

## **WHISTLEBLOWING POLICY**

This Policy must be put on all employee Noticeboards in each business location.

**Date of issue: 5 April 2022**  
**Reviewed on: 1 November 2022**

**1. PURPOSE AND SCOPE**

- 1.1 All organisations have the risk of things going wrong or of unknowingly harbouring wrongdoing. Examples of wrongdoing are; financial malpractice (including bribery and corruption), breaches of appropriate and agreed Company policies and procedures, departures from statutory or other requirements for good management of the business and/or actions to conceal any of the above. Diploma PLC (and its subsidiary companies, together "Diploma" or the "Diploma Group") believes that its employees have the duty to identify such situations and take appropriate measures to remedy them.
- 1.2 By encouraging a culture of openness, Diploma wants to encourage you to raise issues which concern you at work. You may be worried that by reporting such issues you will be opening yourself up to victimisation or detriment, or risking your job security. We want to reassure you on this. All employees and contract staff now enjoy statutory protection if they raise concerns in the right way.
- 1.3 **This Policy is designed to give you that opportunity and protection, provided you are acting in good faith, it does not matter if you are mistaken.**
- 1.4 If there is anything which you think Diploma should know about, please use the procedure outlined in this Policy. By knowing about malpractice at an early stage, Diploma stands a good chance of taking necessary steps to safeguard the interests of the Group and its employees. In short, please do not hesitate to "blow the whistle" on wrongdoing or irregularities.
- 1.5 This Policy is not a company Grievance Procedure. If you have a complaint about your own personal circumstances, then you should use the normal Grievance Procedure. This Policy for Whistleblowing (Reporting Irregularities) is for use if you have concerns about wrongdoing within your organisation in Diploma and applies to all jurisdictions and geographies in which Diploma has operations.

**2. POLICY**

**2.1 Our Guarantee**

The Diploma Board of Directors is committed to this Policy and this Policy is applied worldwide. If you use this Policy to raise a concern in good faith, Diploma gives you its assurance that you will not suffer any form of retribution, victimisation or detriment.

- 2.2 If you show that you have been subjected to retribution, victimisation or detriment because of using this Policy, disciplinary action will be taken against the perpetrator(s).
- 2.3 Diploma will treat your concerns seriously and act according to this Policy. You will not be asked to prove anything. If you ask for a matter to be treated in confidence, we will respect your request and only make disclosures with your consent. You will normally be given

feedback on any investigation and we will be sensitive to any concerns you may have as a result of any steps taken under this procedure.

**2.4 How to raise your concern internally**

**2.4.1 Tell your Managing Director/President**

If you are concerned about any form of wrongdoing you should normally raise the issue with your appropriate Managing Director/President. There is no special procedure for doing this. You can tell that person about the problem or put it in writing if you prefer. That person will then inform Diploma Head Office.

**2.4.2 If you feel unable to tell your Managing Director/President**

If you feel you cannot tell your appropriate Director for whatever reason, please raise the issue preferably in writing with Johnny Thomson, Chief Executive or with Chris Davies, Chief Finance Officer:

Johnny Thomson	Chris Davies
Chief Executive Officer	Chief Finance Officer
10-11 Charterhouse Square, London EC1M 6EE United Kingdom	10-11 Charterhouse Square, London EC1M 6EE United Kingdom
Tel: +44 (0)20 7549 5700 Johnny.Thomson@diplomapl.com	Tel: +44 (0)20 7549 5700 Chris.Davies@diplomapl.com

**2.4.3 If you feel unable to tell either of the above persons or if you still have concerns after raising them previously**

If you feel unable for whatever reason to contact your appropriate Managing Director/President or the Chief Executive/Chief Finance Officer, or you have raised your concerns but you still have cause for concern, you should raise the matter with Anne Thorburn.

Anne Thorburn is the Senior Independent member of the Board and is Chair of the Audit Committee whose responsibilities include a duty to shareholders to maintain the integrity of the Group.

You may contact Anne Thorburn by email:

E-mail: [whistleblowing@diplomapl.com](mailto:whistleblowing@diplomapl.com)

This email address is accessible only by Anne Thorburn.

**2.4.4 Confidential Hotline**

If you prefer, you may call the telephone hotline which is confidential and is provided by Safecall, an independent third-party respected organisation.

Safecall provides a 24-hours a day, 7 days a week service via a Freephone number (see list on following page for applicable

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international Freephone numbers). When contacting Safecall you will be put through to an operator who is trained to receive your report about concerns in the workplace that you feel cannot be addressed in any other way (having considered telling your Managing Director or any of the individuals named in paragraphs 2.4.2 or 2.4.3 above).

Your call will not be tape recorded and calls received by Safecall will be treated confidentially and should you wish, Safecall will guarantee your anonymity.

Safecall may also be contacted via email: [diploma@safecall.co.uk](mailto:diploma@safecall.co.uk) or via the internet: [www.safecall.co.uk/report](http://www.safecall.co.uk/report) (select the appropriate country flag).

Australia	0011 800 7233 2255
Austria	00800 7233 2255
Canada	1877 59 98073
China	China Unicom/Netcom 10800 7440 605
China	China Telecom 10800 4400 682
Denmark	00 800 7233 2255
France	00 800 72332255
Germany	00 800 7233 2255
Ireland	1800 812740
Netherlands	00 800 7233 2255
New Caledonia	+44 191 516 7754 (Safecall to call back)
New Zealand	00 800 7233 2255
Sweden	0850 252 122
Switzerland	00 800 7233 2255
United Kingdom	0800 915 1571
United States	1 866 901 3295

**3. HOW DIPLOMA WILL RESPOND**

- 3.1 After you have raised your concerns, the person to whom the allegation has been reported will make a record of its receipt. If you use the telephone hotline, then your report will be communicated on a confidential basis to the Group Company Secretary for action.
- 3.2 Diploma will then decide how to respond in a responsible and appropriate manner. Usually this will involve making internal enquiries first, but it may be necessary to carry out an investigation at a later stage which may be formal or informal depending on the nature of the concern raised.
- 3.3 Anonymous allegations are not automatically disregarded, but given the safeguards which are in place for those making allegations under this Policy, anonymous allegations are usually less powerful than those from named individuals.
- 3.4 Where the investigation confirms that wrongdoing has occurred, appropriate disciplinary action will be taken and if appropriate, criminal proceedings may be instituted.
- 3.5 The objective of this Policy is to provide a process to encourage individuals to raise genuine concerns. It may be, however, that the complainant has him/herself been involved in wrongdoing. In such a situation, he/she would have to answer for his/her actions and should not expect immunity from disciplinary/criminal proceedings. In such circumstances, however, the fact that he/she raised the concern would normally be taken into account in mitigation.
- 3.6 Where it is found that an employee has abused the Whistleblowing Policy by making allegations which are not in good faith or has made a deliberately false or malicious allegation, he/she may be liable to disciplinary action which may result in dismissal.
- 3.7 The person in receipt of the allegation may consider that an investigation would be inappropriate for whatever reason. You will be informed of this decision and given the opportunity to remake the allegation to the Group Chair, David Lowden. This option will not apply where an allegation has been dismissed following an investigation.
- 3.8 As far as possible, we will keep you informed of the decisions taken and the outcome of any enquiries and investigation carried out. However, we will not be able to inform you of any matters which would infringe the duty of confidentiality which the Company owed to others. You are likewise required to keep confidential any information provided to you.

**4. RAISING YOUR CONCERN EXTERNALLY (EXCEPTIONAL CASES)**

- 4.1 The main purpose of this Policy is to give you the opportunity and protection you need to raise your concerns internally, via management or confidentially via the telephone hotline. Diploma would expect that in almost all cases, raising concerns internally would be the most appropriate action for you to take.
  
- 4.2 However, if for whatever reason you feel you cannot raise your concerns internally, you may consider raising your concern externally. We recommend that you obtain your own legal advice before following this course of action, since we believe it will be in your own interest to do so.

**Johnny Thomson**  
Chief Executive Officer

5 April 2022