

Whistleblowing

1. GENERAL PHILOSOPHY

- 1.1. IG Design Group plc ("**Design Group**" or the "**Group**") is committed to maintaining a high standard of ethics and compliance with all relevant laws and regulations, wherever we do business. We expect our staff to maintain these standards, in accordance with our Code of Conduct and other Group policies and procedures.
- 1.2. As part of its commitment to ethical business practices, the Group aims to foster a culture of openness and accountability, where our staff are encouraged and enabled to raise concerns about illegal or unethical conduct, or dangers, at work.
- 1.3. This Whistleblowing Policy sets out the ways in which our staff can raise these concerns and how the Group will act upon them.

2. AIM AND SCOPE

- 2.1. This Policy is intended to:
 - encourage our staff to report suspected illegal or unethical conduct, or dangers, at work as soon as possible, knowing that their concerns will be taken seriously and their confidentiality will be respected;
 - explain the channels by which our staff can raise concerns and how the Group will act upon them; and
 - reassure our staff that they can raise concerns without fear of reprisal, even if it turns out that their suspicion was unfounded.
- 2.2. This Policy applies to Design Group, its subsidiaries and all entities over which it has effective control, and also their directors, officers and employees (including temporary staff, interns, secondees and staff provided by staffing agencies). Any reference to Design Group shall, where applicable, be deemed to include a reference to its subsidiaries and entities over which it has effective control.
- 2.3. This Policy does not form part of any employee's contract of employment and we may amend it at any time.

3. RESPONSIBILITIES

- 3.1. The Audit Committee has overall responsibility for this Policy and for reviewing the effectiveness of actions taken in response to concerns raised under this Policy.
- 3.2. The Group General Counsel ("**Group GC**") has day-to-day operational responsibility for this Policy and must ensure that Business Unit Managing Directors ("**MDs**") who are responsible

for implementing this Policy in their Business Units, as well as any other persons who assist the Group GC with implementing this Policy, receive regular and appropriate training.

- 3.3. MDs are responsible for implementing this Policy in their Business Units. MDs may implement their own local whistleblowing process in addition to this Policy, provided that it does not conflict with, and is no less stringent than, the requirements of this Policy. MDs must ensure that this Policy and any local whistleblowing process are implemented in accordance with applicable local laws, including in relation to employment and data protection. MDs should make their employees aware of external sources of help and guidance with regard to whistleblowing, where these are available.
- 3.4. The Group GC in conjunction with the Audit Committee is responsible for reviewing the effectiveness of this Policy every two years.

4. WHAT IS WHISTLEBLOWING?

- 4.1. For the purposes of this Policy, "whistleblowing" is where an individual raises a genuine concern about illegal or unethical conduct, or dangers, at work, including:

- 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 professional obligation;
- an unauthorised disclosure of confidential information;
- bribery, corruption or fraud;
- a breach our Code of Business Conduct, Group or local policies; or
- concealment of any of the above.

- 4.2. **IMPORTANT:** 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 follow your local grievance procedures.

5. RAISING CONCERNS AND WHISTLEBLOWING

- 5.1. In the first instance, you should report any concerns as soon as possible to your line manager. They will notify the matter to the Business Unit HR Director ("**HR Director**") and the MD, but they may be able to agree with you a way of resolving your concern quickly and effectively.
- 5.2. If for any reason you do not feel able to approach your line manager, or you feel that the line manager has not sufficiently addressed your concern, you can approach the HR Director or MD directly.

- 5.3. If for any reason you do not feel able to approach either your line manager, or the HR Director or MD, then you can report your concern using the Group's Whistleblower Hotline. Details of the Whistleblower Hotline are provided in Appendix A to this Policy and can also be found on the local BU employee website. The Whistleblower Hotline is provided by an external company, available 24/7 and is staffed by individuals who have been designated and trained as independent points of contact under this Policy. They are not employees of Design Group.
- 5.4. Although the concern you raise should be genuine, you do not need to provide evidence in support of your concern.
- 5.5. 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. We strongly encourage you to seek advice before reporting a concern to anyone external.

6. INVESTIGATION AND OUTCOME

- 6.1. 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, but they must respect the confidentiality of your disclosure and any subsequent investigation.
- 6.2. We may appoint one or more people with relevant knowledge or experience to investigate your concern. We will aim to keep you informed of the progress of the investigation and its likely timescale, although the need for confidentiality may mean we cannot provide you with specific details of the investigation or any actions taken as a result of it. You should treat any information that you receive about the investigation as confidential.
- 6.3. If you are not satisfied with the way in which your concern has been handled, you may contact the Group GC.
- 6.4. If misconduct is discovered as a result of any investigation under this Policy, Design Group's disciplinary procedure will be used, in addition to any appropriate external measures.
- 6.5. If as a result of the investigation we conclude that a whistleblower has made false allegations maliciously, that person will be subject to disciplinary action.

7. CONFIDENTIALITY

- 7.1. We hope that staff will feel able to raise their concerns openly under this Policy, but if you want to do so confidentially we will make every effort to keep your identity confidential. We will discuss with you if it is necessary for any person investigating your concern to know your identity.
- 7.2. Concerns can be raised under this Policy anonymously. However, individuals are encouraged to use their names and to indicate an appropriate method of communication with them. If we do not know your identity and/or we do not have a way to communication with you to obtain further information, this may make it more difficult for us to investigate your concerns and we will not normally be able to provide feedback to you on the investigation.

8. PROTECTING WHISTLEBLOWERS

- 8.1. An employee who raises a concern under this Policy must not be subject to any detrimental treatment as a result, including dismissal, disciplinary action, any form of victimisation or retaliation, or any other unfavourable treatment. Their continued employment and opportunities for future promotion or training shall not be prejudiced because they raised a genuine concern.
- 8.2. Any form of victimisation or retaliation against an individual who raises a genuine concern is a disciplinary offence and may result in disciplinary action, up to and including termination. If an employee feels they have been subject to such treatment, they should raise the matter in accordance with their local grievance procedures.

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APPENDIX A

WHISTLEBLOWER HOTLINE

Our external speak-up reporting hotline is provided by EthicsPoint.

EthicsPoint is a completely independent organisation. Its employees are impartial and are trained to handle sensitive disclosures and encourage you to share your concerns in confidence.

Your call to EthicsPoint will not be traced or recorded. All information (with the exception of your identity, if you wish to remain anonymous) will be passed by EthicsPoint to Design Group's authorised recipient (normally the Group GC).

Dial the access number first, this can be obtained from the web URL:

www.thedesigngroup.ethicspoint.com

When prompted, please enter the corresponding telephone number (833) 558-1934

You will then be transferred to one of the communication specialists to handle your report.