WHISTLEBLOWINGPOLITIK

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Klassifikation: generelt

Hvad er dette?

En guide til at hjælpe dig med at forstå vores whistleblowingpolitik, og hvordan du indberetter est problem.

Hvem gælder det for?

Denne politik gælder for alle, der handler for eller på vegne af NCC Group:

- Bestyrelsen har det overordnede ansvar for, at politikken bliver fulgt
- Revisionsudvalget har ansvaret for at sikre, at alle whistleblowing-tilfælde bliver undersøgt
- Forretningsudvalget har ansvaret for at sikre, at alle kolleger forstår og overholder det
- Alle kolleger er ansvarlige for at forstå principperne, der er skitseret i denne politik, og for at indberette passende bekymringer ved hjælp af de metoder, der er skitseret i politikken

Hvad er hovedpunkterne?

- Vi vil håndtere enhver ægte bekymring om enhver forseelse på arbejdspladsen ansvarligt og professionelt
- Kolleger kan tage bekymringer op med deres linjeleder eller en række seniorledere i virksomheden
- Hvis kolleger ikke er trygge ved at indberette et problem internt, driver vi en anonym og fortrolig whistleblowing-hjælpelinje
- Kolleger vil ikke modtage nogen form for ugunstig behandling som følge af at rejse ægte eller rimelige bekymringer
- Whistleblowere vil blive holdt orienteret om fremskridt i bestræbelserne på at løse deres bekymringer
- Eventuelle spørgsmål, der rejses, vil blive genstand for en retfærdig og korrekt undersøgelse, hvis resultater vil blive meddelt til revisionsudvalget.

Hvad skal jeg gøre?

Læs politikken for at forstå, hvordan du kan rejse bekymringer enten internt eller eksternt. Tal med din linjeleder, hvis der er nogle aspekter af dette, du ikke forstår, eller send en e-mail til compliance@nccgroup.com

Introduktion

NCC Group forpligter sig til at opretholde de højeste standarder for ærlighed, integritet, åbenhed og ansvarlighed. Den anerkender, at kolleger, entreprenører og andre medarbejdere har en vigtig rolle at spille i at nå dette mål, og vi forventer, at alle, der handler for eller på vegne af NCC Group, opretholder vores høje standarder.

Koncernen vil håndtere enhver ægte bekymring om enhver forseelse på arbejdspladsen ansvarligt og professionelt.

Denne politik har følgende målsætninger:

- At tilskynde kolleger til at rejse reelle bekymringer om formodede forseelser på det tidligst praktisk mulige stadie i visheden om, at deres bekymringer vil blive taget alvorligt og undersøgt efter behov, og at deres fortrolighed vil blive respekteret

- At give kolleger vejledning i, hvordan de kan rejse disse bekymringer

- At forsikre kollegerne om, at de skal kunne rejse ægte bekymringer uden frygt for repressalier, selvom det viser sig, at de har taget fejl.

Alle ledere forventes at have en 'åben dør'-politik og bør derfor stille sig til rådighed, enten personligt eller via telefon eller e-mail, for at løse problemer eller bekymringer.

Relaterede og refererede dokumenter

Denne politik bør betragtes sammen med andre politikker, vi har på plads for at støtte og vejlede os.

Policy / Document name
Etisk kodeks
Politik til bekæmpelse af bestikkelse og korruption
Gave- og gæstfrihedspolitik
Sundheds- og sikkerhedspolitik
Miljøpolitik
Leverandørers adfærdskodeks.

Alle politikker er til rådighed for kolleger på Global Governance Hub.

Globale politikker understøttes af en række lokale eller regionale politikker, som under særlige omstændigheder kan have forrang.

Indholdet af denne politik

Whistleblowing

Whistleblowing er afsløring af oplysninger vedrørende mistanke om tidligere, nuværende eller sandsynlige fremtidige forseelser, der falder ind under en eller flere af følgende kategorier:

- Lovovertrædelser (dette kan f.eks. omfatte forskellige former for økonomiske uregelmæssigheder såsom bedrageri)
- Manglende overholdelse af en forpligtelse fastsat ved lov
- Justitsmord
- Fare for nogens helbred og sikkerhed
- Skade på miljøet
- At dække over forseelser i ovenstående kategorier.

En whistleblower er en person, der i god tro rejser en bekymring vedrørende ovenstående. Hvis kolleger har nogen reelle bekymringer relateret til en formodet forseelse eller fare, der påvirker nogen af vores aktiviteter (en whistleblowing-bekymring), skal de indberette det i henhold til denne politik.

Denne politik bør ikke bruges til klager vedrørende dine egne personlige forhold, såsom den måde, du er blevet behandlet på arbejdet. I sådanne tilfælde bør du bruge klageproceduren, chikanepolitikken eller ligestillingspolitikken.

Hvis du er usikker på, om dine bekymringer falder inden for rammerne af denne politik, bør du søge råd hos Chief People Office eller Group General Counsel

For at opnå den højeste driftsstandard beder vi alle kolleger om at opretholde værdier som ærlighed, integritet og kvalitet. De relationer, vi har til hinanden og vores eksterne interessenter, er vigtige, og vi skal altid behandle enhver relation med respekt.

Alle har et ansvar for at sikre, at vi til stadighed lever op til disse høje standarder. Sådan forventer vi, at kodekset fungerer i praksis:

Sådan rejser du en bekymring

Internt

Kolleger bør normalt rejse eventuelle bekymringer over for deres nærmeste leder enten mundtligt eller skriftligt. Den mest passende person at kontakte for at indberette en bekymring kan dog afhænge af følsomheden af de problemer, det omhandler, og hvem der er mistænkt for uredeligheden.

Hvis kolleger foretrækker ikke at rejse bekymringer over for deres leder af en eller anden grund, eller hvis de føler, at deres linjeleder ikke har adresseret deres bekymring, skal de kontakte en af følgende:

- Den administrerende direktør med ansvar for deres

- The Chief People Officer
- SVP, Global Governance, Estates & Procurement
- The Group General Counsel
- The CFO
- Den administrerende direktør

Ekstern hotline

Hvis kolleger ikke føler sig i stand til eller ikke bryder sig om at rejse bekymringer internt, kan de bruge en anonym fortrolig indberetningslinje som beskrevet nedenfor. Mens spørgsmålet vil blive videregivet til Chief People Officer, SVP, Global Governance, Estates & Procurement og Group General Counsel til gennemgang og eventuel passende handling, vil det blive gjort anonymt, medmindre den person, der indberetter det, gerne vil stå frem med navn.

Vores fortrolige eksterne hotline er hos Safecall. De telefonnumre, der er relevante for specifikke lokationer, er angivet nedenfor. Alternativt kan Safecall kontaktes ved at sende en e-mail til nccgroup@safecall.co.uk eller ved at indberette en bekymring via Safecalls hjemmeside på www.safecall.co.uk/report.

Når en bekymring er blevet registreret af Safecall, vil de sende sagen til Chief People Officer, SVP, Global Governance, Estates & Procurement, og Group General Counsel medmindre bekymringen vedrører disse personer, i hvilket tilfælde sagen vil blive henvist til Company Secretary.

Mens enkeltpersoner ikke forventes at bevise sandheden af påstande, vil det være nødvendigt at demonstrere over for den kontaktede person, at der er tilstrækkelig grund til bekymring. Indberetninger i ond tro og indberetninger, der foretages for personlig vindings skyld, kan medføre disciplinære tiltag.

Vores svar

Når en whistleblower rejser en bekymring, vil virksomheden foretage en indledende vurdering for at bestemme omfanget af en eventuel undersøgelse.

Alle forhold, der rejses under denne politik, vil blive indsendt til gennemgang i NCC Groups revisionsudvalg.

Virksomheden vil tilstræbe at holde whistlebloweren informeret om forløbet af en eventuel undersøgelse af det problem, denne har rejst. Hvis whistlebloweren ikke er tilfreds med den måde, hvorpå vedkommendes bekymring er blevet håndteret, bør den pågældende tage denne bekymring op med en af de centrale kontakter nævnt ovenfor.

Sikkerhedsforanstaltninger

Kolleger vil ikke modtage nogen form for ugunstig behandling, fordi de rejser ægte eller rimelige bekymringer, som udtrykkes i passende vendinger. Hvis en whistleblower mener, at vedkommende har været udsat for en sådan behandling, skal Chief People Officer eller Group General Counsel underrettes.

Alle kolleger bør føle sig i stand til åbent at give udtryk for whistleblowing-bekymringer under denne politik. Hvor det er praktisk muligt, vil whistleblowere ikke blive identificeret som den person, der rejste bekymringen, medmindre de giver skriftligt samtykke, eller der er grund til at tro, at anmeldelsen er sket i ond tro.

Selvom der vil blive taget alle praktiske skridt for at undgå at afsløre en whistleblowers identitet, kan det i nogle tilfælde, uundgåeligt, være muligt at udlede dette, og fortrolighed kan ikke garanteres.

Kolleger, der er bekymrede over mulige repressalier, hvis deres identitet afsløres, bør henvende sig til Chief People Office, Group General Counsel eller en af de andre nøglekontakter nævnt ovenfor, og passende foranstaltninger kan træffes for at bevare fortroligheden i det omfang, det er muligt.

Safecall-telefonnumre

Du kan indberette et whistleblowing-problem til Safecall på vores fortrolige eksterne hotline på det telefonnummer, der er relevant for din placering, som angivet nedenfor:

Australien	0011 800 72332255
Belgien	00 800 72332255
Canada	1877 59 98073
Danmark	00 800 72332255
Tyskland	00 800 72332255
Japan	0120 921067
Litauen	00 800 72332255
Filippinerne	1800 1441 0499
Holland	00 800 72332255
Portugal	00 800 72332255
Singapore	800 4481773
Spanien	00 800 72332255
Sverige	0850 252 122
Schweiz	00 800 72332255
Forenede Arabiske Emirater	8000 4413376
Storbritannien	0800 9151571
USA	1 866 901 329

Sådan kommunikerer vi

Vores whistleblowing-politik gøres tilgængelig for enhver person (permanent eller midlertidig), der tilslutter sig NCC Group. Internt kan kolleger få adgang til en kopi af den seneste tekst via Global Governance Hub.

Eksternt er den tilgængelig på vores koncernwebsted: www.nccgroupplc.com

Opretholdelse af politikkens relevans

Vi gennemgår og opdaterer denne politik regelmæssigt. Eventuelle ændringer vil blive kommunikeret til linjeledere, som vil briefe kolleger samt følge op via e-mail til alle kolleger og alle linjeledere.

Hvor det er relevant, vil Works Council blive spurgt til råds om eventuelle ændringer i denne politik. NCC Group plc's bestyrelse godkender enhver version af kodekset før offentliggørelse.

Aftale om sikkerhed og fortrolighed

Dette dokument er underlagt NCC Groups sikkerhedskrav. Ejerskab og ansvar for dette dokument forbliver hos Compliance-afdelingen.

Annexure: Australian-Specific Provisions

This annexure to the NCC Group Global Whistleblowing Policy (**Policy**) applies to persons who wish to report a whistleblowing concern (as that term is defined in the Policy) regarding NCC Group's activities in Australia or another Disclosable Matter, including employees and officers of NCC Group, individuals who supply goods or services to NCC Group (or their employees) and the spouse, relatives or dependants of any of the aforementioned individuals (each an '**Eligible Person'** for the purposes of this Annexure).

It is intended to be read with the Policy.

To the extent that there is any inconsistency between the terms of the Policy and the terms of this Annexure, the terms of this Annexure shall prevail, to the extent that they apply.

Objectives

The objective of this Annexure is to outline the additional procedures for and protections that apply to disclosures which qualify for protection under part 9.4AAA of the Corporations Act 2001 (Cth) (**Corporations Act**).

Criteria to qualify for protection under the Corporations Act

A disclosure of information qualifies for protection under the Corporations Act (**Protected Disclosure**) if:

a) the individual seeking to make the disclosure is, or has been an 'Eligible Person' (as defined above);
b) the information disclosed (or sought to be disclosed) by the Eligible Person is a 'Disclosable Matter' (see the section titled 'Disclosable Matters' below); and
c) the disclosure is made:
    i. to the Australian Securities and Investments Commission (**ASIC**), the Australian Prudential Regulation Authority (**APRA**) or another Commonwealth body prescribed by law from time to time;
    ii. to any of the following '**Eligible Recipients**':
        A. a Whistleblowing Protection Officer (defined below);
        B. an officer or senior manager of NCC Group Pty Limited (**NCC Australia**) or its related body corporates;
        C. an auditor, or a member of an audit team conducting an audit, of the of NCC Australia or its related body corporates; or
        D. an actuary of NCC Australia or its related body corporates;
    iii. to a legal practitioner (for the purposes of obtaining legal advice or legal representation) regarding the operation of the whistleblowing provisions in the Corporations Act; or
    iv. as an 'Emergency Disclosure' or 'Public Interest Disclosure' to a member of the Parliament of the Commonwealth, the Parliament of a State, the legislature of a Territory or a journalist. **Note**: Criteria in addition to (a)-(c) are required to be met for a disclosure to qualify as an Emergency or Public Interest Disclosure. For example (but without limitation) a disclosure of the kind protected by the Corporations Act must have already been made and written notice provided to the relevant NCC Group entity which the disclosure relates to. In the case of Public Interest Disclosure, at least 90 days must have passed since the previous disclosure. Anyone seeking to make these types of disclosures should always seek independent legal advice prior to doing so.

If these conditions are met, the person seeking to make/who has made a Protected Disclosure (for the purposes of this Annexure, a '**Whistleblower**') is provided the following protections by the Corporations Act in relation to that disclosure:

a) The Whistleblower cannot be subject to any civil, criminal or administrative liability (including the enforcement of any contractual remedy or exercise of contractual rights) for making the Protected

Disclosure. The Whistleblower is not, however, granted immunity for any misconduct they have engaged in that is revealed by their disclosure.

b) The Whistleblower is protected from actual or threatened detrimental conduct, such as dismissal, injury to employment, alteration of the Whistleblower's position or duties, discrimination, harassment, intimidation or the causing of any other harm, because of an actual, suspected or proposed disclosure. Managing a person's unsatisfactory work performance in line with the Group's performance management framework, does not constitute detrimental conduct. A Whistleblower may seek independent legal advice or contact regulatory bodies, such as ASIC, APRA or the ATO or a Whistleblower Protection Officer, if they believe they have suffered detriment.
c) A Whistleblower can seek compensation or remedy through the courts if:
    i. they suffer loss, damage or injury because of a Protected Disclosure; and
    ii. NCC Group failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct. Whistleblowers should seek independent legal advice in this regard.
d) Subject to limited exceptions, the person to whom the Protected Disclosure is made must not disclose the substance of the disclosure, the Whistleblower's identity or information likely to lead to identification of the Whistleblower. See the section titled 'Confidentiality' below.

Disclosable Matters

'Disclosable Matters' include information that the Eligible Person has reasonable grounds to suspect:

a) concerns misconduct, or an improper state of affairs or circumstances, in relation to the NCC Group, for example: theft, dealing in or use of illicit drugs, offering or accepting a bribe, fraud, money laundering or misappropriation of funds; or
b) indicates that NCC Group has engaged in conduct that:
    i. constitutes an offence against, or a contravention of, the Corporations Act, the *Australian Securities and Investments Commission Act 2001* (Cth), the *Banking Act 1959* (Cth), the *Financial Sector (Collection of Data) Act 2001* (Cth), the *Insurance Act 1973* (Cth), the *Life Insurance Act 1995* (Cth), the *National Consumer Credit Protection Act 2009* (Cth), the *Superannuation Industry (Supervision) Act 1993* (Cth), or an instrument made under one of the aforementioned Acts;
    ii. constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
    iii. represents a danger to the public or the financial system; or
    iv. is otherwise prescribed by law from time to time.

As indicated by the above, Disclosable Matters include conduct that may not involve a contravention of a particular law. For example, information that indicates a significant risk to public safety or the stability of, or confidence in, the financial system is also a disclosable matter, even if it does not involve a breach of a particular law.

Disclosures of information which do not relate to a Disclosable Matter, including personal work-related grievances (being those matters that relate to the discloser's employment, or former employment, which have (or tend to have) implications for the discloser personally and not NCC Group), will not qualify for protection under the Corporations Act. However, a personal work-related grievance may still qualify for protection if:

a) it includes information about misconduct, or where information about misconduct includes or is accompanied by a personal work-related grievance (a mixed report);
b) NCC Group has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
c) the discloser suffers from, or is threatened with detriment for making a disclosure; or
d) the discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act, in relation to that grievance.

Whistleblower Protection Officers

In addition to the persons identified in the Policy, certain people are authorised by NCC Group to receive Protected Disclosures under Australian whistle-blower protection legislation (**Whistleblower Protection Officers**). The current Whistleblower Protection Officers nominated for the APAC region are:

- Head of Legal APAC;
- Director of Global Governance;
- Chief People Officer;
- Company Secretary.

Each Whistleblower Protection Officer is responsible for:

a) coordinating the investigation into any disclosure received from a Whistleblower;
b) documenting and handling all matters in relation to the disclosure and investigation; and
c) finalising all investigations.

Rights of persons subject to investigation

If applicable, and to the extent permitted by law, a person who is the subject of an investigation as a result of a Protected Disclosure, is entitled to be:

a) informed as to the substance of any adverse comment that may be included in a disclosure or other document arising out of any such investigation; and
b) given a reasonable opportunity to put their case to the Whistleblower Protection Officer who is investigating the disclosure.

Confidentiality

Protected Disclosures will be kept secure and confidential to the extent possible, subject to legal and regulatory requirements. In addition to the methods set out in the Policy, disclosures can be made outside of business hours, or anonymously if required either from an anonymous email address or by sending written disclosures directly to a Whistleblower Protection Officer at the below address:

Attn: [insert name of Whistleblower Protection Officer]
NCC Group Pty Ltd
Level 23, 45 Clarence Street
Sydney NSW 200

Whistleblowers may also choose to adopt a pseudonym for the purpose of making an anonymous disclosure and may choose to remain anonymous over the course of the investigation and after the investigation is finalised. A Whistleblower can refuse to answer questions that they feel could reveal their identity at any time, including during follow-up conversations. Whistle-blowers who choose to remain anonymous are encouraged to maintain ongoing two-way communication with NCC Group, so that the Group can ask follow-up questions or provide feedback, as without a means of contacting an anonymous Whistleblower, this may hinder the ability of the Group to fully investigate the matter.

If a Whistleblower chooses to make a Protected Disclosure anonymously, they will still receive both general protections from the Group and additional protections under the Corporations Act. Disclosures that involve a threat to life or property, illegal activities or legal action against NCC Group may require actions that do not allow for complete anonymity.

NCC Group and any persons receiving Protected Disclosures will not disclose particulars of reported matters that would suggest the identity of the Whistleblower without obtaining the Whistleblower's prior consent, subject to any requirements of applicable law. Any such disclosure to which the Whistleblower consents will be made on a strictly confidential basis.
Without the Whistleblower's consent, NCC Group cannot disclose any information that is likely to lead to the identification of the Whistleblower, unless:

a) the information does not include the Whistleblower's identity;

b) NCC Group removes information relating to the Whistleblower's identity or other information that is likely to lead to the identification of the Whistleblower; and
c) it is reasonably necessary for investigating the issues raised in the disclosure.

Should a Whistleblower wish to lodge a complaint about a breach of confidentiality, they may lodge the complaint with the Group, via a Whistleblower Protection Officer, or with a regulator such as ASIC, APRA or the ATO for investigation.

Investigations

Once a disclosure is received, a Whistleblower Protection Officer will consider:

a) the nature and scope of the investigation;
b) the persons within and outside the entity that should lead the investigation;
c) the nature of any technical, financial or legal advice that may be required to support the investigation; and
d) any other relevant matters.

In some circumstances it may not be possible to investigate a disclosure, for example if insufficient information has been provided by the discloser and the discloser has not responded to requests for further information.

The investigation must be conducted fairly and objectively and must follow all applicable NCC Group policies and procedures, including this policy and the NCC Group Code of Conduct. Any person mentioned in a disclosure or to whom a disclosure relates must be afforded procedural fairness prior to any findings being made against them as per standard NCC Group policies and processes in relation to our people.

When the Whistleblower Protection Officer has finalised the investigation they must report on the process, the findings and, where applicable, recommendations for action to the Audit and Risk Committee of the NCC Group plc Board. The Audit and Risk Committee will consider the investigation report, findings and recommendations for action.

The time taken to investigate a matter will depend on the complexity of the matter and the nature of the disclosure made.

An individual who makes a disclosure under this Policy will not directly be part of the investigation. An individual who makes a disclosure under this Policy will be contacted to acknowledge receipt of the disclosure, and may be asked questions for further clarification or more information to advance the investigation, and may also be informed when the investigation has concluded, unless the individual have provided no way of getting in touch. There may be circumstances where it may not be appropriate to provide details of the outcome of the disclosure. If an individual who makes a disclosure under this Policy is not satisfied that their report has been investigated and acted upon appropriately, they may contact the Director of Global Governance to request a review. The investigation may not be reopened if it is found that the investigation was conducted properly, or no new information is available.

If an individual has been approached as part of an investigation that person is required to provide assistance, as requested, in a discreet and timely manner and to maintain confidentiality of the whistleblower's identity (if known) at all times. Everyone involved in a whistleblowing investigation must maintain confidentiality and security and may commit an offence under the Corporations Act if they fail to do so.

Contact

Should a Whistleblower wish to seek additional information before making their disclosure, they can obtain such information by contacting a Whistleblower Protection Officer as identified in this Annexure or an independent legal adviser.

Annexure Update

Any updates to this Annexure will be circulated in accordance with the section of the Policy titled 'Keeping the policy relevant'.