



Whistleblowing policy



Whistleblowing policy

Contents

1. Policy scope	1
2. Policy statement	1
3. Responsibility for the policy	2
4. What is whistleblowing?.....	2
5. Raising a whistleblowing concern	3
6. Confidentiality	3
7. Investigation and outcome	4
8. If you are not satisfied	4
9. External disclosures	4
10. Protection and support for whistleblowers	5
11. Contacts.....	5
12. Document revision history	6



1. Policy scope

This policy does not form part of the terms and conditions of employment and does not impact upon an employee's statutory rights. The Company reserves the right to amend, withdraw or replace this policy at any time.

This policy supersedes any previous whistleblowing policies with effect of 4 May 2022.

This policy applies to James Fisher and Sons plc ("Company") and all subsidiary companies of the James Fisher Group (the "Group") and is global. The policy applies to all employees of the Group, defined as any employee of the Company or its subsidiaries.

For clarity, the term 'employees' refers to both employees and workers of the Group at all levels.

2. Policy statement

We are committed to conducting our business with honesty, openness and accountability, and we expect all James Fisher people to maintain high standards in accordance with our Code of Ethics. However, all organisations face the risk of things going wrong from time to time, or of unknowingly harbouring illegal or unethical conduct. A culture of openness and accountability is essential in order to prevent such situations occurring and to address them when they do occur.

The aims of this policy are:

- a) To encourage anyone who undertakes or has undertaken a work-related activity with the Company or any company in the Group within or outside the United Kingdom, or who has business relationships with any company in the Group to report suspected wrongdoing as soon as possible, in the knowledge that their concerns will be taken seriously and investigated as appropriate, and that their confidentiality will be respected.
- b) To provide such people with guidance as to how to raise those concerns.
- c) To reassure such people that they should be able to raise genuine concerns without fear of reprisals, even if they turn out to be mistaken.

This policy covers all employees, officers, managers, shareholders, consultants, contractors, casual workers, agency workers, volunteers and interns, independent auditing companies, partners, customers, suppliers, non-executive directors, former employees, candidates (current and former), alumni, facilitators and relatives with a work connection to the Group.

This policy does not form part of any employee's contract of employment, and we may amend it at any time.



3. Responsibility for the policy

The Company's board of directors (the Board) has overall responsibility for this policy, its application to individual concerns raised under this policy, reviewing and approving the effectiveness of actions proposed in response to concerns raised under this policy.

The Designated Officers identified in section 11 have day-to-day operational responsibility for this policy, and shall notify and consult with the Chairman of the Board (the Chairman) on all whistleblowing matters.

The Designated Officers, in conjunction with the Board, review this policy from a legal and operational perspective.

All James Fisher people are responsible for the success of this policy and should ensure that they use it to disclose any suspected danger or wrongdoing. You are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to one of the Designated Officers.

4. What is whistleblowing?

Whistleblowing is the disclosure of information which relates to suspected wrongdoing or dangers at work. This may include:

- (a) criminal activity;
- (b) failure to comply with any legal obligation or regulatory requirement;
- (c) miscarriages of justice;
- (d) danger to health and safety;
- (e) damage to the environment;
- (f) facilitating tax evasion;
- (g) financial fraud or mismanagement;
- (h) bribery under the Group's Anti-Corruption and Bribery Policy;
- (i) breach of any of the Group's other internal policies and procedures, including the Code of Ethics;
- (j) unauthorised disclosure of confidential information; and
- (k) the deliberate concealment of any of the above matters.

A **whistleblower** is a person who raises a genuine concern relating to any of the above. If you have any genuine concerns related to suspected wrongdoing or danger affecting any of our activities (a **whistleblowing concern**) you should report it under this policy

This policy should not be used for complaints relating to your own personal circumstances, such as the way you have been treated at work. In those cases, you should refer to the Grievance Policy or the Dignity at Work Policy.

If you are uncertain whether something is within the scope of this policy you should seek advice from one of the Designated Officers, whose contact details are at the end of this policy.



5. Raising a whistleblowing concern

We hope that in many cases you will be able to raise any concerns with your line manager. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively. In some cases they may refer the matter to the Designated Officers.

However, where the matter is more serious, or you feel that your line manager has not addressed your concern, or you prefer not to raise it with them for any reason, you should contact one of the following:

(a) the Designated Officers, being:

(i) the Group Financial Officer; and

(ii) the Group General Counsel & Company Secretary;

(b) our confidential whistleblowing web intake site and telephone reporting line – www.jamesfisherandsons.ethicspoint.com; or

(c) the Chairman of the Board of the Company.

Contact details are set out in section 11 the end of this policy.

Our web intake site and telephone reporting line available via the Ethics Point link detailed above are both managed and provided by external third party Navex Global. The Navex Global platform enables anyone to speak up and report concerns confidentially (and/or anonymously, if desired). To make a report online or by telephone, click on the link above. Once you have selected the country in which the violation took place, the appropriate International toll-free service number for the selected country will be available.

We will arrange a meeting with you as soon as possible to discuss your concern. You may bring a colleague or union representative to any meetings under this policy. Your companion must respect the confidentiality of your disclosure and any subsequent investigation.

We will take down a written summary of your concern and provide you with a copy after the meeting. We will also aim to give you an indication of how we propose to deal with the matter.

6. Confidentiality

We hope that everyone to whom this policy applies will feel able to voice whistleblowing concerns openly under this policy. However, if you want to raise your concern confidentially, we will make every effort to keep your identity secret. If it is necessary for anyone investigating your concern to know your identity, we will discuss this with you.

We do not encourage anyone to make disclosures anonymously. Proper investigation may be more difficult or impossible if we cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible. Whistleblowers who are concerned about possible reprisals if their identity is revealed should come forward to one of the Designated Officers or the Chairman, and appropriate measures can then be taken to preserve confidentiality. If you are in any doubt, you can seek advice from Protect, the independent whistleblowing charity, who offer a confidential helpline. Their contact details are at the end of this policy.



7. Investigation and outcome

Once you have raised a concern, we will respond and follow up on reports within three months. An initial assessment to determine the scope of any investigation will be carried out. We will inform you of the outcome of our assessment. You may be required to attend additional meetings in order to provide further information.

In some cases, we may appoint an investigator or team of investigators including employees or advisers with relevant experience of investigations or specialist knowledge of the subject matter. The investigator(s) may make recommendations for change to enable us to minimise the risk of future wrongdoing.

We will aim to keep you informed of the progress of the investigation and its likely timescale. However, sometimes the need for confidentiality may prevent us giving you specific details of the investigation or any action taken as a result. You should treat any information about the investigation as confidential.

If we conclude that an employee whistleblower has made false allegations maliciously, the whistleblower will be subject to disciplinary action.

8. If you are not satisfied

While we cannot always guarantee the outcome you are seeking, we will try to deal with your concern fairly and in an appropriate way. By using this policy, you can help us to achieve this.

If you are not happy with the way in which your concern has been handled, you can raise it with one of the other key contacts listed in section 11. Alternatively, you may contact our external auditors. Contact details are set out at the end of this policy.

9. External disclosures

The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases you should not find it necessary to alert anyone externally.

The law recognises that in some circumstances it may be appropriate for you to report your concerns to an external body such as a regulator. It will very rarely if ever be appropriate to alert the media. We strongly encourage you to seek advice before reporting a concern to anyone external. The independent whistleblowing charity, Protect, operates a confidential helpline. They also have a list of prescribed regulators for reporting certain types of concern. Their contact details are at the end of this policy.

Whistleblowing concerns usually relate to the conduct of our staff, but they may sometimes relate to the actions of a third party, such as a customer, supplier or service provider. In some circumstances the law will protect you if you raise the matter with the third party directly. However, we encourage you to report such concerns internally first. You should contact your line manager or one of the other individuals set out in section 11 below for guidance.



10. Protection and support for whistleblowers

It is understandable that whistleblowers are sometimes worried about possible repercussions. We aim to encourage openness and will support people who raise genuine concerns under this policy, even if they turn out to be mistaken.

Whistleblowers must not suffer any detrimental treatment as a result of raising a concern. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Designated Officers immediately. If the matter is not remedied you should raise it formally using our Grievance Policy.

You must not threaten or retaliate against whistleblowers in any way. If you are involved in such conduct you may be subject to disciplinary action.

11. Contacts

Designated officer 1	Duncan Kennedy Group Financial Officer Tel.: +44 (0)1229 615505 d.kennedy@james-fisher.co.uk
Designated officer 2	Jim Marsh Group General Counsel and Company Secretary Tel.: +44 (0)1229 615559 j.marsh@james-fisher.co.uk
Navex Global, Ethics Point (online or telephone reporting)	Website: www.jamesfisherandsonsethicspoint.com
Chairman of the Board of James Fisher and Sons Plc	Angus Cockburn Chairman of the Board Tel.: +44 (0)2076 149500 a.cockburn@james-fisher.co.uk
External auditors of the company	KPMG LLP c/o Lead Audit Partner for James Fisher and Sons plc 15 Canada Square London E14 5GL United Kingdom
Protect (independent whistleblowing charity)	Helpline: 0203 117 2520 Website: www.protect-advice.org.uk
ACAS Whistleblowing advice	Advice line: +44 0300 123 1100



12. Document revision history

Policy Name	Version Number	Function	Owner	Date Last Updated	Precis of change	UpdatedBy	Approved By
Whistleblowing policy	V.18	Corporate Services	General Counsel and Company Secretary	May 2022	Compliance with EU law, inclusion of Ethics Point, policy scope paragraph, responsibility for the policy.	L.Scott N. Kinsella	Board
Whistleblowing policy	V.17	Corporate Services	General Counsel and Company Secretary	May 2021	Whole policy revision	J.Marsh	Board
Whistleblowing policy	V.17	Corporate Services	General Counsel and Company Secretary	Jan 2018	No changes to terms. Re-issued following Board re-approval	-	Board
Whistleblowing policy	V.16	Corporate Services	General Counsel and Company Secretary	Jan 2017	No changes to terms. Re-issued following Board re-approval	-	Board
Whistleblowing policy	V.14	Corporate Services	General Counsel and Company Secretary	Jan 2015	No changes to terms. Re-issued following Board re-approval	-	Board
Whistleblowing policy	V.13	Corporate Services	General Counsel and Company Secretary	July 2013	References to 'organisation' replaced with 'Group'	M.Hoggan	Board