



OES GROUP



CONFIDENTIAL

# POLICY

# WHISTLEBLOWING

REVISION: 02

ISSUE DATE: 15/03/25

LAST REVISED: 08/04/25

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# 1. What is Whistleblowing?

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Whistleblowing is the term used when a person passes on information concerning wrongdoing. In this guidance, we call that “whistleblowing reports” or “raising concerns”.

## 1. Objective & Scope

OES Group Ltd wants to encourage a trusting and supportive environment for all our members, employees, clients and suppliers. OES Group Ltd takes malpractice or misconduct seriously and is committed to a culture of openness, trust and respect in which every stakeholder can report legitimate concerns and be assured of protection against victimisation.

Any person that raises concerns under this policy can be assured that any matter raised will be investigated thoroughly, promptly and confidentially, and the outcome of the investigation reported back to the person who raised the concern.

We will listen to whistleblowing reports, treat them seriously, and try to resolve them as quickly as possible and learn from them so that we can continuously improve.

Any person raising concerns under this policy can expect to be treated with courtesy, respect and fairness at all times. We expect that you will also treat our staff dealing with your concern with the same courtesy, respect and fairness.

We will deal with your concern promptly and will not treat you less favourably than anyone else because of your sex or legal marital or same-sex partnership status: this includes family status, responsibility for dependants, and gender (including gender reassignment, whether proposed, commenced or completed); sexual orientation; colour or race (this includes ethnic or national origin or nationality); disability; religious or political beliefs, or trade union affiliation or any other unjustifiable factors, for example language difficulties, age, pregnancy and maternity.

### 1.1. The Purpose

To enable OES Group Ltd to act quickly against any potential malpractice to ensure it conducts its business with the highest standards of integrity and honesty at all times;

To identify risks that OES Group Ltd may not know about;

To remind members, Employees, Clients & Suppliers to speak out in confidence if they have concerns and to be assured that they do not need to provide evidence for their concerns to be raised; and

To raise awareness of the importance of preventing and eliminating wrongdoing at work. Members, Employees, Clients & Suppliers should be watchful for illegal or unethical conduct and report anything of that nature that they become aware of.

To reassure any person raising concerns will be protected from possible reprisals or victimisation having made a disclosure in good faith;

To highlight that there are other routes to raise concerns if a person feels that they cannot speak up

This policy and procedure sets out how OES Group Ltd will deal with whistleblowing contacts from its members, Employees, Clients & Suppliers.

## **2. The Whistleblower: Who can report?**

The following individuals are allowed to make reports:

- employees of OES Group Ltd
- self-employed workers who work for or on behalf of OES Group Ltd
- those who have a professional link with OES Group Ltd (e.g., suppliers), freelancers (e.g., lawyers, accountants, notaries, etc.), and consultants who serve OES Group Ltd
- Volunteer, paid and unpaid, who perform their activities at OES Group Ltd

## **3. What types of concerns are covered?**

Reports may involve facts attributable to:

- conduct which is an offence or a breach of law, including but not limited to corruption, fraud or bribery
- a miscarriage of justice
- an act creating risk to health and safety
- an act causing damage to the environment
- the unauthorised use of public funds or other financial irregularities
- sexual or physical abuse
- other unethical conduct
- concealment of any of the above

## **4. Reports excluded from the scope:**

This Policy cannot be used to question the following:

- Financial or business decisions taken by OES Group Ltd
- nor should it be used to reconsider any personal grievances such as bullying, harassment and discrimination which are not covered by whistleblowing legislation. In such cases our OES Group Ltd Grievance Policy should be consulted instead. If you are unclear which policy you should use please speak to your line manager or HR.
- reports of violations already mandatorily regulated by European Union or national acts concerning services, products and financial markets and prevention of money laundering and terrorist financing, transportation safety and environmental protection, or by national acts constituting implementation of Union acts (e.g., reports on market abuse under Regulation (EU) No. 596/2014), as well as reports of National Security Violations, and procurement related to defence or national security aspects, unless such aspects are covered by relevant secondary legislation of the European Union.

## 5. What to include in your Report

To help ensure your concerns are addressed as soon as possible please provide as much information as possible as missing or inaccurate information can lead to a delay. For your concerns to be reviewed, it is important the following information is supplied:

- Your full name and job title (option if you wish to remain anonymous)
- Date that the concern is raised
- A summary of your concerns
- Details of any witnesses or supporting evidence
- Details of steps you have taken to resolve this matter informally.

## 6. Reporting Channels

The following are the reporting channels available to reporters:

- 6.1. **Direct Reporting:** The reporter can request to meet in person or virtually in order to communicate directly with him/her about the subject of reporting. Upon receiving the request, the Reporting Manager is required to schedule the meeting within a reasonable time period.
- 6.2. **Written Report via Email:** The Reporter can submit a report to the following email address.
- 6.3. **Anonymously via the Whistleblowing Drop Box:** Located in the Level 1 canteen area which will be checked and emptied weekly. All reports received through this channel will be reviewed by OES Groups Reporting Manager/Whistleblowing Officer. Blank copies of the OESHSF-95 Whistleblowing Report Forms are located with the Drop Box
- 6.4. **Reporting via Post:** A downloadable copy of the OESHSF-95 Whistleblowing Report Form can be found on the OES Group Website:

Direct Link: [OES-Group-Ltd-Whistleblowing-Report-Form-1.pdf](#)

Completed forms should be returned to:

*FOA. Reporting Manager / Whistleblowing Officer  
OES Group Ltd  
Renewable House  
Queensway North  
T.V.T.E  
United Kingdom  
NE11 0NY*

## 7. The Handling of Whistleblowing Reports

Within seven days since the receipt of the Report, the Reporting Manager shall send the Whistleblower, if not anonymous, an acknowledgement of receipt of the Report, requesting, where appropriate, additional information and/or items to substantiate the Report. The Involved Person may be heard, or, at his or her request, shall be heard, including by means of a paper procedure through the acquisition of written comments and documents;

The Reporting Manager will diligently follow up the Report-even if anonymously-by taking all appropriate internal measures to verify the existence of the reported facts.

The Reporting Manager shall give feedback to the to the Reporting Party by notifying it of the measures taken to follow up the Report, together with the underlying reasons, in any case within a maximum period of three months from the date of receipt of the Report, or, in the absence of such notice, within three months from the expiry of the period of seven days from the submission of the Report;

as a result of the investigation activities, the Reporting Manager will share with the relevant business functions the appropriate actions, which may include:

measures aimed at overcoming critical process issues detected as a result of the Report;

actions against the Whistleblower if the Report is found to be well-founded;

actions against the Whistleblower in case it emerges that the Report was made with malice or in bad faith.

## **8. Safeguarding of Protected Subjects**

OES Group Ltd will ensure that all concerns raised will be treated in confidence and every effort will be made not to reveal your identity if you so wish. At the appropriate time, however, we may ask you to come forward as a witness. This policy encourages you however to provide your name and contact details on your concern whenever possible, if you do not do so we are unable to go back to you for further information, which can make investigating the concerns that were raised difficult.

### **8.1. The Protection of Confidentiality**

OES Group Ltd guarantees the confidentiality of the identity of Protected Subjects, as well as the content of the Report and related documentation.

Reports may not be used beyond what is necessary to provide adequate Follow-up to them.

The identity of the Whistleblower and any other information from which such identity may be directly or indirectly inferred may not be disclosed, without his or her express consent, to parties other than the Reporting Manager, who is expressly authorized to process such data.

In the context of disciplinary proceedings, if the dispute is wholly or even partially based on the Report and the disclosure of the identity of the Reporter is indispensable for the defence of the Reported Person, the content of the Report could be used for disciplinary proceedings only if the Reporter expressly consents to it. In such a case, the Reporting Manager shall send the reporter a written communication explaining the reasons for the disclosure of confidential data.

Confidentiality protection is not guaranteed when:

- there is the express consent of the reporter to the disclosure of his or her identity;

- anonymity is not enforceable by law, and the identity of the Reporting Party is required by the Judicial Authority in connection with investigations (criminal, tax or administrative) or inspections of external Control Bodies to Shell OES Group Ltd and/or independent Authorities originated as a result of the Reporting itself.

Outside of the above cases, violation of the obligation of confidentiality to protect Protected Persons will result in the application of disciplinary measures pursuant to the disciplinary system.

### **8.2. The Prohibition of Retaliation**

OES Group Ltd prohibits and sanctions retaliatory acts against Protected Persons. In particular, Retaliation, as well as conduct likely to hinder the making of a Report, is disciplinary sanctionable under the disciplinary system as provided

In order to safeguard those persons:

- retaliatory dismissal of Protected Persons is null and void.
- in case of disputes related to the imposition of disciplinary sanctions, demotions, dismissals, transfers or any other measure having direct or indirect negative effects on working conditions, subsequent to the submission of the Report, it shall be presumed that such conduct was carried out because of the Report. OES Group Ltd has the duty to prove that such conduct or acts are motivated by reasons unrelated to the Reporting.

To safeguard the protection referred to in this paragraph, Protected Persons may notify the retaliation they believe they have suffered to the National Anti-Corruption Authority.

In the case of Anonymous Reports, where the Whistleblower is subsequently identified and has suffered Retaliation, the same will be guaranteed the protections provided by this Procedure.

### **8.3. Protection From Detriment**

Wrongdoing reported by an employee will typically (although not necessarily) be something they have witnessed at work.

With regards to employees, OES Group Ltd will ensure the Public Interest Disclosure Act 1998 is applied in all cases. This policy does not form part of an employee's contract of employment and may be amended or withdrawn at any time.

OES Group Ltd commits that no individual who makes a report under this policy will be subjected to any detriment as a result, in accordance with the Employments Rights Act 1996.

In the event that a person believes they are being subjected to a detriment by any other person within OES Group Ltd as a result of their decision to disclose, they must inform the Whistleblowing Officer and appropriate action will be taken to protect them from any reprisals.

## 9. Untrue Allegations

If an individual makes an allegation or raises concerns in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and particularly if they persist with making them, action may be taken against that individual.

## 10. Processing of Personal Data

The processing of personal data collected as part of the Whistleblowing process is carried out as defined in the privacy policy and in full compliance with the privacy legislation and with the provisions of the Whistleblowing Decree. In doing that, sets a fair balance between the rights of the Reported person and the right to confidentiality of the Whistleblower's identity, implementing the technical and organizational measures set forth in this Procedure to ensure, in accordance with applicable regulations, the security of personal data. It is possible that the exercise of rights by the Reporting Person or the Reported Person (subjects "concerned" under privacy regulations) may be restricted in order to ensure the protection of the rights and freedoms of others. It should be recalled that under no circumstances may a Reported person be allowed to use his or her rights to obtain information about the identity of the Reporter.

## 11. Retention of Reports

We keep a record of all correspondence relating to whistleblowing and the final outcome. We may report instances of whistleblowing to our Board of Directors and members but will never provide details of the content of the complaint or the complainant.

The Reporting Manager must keep the Reports and the related documentation for as long as it takes to process them; in any case, the Reporting Manager must keep them for no longer than five years from the Report's final outcome date of communication, or for the different retention period provided by law. The beginning of the retention period descends from the final outcome of the Reporting (i.e. filing, findings of the investigation etc.).

## 12. Approval, Review & Dissemination

The present Procedure is approved by the Directors of OES Group Ltd.

Any changes and/or additions that may become necessary or appropriate due to:

- regulatory and/or jurisprudential developments;
- alignment with best practices and with National Anti-Corruption Authority guidelines;
- monitoring activities and supervening organizational needs;

;may be proposed by the relevant corporate functions or by the Directors, which is responsible for final approval.