



Whistleblowing Policy

November 2025

Version Control

Version	Status	Date	Notes	By Whom
0.1	Draft	18/06/2021	Initial draft	Thamer James Ltd
1.0	Final	01/07/2022	For Publication	Paul Bentley
2.0	Final	14/11/2025	For Publication	Paul Bentley

Document Governance

Policy Owner	Head of Regulation
Approver	Chief Executive Officer
Date approved	November 2025
Date last reviewed	June 2026
Review frequency	Annual
Next review date	June 2027
Responsible for document management	Head of Regulation

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1. Introduction

Objective

Golden Leaves supports all staff and encourages an open and transparent workplace where employees feel safe to report any concerns that they may have.

When a person reports a concern and advises that the disclosure has been made under the firm's Whistleblowing Policy, we will take every measure to ensure that the staff members' identity is protected and that they are treated in a fair and confidential manner.

Golden Leaves complies with all aspects of the Public Interest Disclosure Act 1998 (PIDA) and Chapter 18 of the FCA's Senior Management, Systems & Controls Sourcebook (SYSC) and has adopted a positive approach towards staff reporting any potential or suspected wrong doings as they apply to legislative, regulatory or statutory requirements.

Policy Definitions

'Whistleblowing' refers to any individual who has become aware of an illegal activity taking place in or in association with our business and the act of sharing this information with another person, authority or regulator, for the purposes of reporting it.

Whistleblowing is the disclosure of information reasonably believed to show wrongdoing including but not limited to:

- Criminal offences
- Breach of legal or regulatory obligations
- Miscarriages of justice
- Financial mismanagement or misconduct
- Breach of internal policies especially relating to conduct or ethics
- Putting the health and safety of others at risk
- Attempts to conceal any of the above

The person doing the reporting is known by the term 'whistleblower'. This person can be an employee, contractor, agent, client, supplier or any other third party associated with our business.

2. Scope

This policy applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or their employees, wherever located.

Staff at Golden Leaves' Appointed Representatives are required to complete whistleblowing training annually and are encouraged to use Golden Leaves' reporting processes to report any matter meeting definitions and criteria set out in this policy insofar as this relates to business carried out for or on behalf of Golden Leaves in pursuit of the Appointed Representative Agreement entered into by the parties.

3. Roles and Responsibilities

- The Head of Regulation is our '*Whistleblower's Champion*' and will put in place internal whistleblowing arrangements and will be able to handle all types of disclosures from all types of persons.
- All staff across Golden Leaves are expected to comply with the PIDA, any related regulatory requirements and our own internal policy and procedures. Failure to do so may lead to disciplinary action being taken.

At Golden Leaves we have the following designated roles:

Role	Description	Requirement
Whistleblower	The individual or group of individuals raising a concern	To raise whistleblowing concerns in good faith, in line with this policy and where there is a view that wrongdoing may have occurred.
Whistleblowing Champion	A senior individual reporting to the Board – in our case, the Head of Regulation	To promote whistleblowing procedures, oversee the integrity and effectiveness of whistleblowing arrangements, to ensure reports are handled appropriately and fairly, to report to the board on whistleblowing matters and to handle appeals and escalations

Although the Head of Regulation acts as our Whistleblower's Champion, in the event that you feel unable to report concerns directly, reports can be made to a non-executive director as an alternative.

In addition, the Head of Regulation will present an annual report on whistleblowing to the board plus details of whistleblowing reports made in the course of each year except where it is apparent (due for example to prior knowledge of and involvement in whistleblowing investigations etc) that relevant information is already known to the board.

4. Legal Requirements: Public Interest Disclosure Act 1998

The Public Interest Disclosure Act 1998 sets out the provisions for protecting whistleblowers from any adverse or detrimental treatment by their employer or colleagues. The aim of the Act is to ensure that any wrong doings within an organisation can be reported to the authorities or regulators without the reporter fearing repercussions in relation to their job or treatment.

A protected disclosure is a qualifying disclosure which meets the relevant requirements set out in part 4A of the Employment Rights Act 1996

A qualifying disclosure is a disclosure, made in the public interest, of information which, in the reasonable belief of the worker making the disclosure, tends to show that one or more of the following (a "failure") has been, is being, or is likely to be, committed: -

1. a criminal offence
2. a failure to comply with any legal obligation (which for the avoidance of doubt includes compliance with any regulatory obligation required by the FCA or any similar regulator)
3. a miscarriage of justice
4. the putting of the health and safety of an individual in danger
5. damage to the environment
6. deliberate concealment relating to any of the above

5. Our Commitments

We will take any suggestion or report of illegal activity associated with the company very seriously and will always carry out a full investigation into any allegations.

We will also ensure that any employee who makes a disclosure under this Act and policy is supported and protected against harassment and/or victimisation.

We will not tolerate any harassment or victimisation of a whistleblower (including informal pressures, suggestions or remarks) and will take appropriate action to protect any employee who raises a concern in good faith. Any employee found to be the cause of harassment or victimisation will be considered to have committed a serious disciplinary offence and will be dealt with under our disciplinary rules and procedures.

All concerns will be treated in confidence and every effort will be made not to reveal the identity of the disclosing employee if they so wish. We also support the act of making disclosures anonymously if an employee feels this is their preferred option. However, we would encourage any employee to put their name to any allegation where possible so that a follow up and proper investigation can be conducted.

6. How to raise a concern

Do not use this policy for complaints relating to your own personal circumstances such as the way you are treated at work. If you are unhappy about this, you should use our Grievance procedure.

If you believe you must whistle-blow about something covered by this policy then in the first instance, you should raise concerns with your line manager or the Head of HR.

Following that discussion (and assuming you are comfortable about making a formal notification) then you should follow the process set out below.

If (for any reason) you feel that you cannot discuss your concern with your line manager or the Head of HR, then you can still use the process set out below. You can do this anonymously but this may compromise our ability to investigate the matters raised so please consider this before making a notification.

Anyone who wishes to raise a concern (including Appointed Representative staff) can do so in the following ways:

Email: whistleblowing@goldenleaves.com

In writing: marked "Confidential – Whistleblowing". Address this to the Head of Regulation, Afon House, Aber-Rhondda Road, Porth, CF39 0LN. You should use this method if you want to maintain anonymity. If you use other methods, your identity may be revealed.

In person: by arrangement with the Head of Regulation

7. Dealing with Whistleblowing Complaints

Where the Head of Regulation is notified of a potential whistleblowing complaint they will:

- Investigate the concern raised, including meeting with the source of the complaint (if identified)
- Decide if the matter should be dealt with under the Whistleblowing Procedure, including gathering information to assess whether the matter fulfils appropriate criteria
- Review the matter and reach a decision about whether further action should be taken, which may also include a notification to the FCA pursuant to SUP 15, PRIN 11 and the Consumer Duty. The person raising the concern will be notified of this decision.
- If the matter is to be taken further, the Head of Regulation will investigate as required. He/she is entitled to be given access to all records required to carry out an investigation. Whistle-blowers should be aware that it may not always be possible to protect their anonymity (if this required) during the course of investigations. If anonymity is essential, then whistleblowers should recognise that this may compromise ability to carry out investigations.
- Upon conclusion, all parties will be notified of the outcome in writing. Where the Head of Regulation decides not to proceed with an investigation or that no actions are required after reviewing the complaint details, this decision will be explained fully to the individual who raised the concern, where their identity is known. The individual will also have the opportunity to escalate the incident to a Board Director or to the FCA.

8. Non-Whistleblowing Complaints

Where the Head of Regulation deems the complaint to be dealt with under an alternate company procedure (e.g. general complaint procedure, grievance procedure), they will advise the person making the disclosure as to the appropriate steps to follow.

9. Whistleblowing to the FCA

Where staff believe that it is not possible to whistle-blow using Golden Leaves' procedures (for example, because of alleged involvement in the activity or behaviour giving rise to the whistleblowing

by a close colleague, a supervising manager or someone involved in the whistleblowing investigation process), it is possible to do this directly to the FCA without raising this internally.

Staff can do this anonymously if they wish to do so but they should attempt to raise concerns internally if possible before notifying the FCA. The FCA will not disclose the existence of a whistleblower when making enquiries or mention this to anyone outside the FCA unless required to do so.

Staff who want to make a report to the FCA can do this as follows:

- Phone 020 7066 9200 during office hours or leave a message
- Email whistle@fca.org.uk
- Write to Intelligence Department (ref PIDA), Financial Conduct Authority, 12 Endeavour Square, London, E20 1JN

Before considering making a whistleblowing report to the FCA, staff are advised to understand the regulator's processes for whistleblowing and what will happen if these processes are used. These are available at www.fca.org.uk/firms/whistleblowing

10. Whistleblowing Awareness & Training

We will provide appropriate training to staff to make them aware of their rights under the PIDA and SYSC.

Training on this policy forms part of the induction process for all new workers and will be repeated annually.

11. Record Keeping

The Head of Regulation will maintain a confidential file of concerns and/or complaints raised under this policy which is protected to a sufficient level of security to ensure the confidentiality of whistleblowers and the subjects and outcomes of investigations.

If disciplinary action is taken, then the files will be maintained by the Human Resources team and the details will be retained on the individual's personal file.

The information will be retained in accordance with the Golden Leaves Record Retention Policy.

As mentioned previously, the Head of Regulation will also prepare a report once each year to be delivered to the board.

12. Other FCA Requirements

Where staff leave Golden Leaves and agreement is reached for the purposes of settling a potential employment tribunal claim, other court proceedings or employment disputes ("settlement agreement"), FCA rules require that such agreements include terms which make clear that nothing in such an agreement prevents ex-employees from making protected disclosures. The FCA recommends that such agreements state that:

"For the avoidance of doubt, nothing precludes [name of worker] from making a protected disclosure within the meaning of Part 4A (Protected Disclosures) of the Employment Rights Act 1996. This includes protected disclosures made about matters previously disclosed to another recipient."

Additionally, Golden Leaves will not request as part of settlement agreements that employees enter into warranties which require them to disclose to the firm that they have made a protected disclosure or that they know of no information which could form the basis of a protected disclosure.

In the event that any case before an employment tribunal is contested by Golden Leaves but lost where a claimant successfully bases all or part of their claim on either detriment suffered as a result of making a protected disclosure in breach of section 47B of the Employment Rights Act 1996 or being unfairly dismissed under section 103A of the same Act, a report will be made to the FCA by the Head of Regulation in accordance with SUP 15 and Principle 11.

13. Annual Review

This policy will be reviewed annually by the Head of Regulation to ensure it is aligned with the appropriate legal and regulatory requirements as well as best practice compliance standards.

Any changes to the policy will be approved by the Board.