



N O R C R O S

Group Whistleblowing Policy and Procedures



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1 Introduction and Policy Statement

- 1.1. At Norcross we are dedicated to fostering an inclusive and ethical work environment that reflects our support for our employees in the moments that matter in work and in life. Guided by the principles of the UK Corporate Governance Code, we prioritise effective leadership, transparent operations, and meaningful engagement with all stakeholders. To that end, our policies are designed to ensure that our practices are progressive and promote a collaborative culture in which everything that we do is rooted in care, courage, connection and common sense, contributing to sustainable success for all.
- 1.2. Norcross plc, and its operating subsidiaries and divisions (collectively “Norcross”), is committed to achieving and maintaining high standards with regard to behaviour at work, service to its customers and in all its working practices. Employees are expected to conduct themselves with integrity, impartiality and honesty. Norcross seeks to develop a culture where inappropriate behaviour at all levels is challenged. To achieve this Norcross encourages the reporting of genuine concerns about malpractice, illegal acts or failures to comply with recognised standards of work without fear of reprisal or victimisation.

Employees will often be the first to know when someone inside or connected with an organisation is doing something illegal or improper but may be reluctant to take the opportunity of reporting their concerns. This may be because they feel that speaking up would be disloyal to their colleagues or the business where they work, it may be because they do not think that their concerns will be taken seriously, or they may be afraid they will be bullied or dismissed.

Norcross does not believe that it is in anyone’s interests for employees with knowledge of wrongdoing to remain silent. Norcross takes all malpractice very seriously, whether it is committed by senior managers, staff, suppliers or contractors.

Norcross has established ways and procedures by which you can raise issues which concern you at work, but at the same time wishes to reassure you that, in line with legislation, in raising concerns you will not be opening yourself to victimisation or detriment or risking your job security.

This policy is accompanied by a procedure that should be followed when reporting any concerns. The policy is designed to give you that opportunity and assure you regarding your legal protection including under the Public Interest Disclosure Act 1998 in the UK, and the Protected Disclosures Act in South Africa.

Norcross’ Whistleblowing Policy is intended to complement statutory protection rather than detract from it. For the avoidance of doubt your statutory rights will not be affected in any way by this Policy.

- 1.3. Norcross will not tolerate harassment or victimisation of a genuine whistle-blower (including informal pressures) and will treat such conduct as gross misconduct, which if proven, may result in dismissal.
- 1.4. Norcross reserves the right to amend the policy and procedure as necessary to meet any change in requirements.
- 1.5. If there is anything which you think Norcross should know about, please use the procedure. By knowing about malpractice at an early stage Norcross stands a good chance of taking necessary steps to safeguard the interests of others and protect the organisation. In short, please do not hesitate to “blow the whistle” on wrongdoing.



2 What is whistleblowing?

2.1. This policy is primarily designed to deal with concerns raised in relation to specific issues which are in the public interest, as detailed in paragraph 2.2 below.

Norcros has other policies and procedures that deal with complaints, critical or constructive comments, and appeals. Our Code of Ethics, Disciplinary, Grievance, Bullying & Harassment and Equal Opportunities policies also address standards of behaviour at work. The relevant policy should be followed in the first instance, where appropriate.

2.2. Whistleblowing is specific and means a disclosure of information made in the public interest by a worker or an external person or body where they reasonably believe that one or more of the following matters is happening now, took place in the past or is likely to happen in the future:

- A criminal offence;
- A failure to comply with a legal obligation (e.g. breach of a contractual or other common law obligation, statutory duty or requirement or administrative requirement, including suspected fraud, malpractice or breach of a code of conduct);
- Financial impropriety;
- A miscarriage of justice;
- Bribery;
- The knowing facilitation of tax evasion in all its forms;
- A danger to the health and safety of any individual;
- Damage to the environment;
- A deliberate concealment of information tending to show any of the above.

2.3. Only genuine concerns should be reported. Disclosures must be made in good faith with a reasonable belief that any information and/or allegation is substantially true, and that the disclosure is not made primarily or solely for personal gain. There must be a reasonable belief that the whistleblowing is in the public interest. A notification shown to be knowingly malicious or false will be treated as a serious disciplinary offence.

3 Who does the policy apply to?

3.1. This policy applies to all employees, including full time, part time and temporary staff (regardless of length of service), agents, contractors, suppliers and customers of Norcross.

3.2. Job applicants, members of the public, other external bodies, agencies and organisations not covered in 3.1 above who have genuine concerns about malpractice or illegal acts as outlined in paragraph 2.2 are encouraged to report their concerns.

Please note that whistleblowing is specific to the issues in 2.2 and matters relating to a complaint about your own personal circumstances should be addressed through the applicable policy and procedure in place at your place of work.

4 The Norcross Whistleblowing Procedure

4.1. You should first raise your concern with your line manager, or with an appropriate director. If for any reason you find this difficult you can raise your concern as noted below:

- Report the matter directly to the Norcross Group Company Secretary (contact details in Section 6) who is the nominated executive with responsibility for dealing with concerns raised under this policy and, where appropriate, ensuring that an investigation is conducted; or
- Use one of the two external independent Whistleblowing Reporting Lines that Norcross has made available, either for South Africa, or for the UK and the Rest of the World.
- **UK/RoW:** This reporting line is operated by Navex, who are independent of Norcross and can be contacted by telephone or online – full contact details are in [Appendix 1](#). Navex will pass your concern onto Norcross, anonymously if you wish (see 4.2). The hotline operates 24/7, 365 days a year and in the whistleblower's chosen local language.

Note: Navex will report your concern to the Norcross Group Company Secretary, the Chief Executive Officer and the Chief Financial Officer – if your report specifically names any of these individuals, only



those not named will receive the report. If your report specifically names all three individuals, the report will instead go to the Head of Group Internal Audit & Risk Assurance (Head of GIA). The Head of GIA has an independent reporting line to the Chair of the Audit & Risk Committee (an independent non-executive director) and will raise your report with them directly.

- **South Africa Only:** This reporting line is for use by NXSA and is operated by Whistleblowers Pty Ltd., who are independent of NXSA and can be contacted by telephone/email/online/post – full contact details are in [Appendix 2](#). Whistleblowers will pass your concern onto Norcros, anonymously if you wish (see 4.2). The hotline operates 24/7, 365 days a year and in the whistleblower's chosen local language.

Note: Whistleblowers will report your concern to the Norcros Group Company Secretary (deemed to be independent of NXSA management), the Managing Director of NXSA, the Finance Director of NXSA and the Corporate Affairs Executive of NXSA.

- 4.2. Anonymous notifications are not automatically disregarded but given the legal safeguards that are in place for those making allegations under this policy, anonymous notifications are usually less powerful than those from named individuals.
- 4.3. If you are unhappy with the response that you receive you may report the matter to the Norcros Group Chair. This option will not apply where a notification has been dismissed following an investigation.
- 4.4. If in doubt, you should speak to the Norcros Group Company Secretary. Your conversation will be treated in absolute confidence.

5 The Whistleblowing Investigation Procedure

Norcros will decide how to respond in a responsible and appropriate manner under this policy. An investigation will be conducted as speedily and sensitively as possible. An official written record will be kept at each stage of the procedure.

A decision as to whether a preliminary investigation should be carried out will be made within two weeks of the notification having been received. Where this is not possible, the person making the notification will receive an explanation for the delay.

- 5.1. If you report your concerns directly to Norcros, or you use the external Whistleblowing Hotline and Norcros then investigates your concern with you, you are entitled to be accompanied by your union representative (if any) or a work colleague throughout the reporting and investigation procedure.
- 5.2. Your line manager or the person to whom you have raised the concern (or to whom it has been notified) will investigate your concern/s as follows:
 - If appropriate, arrange an initial interview with you within 10 business days of receipt of your notification to ascertain your area/s of concern. This interview will remain confidential if requested. The notes taken during the interview will be sent to you to approve as an accurate record of what was discussed.
 - You will be asked whether you want your identity to be disclosed and will be reassured about the legal protection you have from possible victimisation or possible reprisals.
 - You will be asked if you are prepared to make a verbal or written statement (if you have not already done so).
 - Your manager, a more senior director or an external person or body as appropriate, will then conduct further investigations. The investigation may be conducted by the Finance team, Group Internal Audit or by external auditors, for example in the case of financial irregularity or suspected fraud. They will aim to complete the investigation within 10 working days although in serious or complicated cases, this may not be possible.
 - The person in respect of whom the disclosure is made will normally be told at an early stage, provided with supporting evidence, and given the opportunity to respond. However, it may be necessary to conduct the investigation in confidence (i.e. without informing the subject of your allegation/s) until, or if, it becomes necessary to do so. Alternatively, depending on the nature and seriousness of the matter, the person/s in respect of whom any concerns are expressed may be suspended while investigations are undertaken.



- If it is not possible to comply with the timescale set out above, you will be informed and given a revised one.

Outcome of the investigation

- 5.3. If there is a case to answer, and if appropriate, the disciplinary procedure will be initiated against the person/s who is/are the subject of the notification.
- 5.4. You will be informed of the outcome of the investigation within 10 working days of completion of the investigation (including any disciplinary investigation). The exact nature of any disciplinary action taken against any person will remain confidential.
- 5.5. Whether there was a case to answer or not, and provided that your disclosure was made in good faith because you reasonably believed it to be true, Norcross will ensure that you are protected from reprisal or victimisation as a result of your notification.
- 5.6. If it is established that your concerns were false and made maliciously then disciplinary action may be taken against you. Such disclosures may be treated as gross misconduct and may result in your dismissal without notice or payment in lieu of notice.
- 5.7. If, as a result of investigations, you are implicated in some way in any wrongdoing, disciplinary action may be taken against you. The fact that you have blown the whistle will be taken into account if any action is considered.
- 5.8. If you are not satisfied with the outcome of the investigation, you may of course consider informing other external bodies, and Norcross recognises that workers have a right to make a disclosure about certain matters of concern, as set out in paragraph 2.2 above, to the relevant authority, if they reasonably believe that the matter is in the public interest.

6 List of Key Norcross Group Contacts

Mr Richard Collins – Company Secretary and Chief Legal Officer

Tel: 01625 547706

Email: richardcollins@norcros.com

Mr Stefan Allanson – Chair of the Norcross Audit & Risk Committee

(To be contacted via the Company Secretary and Chief Legal Officer)

Mr Steve Cook – Norcross Group Chair

(To be contacted via the Company Secretary and Chief Legal Officer)

Mr Phil Maundrill – Group Head of Internal Audit & Risk Assurance

(Only to be contacted if the CEO, CFO and Company Secretary are *all* named in a report).

Tel: 07824 667266

Email: pmaundrill@norcros.com




Appendix 1 - Navex Contact Details (UK and Rest of the World excl. South Africa)

Report your concerns in confidence

If you see or suspect wrongdoing, speak up. It's free, secure and we're available 24/7.

How to contact us

 0800 086 9876







 norcros.ethicspoint.com



Appendix 2 - Whistleblowers Pty Ltd Contact Details (NXSA only)

<https://www.whistleblowing.co.za/>

The infographic features six circular icons on a dark blue background, each paired with a text description:

-  Independent, certified ethics hotline provider
-  Proven track record with over 20 years in operation
-  24/7/365 multilingual live call answering
-  Technology-driven reporting channels
-  Africa specialists with a strong global footprint
-  B-BBEE Level 2