

EMPLOYMENT POLICY

Whistleblowing

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1. Scope & Purpose

- 1.1. Whistleblowing is the disclosure of information by an employee or worker which relates to dangerous, fraud or other illegal or unethical conduct in the workplace. This policy exists to detail the procedures around Whistleblowing within the Lothian group.
- 1.2. It is important to the business that any fraud, misconduct or wrongdoing by employees, workers, contractors or officers of the company is duly reported and properly dealt with.
- 1.3. The company therefore encourages all individuals to raise any concerns that they may have about the conduct of others in the business.
- 1.4. This policy sets out the way in which individuals may raise any concerns that they have and how those concerns will be dealt with.
- 1.5. This policy applies to all colleagues working for any company in the Lothian Group.
- 1.6. This policy does not form part of your contract of employment and may be amended from time to time.
- 1.7. Other individuals performing functions in relation to the company, such as agency workers and contractors, are encouraged to use it.

2. Key Definitions and Abbreviations

2.1. The law provides protection for colleagues who raise legitimate concerns about specified matters. These are called "qualifying disclosures". A qualifying disclosure is one made in the public interest by a colleague who has a reasonable belief that:

- a criminal offence;
- a miscarriage of justice;
- an act creating risk to health and safety;
- an act causing damage to the environment;
- a breach of any other legal obligation; or
- concealment of any of the above,
is being, has been, or is likely to be, committed.

2.2. The company encourages colleagues to raise their concerns under this procedure, within one of the "qualifying disclosures" above in the first instance. If a colleague is not sure whether or not to raise a concern, he/she should discuss the issue with his/her line manager or the HR department.

2.3. A colleague who makes such a protected disclosure has the right not to be dismissed, subjected to any other detriment, or victimised, because he/she has made a disclosure.

3. Terms

3.1. Whistle-blower

Employees who “blow the whistle” on bad practice are protected from being subjected to any detriment or unfairly dismissed as a result.

3.2. DWO

The Head of HR will have overall responsibility for the Company’s policy on whistleblowing and will be referred to as the Designated Whistleblowing Officer (DWO).

4. Procedure

4.1. Principles

- It is not necessary for the colleague to have proof that such an act is being, has been, or is likely to be, committed - a reasonable belief is sufficient. The colleague has no responsibility for investigating the matter - it is the company's responsibility to ensure that an investigation takes place.
- Everyone should be aware of the importance of preventing and eliminating wrongdoing at work. Colleagues should be watchful for illegal or unethical conduct and report anything of that nature that they become aware of.
- Any matter raised under this procedure will be investigated thoroughly, promptly and confidentially.

- No colleague will be victimised for raising a matter under this procedure. This means that the continued employment and opportunities for future promotion or training of the colleague will not be prejudiced because he/she has raised a legitimate concern.
- Victimisation of a colleague for raising a qualified disclosure will be a disciplinary offence.
- If misconduct is discovered as a result of any investigation under this procedure the company's disciplinary procedure will be used, in addition to any appropriate external measures.
- Maliciously making a false allegation is a disciplinary offence.
- An instruction to cover up wrongdoing is itself a disciplinary offence. If told not to raise or pursue any concern, even by a person in authority such as a manager, colleagues should not agree to remain silent. They should report the matter to the Head of HR.

4.2. **How to make a Disclosure:**

- The colleague should raise concerns in writing, providing specific examples of the alleged malpractice. The colleague should state that they are using this policy.
- The colleague should reveal their identity, bearing in mind that the Company will take measures to preserve confidentiality where possible (see the confidentiality section below).

4.3. This procedure is for disclosures about matters other than a breach of a colleague's own contract of employment. If a colleague is concerned that his/her own contract has been, or is likely to be, broken, he/she should use the company's separate grievance procedure.

5. **Procedural Stages**

- 1) In the first instance, and unless the colleague reasonably believes his/her line manager to be involved in the wrongdoing, or if for any other reason the colleague does not wish to approach his/her line manager, any concerns should be raised with the colleague's line manager. If he/she believes the line manager to be involved, then the colleague should proceed straight to stage 3.
- 2) The line manager will arrange an investigation into the matter. The investigation may involve the colleague and other individuals involved giving a written statement. Any investigation will be carried out in accordance with the principles set out above. The colleague's statement will be taken into account, and he/she will be asked to comment

on any additional evidence obtained. The investigating officer will then report their findings, which will take any necessary action, including reporting the matter to any appropriate government department or regulatory agency. If disciplinary action is required, the investigating officer will report the matter and start the disciplinary procedure.

- 3) If the colleague is concerned that his/her line manager is involved in the wrongdoing, or there has been a failure to make a proper investigation or report this, he/she should inform the Head of HR, who is the company's DWO, who will arrange for another manager to review the investigation carried out, make any necessary enquiries and make his/her own report as in stage 2 above. If for any other reason the colleague does not wish to approach his/her line manager, he/she should also in the first instance contact the Head of HR. Any approach to the Head of HR will be treated with the strictest confidence and if possible, the colleague's identity will not be disclosed without his/her prior consent. The DWO may be contacted on: DWO@lothianbuses.co.uk
- 4) If the colleague is concerned that the Head of HR is involved in the wrongdoing, then a Non-Executive Director should be contacted in the first instance on EDDWO@lothianbuses.co.uk

If the colleague has any questions about the content or application of this policy, they should contact the DWO.

6. Confidentiality

- 6.1. If a colleague makes a disclosure under this policy, the Company will make every effort to keep the colleague's identity confidential, at least until any formal investigation is under way. There may, however, be circumstances in which, because of the nature of the investigation or disclosure, it will be necessary to disclose the colleague's identity. Proper investigation may prove impossible if the investigator cannot obtain further information from the colleague or give the colleague feedback. The Company will discuss this with the colleague.
- 6.2. In order not to jeopardise the investigation, the colleague will be expected to keep the fact that they have raised a concern, the nature of the concern and the identity of those involved confidential.

7. Protection and Support for Whistleblowers

- 7.1. Colleagues who raise genuinely-held concerns under this policy will not be dismissed or subjected to any detriment as a result. If a colleague believes that they are being subjected to a detriment within the workplace as a result of raising concerns under this procedure (whether by the Company or by a colleague), the worker should inform the DWO immediately.
- 7.2. Colleagues who victimise or retaliate against those who have raised concerns under this policy may be subject to disciplinary action under our Disciplinary Policy. In serious cases, this may be treated as gross misconduct leading to dismissal without notice.

- 7.3. If an investigation under this procedure concludes that a disclosure has been made maliciously, vexatiously or with a view to personal gain, you may be subject to disciplinary action under our Disciplinary Policy. In serious cases, this may be treated as gross misconduct leading to dismissal without notice.
- 7.4. If you choose to make a disclosure without following this procedure you may not receive the protection outlined in this section.

8. Corrective Action and Compliance

- 8.1. As part of the investigation into disclosures made under this policy, recommendations for change will be invited from the investigative team to enable the Company to minimise the risk of the recurrence of any malpractice or impropriety which has been uncovered.
- 8.2. The Executive Directors will be responsible for reviewing and implementing these recommendations in the future following agreement with the Audit & Risk Committee.

9. Assurance

- 9.1. Compliance with this Procedure will be measured by the Board, with the Audit & Risk Committee having delegated authority to monitor and ensure compliance with this policy.

10. Version Control

Version No.	Date of Change	Change made by:	Key Amendments
V1.0	08/02/2016		Published
V1.1	04/03/2017		Various amendments and updates
V1.2	23/01/2018		Amendments to DWO
V1.3	28/03/2018		Amendments to include EDDWO
V2.0	Reviewed June 2023	Audit & Risk Committee	No Changes
V3.0	Reviewed June 2024	Audit & Risk Committee	Head of People changed to Head of HR
V4.0	Reviewed June 2025	Audit & Risk Committee	Minor drafting updates

Approved by: Audit & Risk Committee - Next Review date: June 2026

