raises a concern under this policy in good faith, and with a reasonable belief that it is in the public interest, must not be subjected to detrimental treatment because of doing so.

Detrimental treatment may include dismissal, disciplinary action, bullying, harassment, exclusion, loss of opportunity, reduction in work, damage to reputation, or any other adverse treatment linked to the disclosure.

The Organisation will treat retaliation, victimisation, bullying or harassment of a whistleblower as a serious matter. Any individual found to have subjected another person to such treatment may be subject to disciplinary action.

Current UK guidance states that workers are protected from detriment and, if they are employees, from unfair dismissal where legal conditions are met.

Knowingly False or Malicious Allegations

The Organisation encourages the raising of genuine concerns. If a concern is raised honestly and in the reasonable belief that it is true, the individual will not be penalised simply because the concern is not substantiated.

However, if an individual knowingly makes a false allegation, acts maliciously, or deliberately provides false information, this may be dealt with under the Organisation's disciplinary procedures.

Formal Action

Where a concern is substantiated, the Organisation may take such action as is appropriate in the circumstances. This may include disciplinary action, changes to process or controls, referral to an external authority, contractual action, safeguarding action, or other remedial measures.

Any action taken will be in accordance with the relevant internal policy or procedure and will be fair and reasonable in the circumstances.

Roles and Responsibilities

The Board of Directors has overall oversight of the Organisation's whistleblowing arrangements.

The HR Director is the policy owner and is responsible for maintaining and reviewing this policy and supporting its effective implementation.

Managers and those receiving disclosures are responsible for handling concerns appropriately, maintaining confidentiality, escalating matters where necessary, and ensuring that no individual suffers retaliation for raising a concern.

All workers are expected to raise genuine concerns promptly and to cooperate appropriately with any assessment or investigation.

Related Policies and Procedures

This policy should be read alongside other relevant organisational documents, including as appropriate:

- Grievance Policy;
- Disciplinary Policy;
- Safeguarding Policy;
- Modern Slavery Policy;
- Safer Recruitment Policy;
- Data Protection and confidentiality-related policies.

Review

This policy will be reviewed at least annually, or sooner where there is a change in law, guidance, organisational structure or operational need.