



Whistleblowing Policy

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1 Background

Tendercapital Limited ("Tendercapital" or "the firm") is committed to the highest standards of ethical behaviour. This policy sets out when and how you should raise concerns about the conduct of "Tendercapital" or its employees in activities relevant to their roles at "Tendercapital".

Whistleblowing is viewed by Tendercapital as a positive act that can make a valuable contribution to Tendercapital's long-term success. It is not disloyal to colleagues or the firm to speak up.

All reports of concerns will be treated with respect and will be afforded confidentiality as set out below. An employee will never be criticised, censured or suffer any detriment as a result of raising a concern. Unless to do so would disclose a commercial secret or violate the privacy of an individual management will report back to you on the findings of the investigation into the matters you report.

2 What is Whistleblowing?

In this policy 'Whistleblowing' means the reporting by employees of suspected misconduct, illegal acts or failure to act when it should have done so by Tendercapital.

3 Aims of the Policy

The primary aim of this Policy is to encourage employees and others who have serious concerns about any aspect of Tendercapital's business to come forward and voice those concerns.

To achieve the primary aim, this policy has the following sub-objectives:

- to encourage you to feel confident in raising serious concerns at the earliest opportunity and to question and act upon concerns about practice;
- to provide avenues for you to raise those concerns and receive feedback on any action taken;
- to ensure that you receive a response to your concerns and that you are aware of how to pursue them if you are not satisfied;
- to encourage and enable you to raise serious concerns within the firm rather than ignoring a problem or 'blowing the whistle' outside so that matters can be addressed speedily and efficiently (but it does also set out when outside disclosure may be appropriate and how to obtain advice re whistleblowing); and
- to reassure you that you will be protected from possible reprisals or victimisation if you have made any disclosure in good faith.

4 Scope of this Policy

This Policy covers:

- wrongdoing by Tendercapital or by any employee of Tendercapital in connection with Tendercapital's business; and
- wrongdoing by customers of, suppliers to, or consultants to Tendercapital in connection with Tendercapital's business.

For the avoidance of doubt, sexual, racial or other forms of harassment conducted by or against an employee of Tendercapital that involve individuals who have business dealings with Tendercapital are covered by this policy whether or not such harassment takes place on company property, during working hours or otherwise.

This Whistleblowing Policy is not intended to replace existing procedures that deal with issues that arise in the normal course of business unless the whistleblower believes such policies are not being followed; ineffective; or flawed in design.

5 Who can raise a concern under this Policy?

The Policy applies to:

- employees of Tendercapital;
- employees of contractors;
- employees of suppliers.

6 What should be reported?

Any serious concerns that you have about service provision or the conduct of the firm or employees of the firm that:

- a criminal offence has been committed, is being committed or is likely to be committed;
- a person (including Tendercapital) has failed, is failing or is likely to fail to comply with any legal obligation to which he is subject;
- a miscarriage of justice has occurred, is occurring or is likely to occur;
- the health or safety of any individual has been, is being or is likely to be endangered,
- the environment has been, is being or is likely to be damaged;
- make you feel uncomfortable in terms of principles, rules or conduct rules issued by the Financial Conduct Authority;
- are not in keeping with Tendercapital's policies;
- fall below established standards of practice;
- are improper behaviour; or
- information tending to show any matter falling within any one of the preceding paragraphs has been, is being or is likely to be deliberately concealed.

These might relate to:

- conduct which is an offence or a breach of the law (a criminal offence has been committed or failing to comply with any other legal obligation)
- racial, sexual, disability or other discrimination
- health and safety of the public and/or other employees
- damage to the environment
- Money laundering or other forms of financial crime
- possible fraud and corruption
- neglect or abuse of clients, or
- other unethical conduct.

This list is not exhaustive.

7 Protecting the Whistleblower

7.1 Your 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.

The Act makes it unlawful for Tendercapital 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.

Rarely, a case might arise where it is the employee that has participated in the action causing concern. In such a case it is in the employee's interest to come into the open as soon as possible. Tendercapital cannot promise not to act against such an employee, but the fact that they came forward may be taken into account.

7.2 Harassment or Victimisation

Tendercapital is committed to good practice and high standards and to being supportive of you as an employee.

Tendercapital recognises that the decision to report a concern can be a difficult one to make. If you honestly and reasonably believe what you are saying is true, you should have nothing to fear because you will be doing your duty to your employer, your colleagues and those for whom you are providing a service.

Tendercapital will not tolerate any harassment or victimisation of a whistleblower (including informal pressures) and will take appropriate action to protect you when you raise a concern in good faith and will treat this as a serious disciplinary offence which will be dealt with under the disciplinary rules and procedure.

7.3 Support to you

Throughout this process:

- you will be given full support from the whistleblowing champion/senior management;
- your concerns will be taken seriously; and
- Tendercapital will do all it can to help you throughout the investigation.

If appropriate, Tendercapital will consider temporarily re-deploying you for the period of the investigation.

For those who are not employees of Tendercapital it will endeavour to provide appropriate advice and support wherever possible.

8 Confidentiality

All concerns will be treated in confidence and every effort will be made not to reveal your identity if that is your wish. If disciplinary or other proceedings follow the investigation, it may not be possible to take action as a result of 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.

9 Anonymous Allegations

This Policy encourages you to put your name to your allegation whenever possible. If you do not tell us who you are it will be much more difficult for us to protect your position or to give you feedback. This policy is not ideally suited to concerns raised anonymously.

Concerns expressed anonymously are much less powerful, but they may be considered at the discretion of Tendercapital. In exercising this discretion, the factors to be taken into account would include:

- the seriousness of the issue raised,
- the credibility of the concern, and
- the likelihood of confirming the allegation from other sources.

10 Untrue Allegations

If you make an allegation in good faith and reasonably believing it to be true, but it is not confirmed by any investigation, Tendercapital will recognise your concern and you have nothing to fear. We encourage reporting and the fact that you have stepped forward is a positive factor in any assessment of you. If, however, you make an allegation frivolously, maliciously or for personal gain, appropriate action that could include disciplinary action, may be taken.

11 Raising a Concern

11.1 Who should you raise your concern with?

This will depend on the seriousness and sensitivity of the issues involved and who is suspected of the wrongdoing. You should normally raise concerns with:

- Your Line Manager;
- the whistleblowing champion who is Linda Garbarino;

- the Chief Executive or another Director if you believe the whistleblowing champion is compromised/conflicted.

If you are unsure who to contact, the independent charity Protect can advise you. They offer a free and confidential helpline on 020 3117 2520 www.protect-advice.org.uk. FCA can give advice on matters on FCA matters whistle@fca.org.uk 020 7066 9200.

11.2 How to raise a concern

You may raise your concern by telephone, in person or in writing. The earlier you express your concern, the easier it is to take action. 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).

Although you are not expected to prove beyond doubt the truth of your suspicion, you will need to demonstrate to the person contacted that you have a genuine concern relating to suspected wrongdoing or malpractice within the firm and there are reasonable grounds for your concern.

Unless the matter is in respect of money laundering you may wish to consider discussing your concern with a colleague first and you may find it easier to raise the matter if there are two (or more) of you who have had the same experience or concerns.

You may invite your trade union, professional association representative or a friend to be present for support during any meetings or interviews in connection with the concerns you have raised.

12 What the firm will do after you raise a concern

Tendercapital will respond to your concerns as quickly as possible. Do not forget that testing your concerns is not the same as either accepting or rejecting them.

In order to be fair to all employees, including those who may be wrongly or mistakenly accused, initial enquiries will be made to decide whether an investigation is appropriate and, if so, what form it should take.

The investigation may need to be carried out under terms of strict confidentiality, i.e. by not informing the subject of the complaint until (or if) it becomes necessary to do so. In certain cases, however, such as allegations of ill treatment of others, suspension from work may have to be considered immediately. Protection of others is paramount in all cases.

Where appropriate, the matters raised may:

- be investigated by management or through the disciplinary/grievance process;
- be referred to the police/National Crime Agency;
- be referred to the FCA;
- be referred to another appropriate agency e.g. the Health & Safety Executive;
- be referred to the external auditor.

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

- acknowledging that the concern has been received,
- indicating how the firm proposes to deal with the matter,
- supplying you with information on staff support mechanisms,
- telling you whether further investigations will take place and if not, why not.

The amount of contact between you and the person considering the issues will depend on the nature of the matters raised, the potential difficulties involved and the clarity of your information. It is likely that you will be interviewed to ensure that your disclosure is fully understood.

You need to be assured that your disclosure has been properly addressed. Unless there are any legal reasons why this cannot be done, or to do so would disclose a commercial secret or violate the privacy of an individual, management will report back to you on the findings of the investigation into the matters you report.

13 Confidentiality

You should not disclose information that is confidential to the firm or to anyone else, except to:

- a prescribed person as defined in the Public Interest Disclosure Act which is summary is the relevant government body e.g. the police, the FCA, the health and safety executive;
- Protect for the purposes of obtaining advice regarding disclosure;
- your legal advisors if you have one;
- another person in the circumstances set out in paragraph 43G of the Public Interest Disclosure Act.