

Whistleblowing Policy and Procedure

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1. What is Whistleblowing

In this policy, 'Whistleblowing' means the reporting of suspected misconduct, illegal acts or failure to act within the interests of the Watkin Jones Group ('the Company' or 'the Group' which incorporates Watkin Jones and Son Ltd, Fresh Property Group Limited and all other subsidiaries within the Group).

Colleagues are often the first to realise that there may be something seriously wrong within the Company. 'Whistleblowing' is viewed by the Company as a positive act that can make a valuable contribution to the Group's efficiency and long-term success. It is not disloyal of colleagues to speak up.

The Group is committed to achieving the highest possible standards in all its practices and expects all colleagues working for or on behalf of the Group to act in line with Company values and standards or practice. To help achieve and maintain these standards it encourages colleagues to speak up on matters of wrongdoing.

If you are considering raising a concern, you should read this policy first. It explains:

- the type of issues that can be raised
- how the person raising a concern will be protected
- how to raise a concern, and what the Company will do

1.1 Policy Overview

Maintaining the highest reputation and standards of integrity is vital to the success of any business. Damage to reputation caused by association with illegal or improper practices can adversely affect both the business and those working within it. For this reason, Watkin Jones takes any workplace malpractice very seriously and is committed to ensuring that it is identified and removed at the earliest opportunity.

2. What is the aim of the Policy and when does it apply?

2.1 Aims of the Policy

The policy is designed to encourage you to raise your concerns about wrongdoing or malpractice and to be able to do so confidently. It is also intended to encourage and enable you to raise serious concerns within the Company rather than ignoring a problem or having to raise your concerns outside of the Group.

This policy aims to:

- encourage you to raise serious concerns at the earliest opportunity and to question and act upon concerns you may have with working practices.
- provide avenues for you to raise those concerns and receive feedback on any action taken.
- reassure you that you will be protected from possible reprisals or victimisation if you have made any disclosure in good faith.

2.2 Scope of this Policy

The Whistleblowing Policy is not to be confused with grievance procedures, which should be followed should you have a concern relating to your own treatment as a colleague. Please refer to the Grievance Policy for further information. Personal grievances are not covered under the Whistleblowing Policy unless your concern is in the public interest.

2.3 Who can raise a concern under this policy?

The policy applies to all:

- colleagues of the Group
- colleagues of contractors working for the Group, for example, agency staff
- colleagues of suppliers
- those providing services under a contract or other agreement with the Group

2.4 What should be reported?

Any serious concerns that you have about work conducted by a colleague of the Group and others acting on behalf of the Group that:

- make you feel uncomfortable in terms of known standards
- are not in keeping with the Group's standards, procedures or policies
- fall below established standards of practice; or are improper behaviour

These might relate to:

- A criminal offence
- A miscarriage of justice
- An act creating risk to health and safety
- An act causing damage to the environment
- Failure to comply with any legal or professional obligation or regulatory requirements
- A breach of any other legal obligation
- Fraud
- Negligence
- Breach of our internal policies and procedures
- Conduct likely to damage our reputation.
- Unauthorised disclosure of confidential information
- Bribery or corruption
- The deliberate concealment of any of the above

In all cases that is being, has been, or is likely to be, committed. This list is not exhaustive.

3. Protecting the Whistleblower

3.1 Legal Rights

This policy has been written to take account of the Public Interest Disclosure Act 1998 which protects workers making disclosures about certain matters of concern, when those disclosures are made in accordance with the Act's provisions and in the public interest. This legislation provides protection for workers who raise legitimate concerns about specified matters. These are called "qualifying disclosures". A qualifying disclosure is one made in the public interest by a worker.

The Act makes it unlawful for the Company to dismiss anyone or allow them to be victimised on the basis that they have made an appropriate lawful disclosure in accordance with the Act. A case might arise where it is the colleague that has participated in the action causing concern. In such a case, it is in the colleague's interest to raise the matter as soon as possible. The Company cannot promise not to act against such a colleague, but the fact that they came forward may be considered.

3.2 Harassment or Victimisation of a Whistleblower

The Company is committed to good practice and high standards and to being supportive of you as a colleague and will treat harassment or victimisation of a whistleblower as a disciplinary offence which will be dealt with under the disciplinary rules and procedure. Please refer to the Disciplinary Policy.

3.3 Support for a Whistleblower

Throughout this process:

- you will be given full support from senior management.
- your concerns will be taken seriously
- the Company will do all it can to help you throughout the investigation
- the Company will continue to monitor the situation following the conclusion of a whistleblowing case including to ensure there is no retaliation towards the whistleblower

For those who are not employees of the Group, the Company will endeavour to provide appropriate advice and support wherever possible.

3.4 Confidentiality

All concerns will be treated in the utmost confidence, and every effort will be made not to reveal your identity if that is your wish. You must advise at the time you raise a concern or advise the investigating manager straight away if you don't want anyone else to know you have raised a concern.

If disciplinary or other proceedings follow the investigation, it may not be possible to act on your disclosure without your help, so you may be asked to come forward as a witness. If you agree to this, you will be offered advice and support.

3.5 Anonymous Whistleblowing

This policy encourages you to put your name to your allegation whenever possible so that we can complete a thorough investigation. If we receive an anonymous concern, we will investigate concerns raised as much as practically possible with the information provided but may not be able to proceed in full if we do not have all the information required. With anonymity, it is more difficult for the discloser to qualify for protection. We are also unable to provide any feedback to the whistle blower should any actions be taken.

3.6 Unfounded Allegations

If an allegation is made by a whistleblower without reasonable belief that it is in the public interest, disciplinary action may be taken. No disciplinary or formal action will be taken against a whistleblower who makes an allegation in the reasonable belief that it is in the public interest to do so even if the allegation is not substantiated by an investigation.

4. Raising a Concern

We want you to raise a genuine concern about safety, malpractice, or negligence as soon as you are aware to enable the Company to put things right. It can be raised about something which has happened, is happening now or will happen in the future.

Raising a concern early can prevent minor issues becoming serious ones and so protect the public from harm and improve corporate standards.

Ignoring concerns over unlawful practices in the workplace or allowing a culture of fear about raising such concerns can have a negative impact on employee engagement and the reputation of the business.

4.1 Process

There are several routes to raise a concern.

- **With your manager:** In the first instance you should normally raise concerns with your line manager, unless you reasonably believe your line manager to be involved in the wrongdoing, then it would be your manager's manager.
- **External independent route:** You may raise via our independent portal with Navex Global. You can do this via telephone or in writing. The earlier you express your concern the easier it is for the Company to act. You will need to provide the following information:
 - the nature of your concern and why you believe it to be true,
 - the background and history of the concern (giving relevant dates)

Navex Global can be contacted on: Tel: 0800 086 9942

Web: www.watkinjones.ethicspoint.com

- **Via internal whistleblowing email:** you can send an email to whistleblowing@watkinjones.com
- **To the executive team:** If you believe the wrongdoing involves several managers, this concern can be raised with a member of the Executive Team or the Chief Executive
- **To the Chairman:** If, exceptionally, the concern is about the Chief Executive or a member of the Executive team, your concern should be raised with the Chairman of the Company who will decide how the investigation will proceed. This may include external investigation

5. Receiving a Whistleblowing Concern

On receipt of a whistleblowing concern raised either internally or externally, the Company will respond to concerns as quickly as possible. All whistleblowing concerns are reviewed by the Chief Finance Officer and Group HR Director, who will review and triage the concern assigning to the most appropriate person to investigate.

5.1 Investigating Whistleblowing Concerns

Where appropriate, the matters raised may:

- be investigated by management, or through the disciplinary or grievance process
- be referred to the police
- be referred to the Audit Committee

- form the subject of an independent inquiry

Within ten working days of a whistleblowing concern being raised, the person investigating your concern will write to you.

6. Outcome and appeal process

The outcome of the whistleblowing will be shared with individuals who raise the concern once the matter is concluded.

For internal matters, a colleague may appeal a decision made following the outcome of a whistleblowing concern. Appeals must be lodged in writing to email via whistleblowing@watkinjones.com within 5 working days of the date of the letter confirming the outcome. The appeal timeframe may be extended in exceptional circumstances.

The written appeal must include the grounds of the appeal together with copies of any documents / information / evidence that will be referenced including any witnesses that they plan to call to the meeting. Appeals will be heard within 10 working days of receipt of the written appeal and will be chaired by a manager, either at the same or a more senior level than the manager who investigated the whistleblowing concern. Where possible all appeal panels will include representative from the HR Team.

7. External Bodies

This policy is intended to provide you with an avenue to raise whistleblowing concerns. The Company will take the appropriate action and hopes you will be satisfied with any action taken. If not, and you feel it is right to take the matter outside the Company, after exhausting internal processes including the appeals process, you may want to contact the following:

- HM Revenue & Customs
- the Financial Conduct Authority (formerly the Financial Services Authority)
- the Competition and Markets Authority
- the Health and Safety Executive
- the Environment Agency

- the Independent Office for Police Conduct
- the Serious Fraud Office
- Joint Competent Authority (JCA)

If you raise concerns outside the Company, you should ensure that it is to one of these prescribed organisations. A public disclosure to anyone else could take you outside the protection of the Public Interest Disclosure Act and of this policy.

8. Review of the Policy

The Group HR Director and the Audit Committee will review this Policy annually.

9. Corporate Recording and Monitoring

Navex Global is accessible by the Chief Finance Officer and Group HR Director who review, triage and assign a whistleblowing concern. All whistleblowing cases are stored in a confidential system. The Group HR Director will produce periodic reports to the Audit Committee. The reports will include a summary of the concerns raised, to which department they are related, actions being taken and any lessons learned. The report will not include any employee names.

The aim of this is to:

- Ensure that the Company and/or the relevant department learns from mistakes and does not repeat them, and
- Ensure consistency of approach across the departments
- Improve ways of working by reviewing policies, procedures, processes, and systems making any necessary updates and amendments

We will continue to monitor the situation following the conclusion of a whistleblowing case including ensuring there is no retaliation towards the whistleblower.

10. Whistleblowing Training

All colleague's receive Business Compliance Essentials Training during their induction to the business which includes whistleblowing training. This mandatory course covers:

- a basic understanding of financial legislation and GDPR
- the warning signs of modern slavery, fraud, bribery and money laundering

- how to identify, respond to and report suspicious activity
- how to strengthen data security
- an understanding of your organisation's environmental responsibilities
- the part you play in keeping your organisation compliant with legislation

This mandatory training is also required to be completed by all colleagues every **two years**. In addition to this, there is a standalone Whistleblowing e-learning session available in the Fresh and Watkin Jones University.

11. Other Relevant Policies

- Anti-Bribery & Corruption Policy
- Anti-Slavery & Human Trafficking Policy
- Environmental Policy
- Health & Safety Policy
- Waste Management Policy
- Privacy Policy
- Supply Chain Policy