HAMAMATSU
PHOTON IS OUR BUSINESS

# HAMAMATSU PHOTONICS UK LIMITED

# WHISTLEBLOWING POLICY

(Making a Disclosure in the Public Interest)

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## 1. Introduction

Hamamatsu Photonics UK Limited (HPUK) is committed to the highest standards of openness, probity, and accountability.

An important aspect of accountability and transparency is a mechanism to enable staff and other members of the Company to voice concerns in a responsible and effective manner. It is a fundamental term of every contract of employment that an employee will faithfully serve his or her employer and not disclose confidential information about the employer's affairs. Nevertheless, where an individual discovers information which they believe shows serious malpractice or wrongdoing within the organisation then this information should be disclosed internally without fear of reprisal, and there should be arrangements to enable this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told).

The Public Interest Disclosure Act 1998 gives legal protection to employees against being dismissed or penalised by their employers as a result of publicly disclosing certain serious concerns. The Company has endorsed the provisions set out below to ensure that no members of staff should feel at a disadvantage in raising legitimate concerns. It should be emphasised that this policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial, or business decisions taken by the Company nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures.

## 2. Safeguards

**Protection** - this policy is designed to offer protection to those employees of HPUK who disclose such concerns provided the disclosure is made:

- in good faith;
- in the reasonable belief of the individual making the disclosure that it tends to show malpractice or impropriety and if they make the disclosure to an appropriate person (see below).

It is important to note that no protection from internal disciplinary procedures is offered to those who choose not to use the procedure. In an extreme case, malicious or wild allegations could give rise to legal actions on the part of the persons complained about.

## 3. Confidentiality

HPUK will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.

## 4. Anonymous allegations

This policy encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less credible, but they may be considered at the discretion of the Company. In exercising this discretion, the factors to be taken into account will include:

- The seriousness of the issues raised;
- The credibility of the concern;
- The likelihood of confirming the allegation from attributable sources.

## 5. Untrue allegations

If an individual makes an allegation 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 he or she persists with making them, disciplinary action may be taken against that individual.

## 6. Qualifying disclosures

This policy is designed to enable employees of the Company to raise concerns internally and at a high level and to disclose information which the individual believes shows malpractice or impropriety. This policy is intended to cover concerns which are in the public interest and may at least initially be investigated separately but might then lead to the invocation of other procedures e.g. disciplinary.

Certain kinds of disclosure qualify for protection. These are disclosures of information which you reasonably believe are made in the public interest and tend to show one or more of the following relevant failures is either currently happening, took place in the past, or is likely to happen in the future:

- a criminal offence, including offences such as theft, fraud or acts of bribery;
- the breach of a legal obligation;
- a miscarriage of justice;
- a danger to the health and safety of any individual;
- damage to the environment;
- Improper conduct or unethical behaviour;
- deliberate concealment of information tending to show any of the above matters.

Only disclosures of information that fall within one or more of these categories qualify for protection.

Your belief must be reasonable, but it need not be correct. It might be discovered subsequently that you were, in fact, wrong or mistaken in your belief, but you must be able to show that you held the belief and that it was a reasonable belief to hold in the circumstances at the time of disclosure. Note that it is not your responsibility to investigate the matter. That is the Company's responsibility.

You must also reasonably believe that your disclosure is made in the public interest. It will therefore not include disclosures which can properly be characterised as being of a personal rather than a wider public interest, for example a disclosure about a breach of the terms of your own contract of employment which does not affect anyone else.

## 7. Protected disclosure

For a qualifying disclosure to be a protected disclosure, you need to make it to the right person and in the right way. There are a number of methods by which you can make a protected disclosure, but the Company always encourages all employees, workers, agency workers, consultants and contractors to raise any disclosure internally in the first instance.

You are protected if you make a qualifying disclosure to either:

- the Company, or

- where you reasonably believe that the relevant failure relates solely or mainly to the conduct of a person other than the Company or any other matter for which a person other than the Company has legal responsibility, to that other person.

You are encouraged to raise any qualifying disclosures that you may have by following the disclosure procedure set out below.

If your concern relates to a breach of your own contract of employment which does not affect anyone else, you should use the Company's grievance procedure instead as these types of disclosure are not made in the public interest and are therefore not covered by this policy.

## 8. Procedures for making a disclosure

On receipt of a complaint of malpractice, the member of staff who receives and takes note of the complaint, must pass this information as soon as is reasonably possible, to the appropriate designated investigating officer as follows:

- Complaints of malpractice will be investigated by the Managing Director unless the complaint is against the Managing Director or is in any way related to the actions of the Managing Director. In such cases, the complaint should be passed to the Sales Director or Financial Controller.

- In the case of a complaint, which is any way connected with, but not against the Managing Director, a Senior Manager or external party will act as the alternative investigating officer.

- The complainant has the right to bypass the line management structure and take their complaint direct to the Managing Director. The Managing Director has the right to refer the complaint back to senior management if he/she feels that the management without any conflict of interest can more appropriately investigate the complaint.

Should none of the above routes be suitable or acceptable to the complainant, then the complainant may approach one of the following individuals who have been designated and trained as independent points of contact under this procedure. They can advise the complainant on the implications of the legislation and the possible internal and external avenues of complaint open to them:

- HR Manager;
- Group Leader / Customer Services Manager.

If there is evidence of criminal activity, then the investigating officer (IO) should inform the police. The Company will ensure that any internal investigation does not hinder a formal police investigation.

## 9. Timescales

Due to the varied nature of these complaints, which may involve internal / external investigators and / or the police, it is not possible to lay down precise timescales for such investigations. The investigating officer should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

The investigating officer should, as soon as practically possible, send a written acknowledgement of the concern to the complainant and thereafter report back to them in writing the outcome of the investigation and on the action that is proposed. If the investigation is a prolonged one, the investigating officer should keep the complainant informed in writing, as to the progress of the investigation and as to when it is likely to be concluded.

All responses to the complainant should be in writing and sent to their home address marked "*confidential*".

## 10. Investigating procedures

The investigating officer should follow these steps:

- Full details and clarifications of the complaint should be obtained.
- The investigating officer should inform the member of staff against whom the complaint is made as soon as is practically possible. The member of staff will be informed of their right to be accompanied by a trade union or work colleague at any future interview or hearing held under the provision of these procedures. At the discretion of the investigating officer and dependant on the circumstances of the complaint an alternative representative may be allowed e.g., the individual's legal representative.

- The investigating officer should consider the involvement of the Company auditors and the Police at this stage and should consult with the Managing Director / Senior Management if appropriate.

- The allegations should be fully investigated by the investigating officer with the assistance where appropriate, of other individuals / bodies.

- A judgement concerning the complaint and validity of the complaint will be made by the investigating officer. This judgement will be detailed in a written report containing the findings of the investigations and reasons for the judgement. The report will be passed to the Managing Director as appropriate.

- The Managing Director will decide what action to take. If the complaint is shown to be justified, then they will invoke the disciplinary or other appropriate Company procedures.

- The complainant should be kept informed of the progress of the investigations and, if appropriate, of the final outcome.

- If appropriate, a copy of the outcomes will be used to enable a review of Company procedures.

- If the complainant is not satisfied that their concern is being properly dealt with by the investigating officer, they have the right to raise it in confidence with the Managing Director or one of the designated persons described in number 8 above "*Procedures for making a disclosure".*

- If on conclusion of the above stages, the complainant is not satisfied with the outcome of the internal investigation and reasonably believe that appropriate actions have not been taken, they may then report the matter to the HPK Head Office as outlined in Section 11.

- Alternatively, the complainant may report the matter externally to the proper authority in accordance with the provisions of the Act. The Act sets out a number of prescribed external bodies or persons to which qualifying disclosures may be made and can be accessed as detailed in number 11 below "*External reporting bodies and persons".*

However, Hamamatsu Photonics UK Limited always encourages all employees, workers, agency workers, consultants and contractors to raise their concerns directly in the first instance, rather than externally. This enables issues to be dealt with promptly and speedily.

## 11. HPK Compliance Hotline

If you are unable to report such matters to the local manager – whether the complaint involves your manager, the Managing Director, or another senior manager – please be aware that HPK has a Global Whistleblowing Policy in place. This policy ensures that any concerns related to misconduct or illegal activity can be raised confidentially, without the knowledge of the local manager, while safeguarding the identity of the individual making the allegation.

This ensures that, moving forward, any employee or external stakeholder will have the ability to report misconduct directly to the parent company in Japan through an external third-party portal, accessible via QR code:

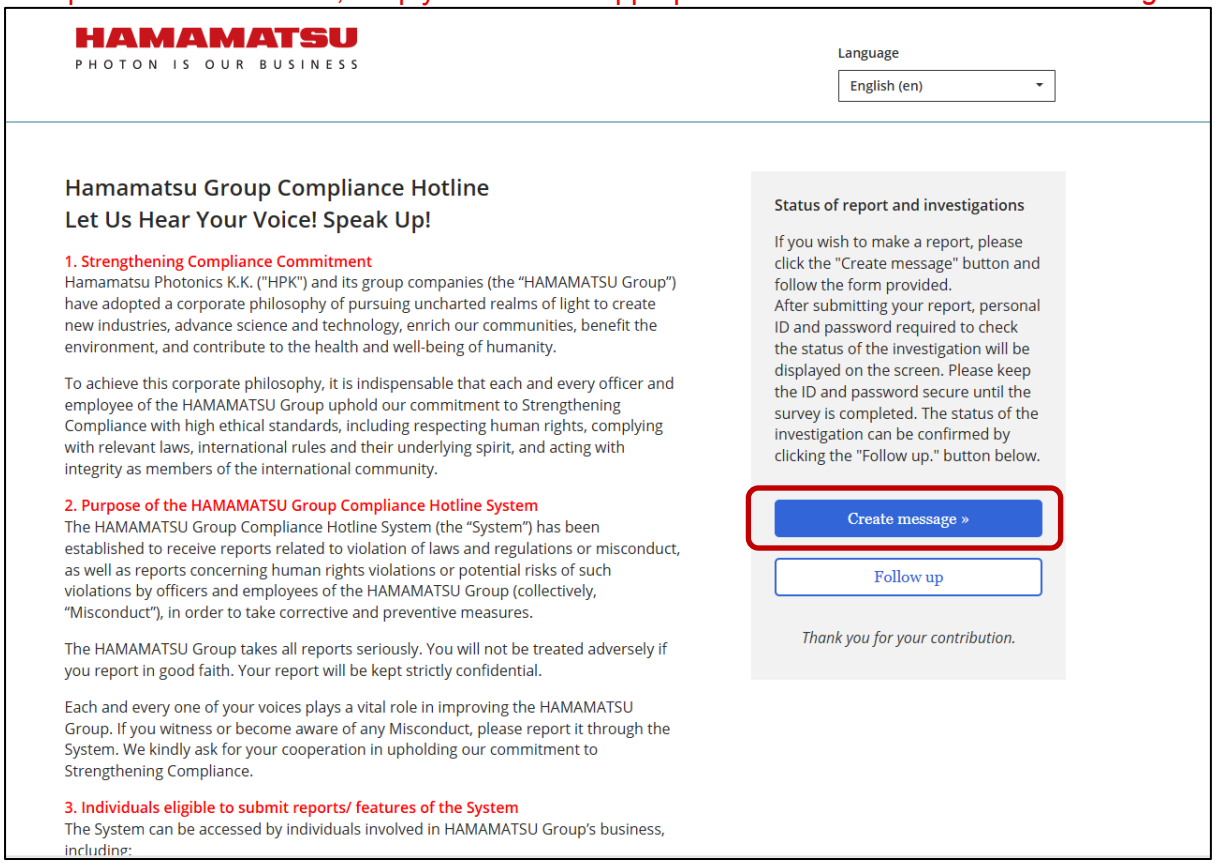



Or through a link on the website:

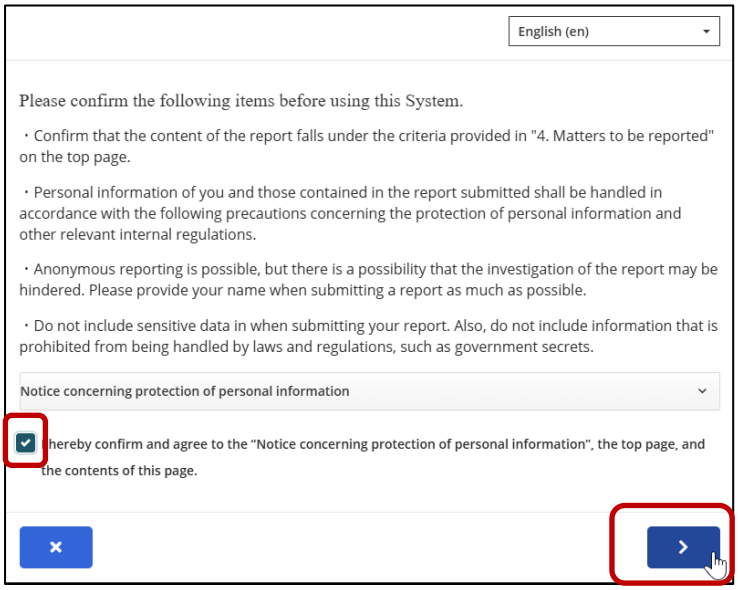
- Hamamatsu Group Compliance Hotline (for Hamamatsu group employees) - https://report.whistleb.jp/en/hpkgrp_whistleblower

- Compliance Hotline for business partners (for external stakeholders) – https://report.whistleb.jp/en/hpk_whistleblower

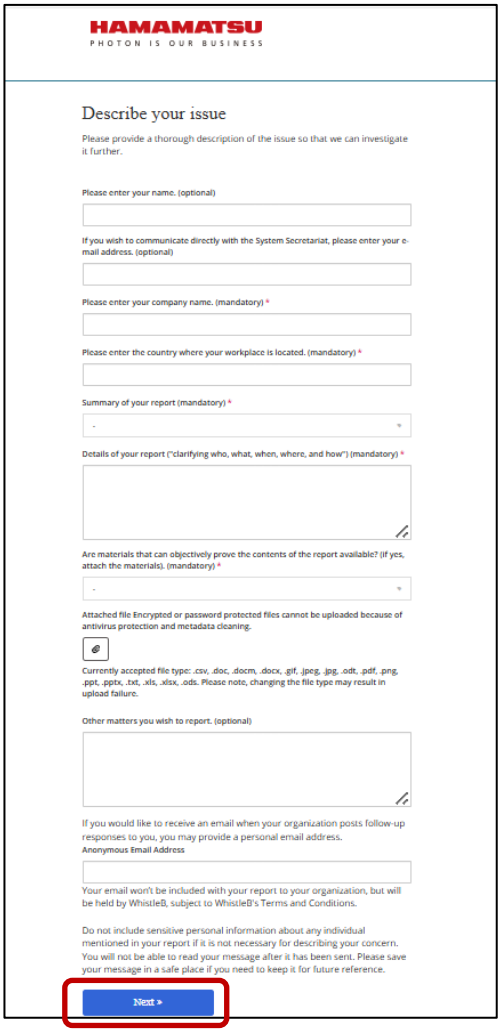
To report an issue to HPK, simply click on the appropriate link and select *"Create message"*

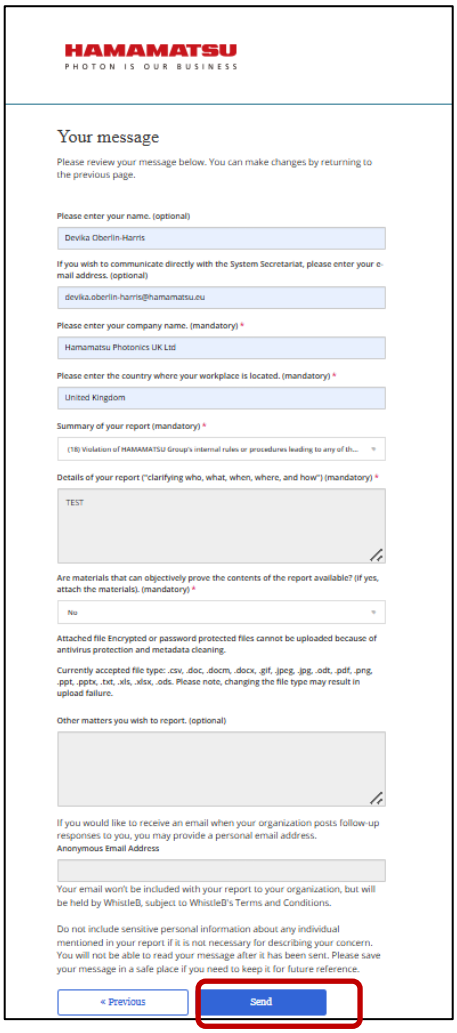


Select the *"Confirm & Agree"* checkbox, then click the next arrow to proceed.




Fill out the form, ensuring you provide as much detail as possible. If needed, you can attach relevant documents. You also have the option to remain anonymous. Once you've completed the form, click *"Next"* to proceed to the review page before submitting by clicking *"Send"*.



## 12. External reporting bodies and persons

Below is a list of related prescribed bodies and persons who you can make a disclosure to. The full list can be accessed at:

https://www.gov.uk/government/publications/blowing-the-whistle-list-of-prescribed-people-and-bodies--2.

## Business, finance or fraud

Commissioners for HM Revenue and Customs (HMRC)
Contact them about the administration of UK taxes; the administration of national insurance and tax credits systems; customs and border-related functions; criminal investigations.

HMRC Fraud Hotline
Cardiff
CF14 5ZN
Tel: 0800 788 887
Website: www.gov.uk/government/organisations/hm-revenue-customs/contact/reporting-tax-evasion

The Director of the Serious Fraud Office
Contact them about serious or complex fraud, including bribery and corruption, in England, Wales or Northern Ireland and civil recovery of the proceeds of unlawful conduct.

The Director of the Serious Fraud Office
2-4 Cockspur Street
London
SW1Y 5BS
Website: www.sfo.gov.uk/contact-us/reporting-serious-fraud-bribery-corruption

The Financial Conduct Authority (FCA)
Contact them about money laundering, financial crime, and other serious financial misconduct, in connection with activities regulated by the FCA.

Financial Conduct Authority (FCA)
Intelligence Department (ref PIDA)
12 Endeavour Square
London
E20 1JN
Tel: 020 7066 9200
Fax: 020 7676 9727
Email: whistle@fca.org.uk
Website: www.fca.org.uk/site-info/contact/whistleblowing

## Data protection and freedom of information

The Information Commissioner
Contact them about compliance with the requirement of legislation relating to data protection and to freedom of information.

The Information Commissioner's Office
Wycliffe House
Water Lane
Wilmslow
SK9 5AF
Tel: 0303 123 1113
Email: icocasework@ico.org.uk
Website: www.ico.org.uk

## Environment

The Environment Agency
Contact them about acts and omissions which have an actual or potential effect on the environment or the management or regulation of the environment. This includes those relating to pollution, abstraction of water, flooding, the flow in rivers, inland fisheries and migratory salmon or trout.

National Customer Contact Centre
PO Box 544
Rotherham
S60 1BY
Tel: 03708 506 506
Website: www.gov.uk/environment-agency

## Equalities and human rights

Equality and Human Rights Commission
Contact them about compliance with the requirements of legislation relating to equality and human rights.
Tel: 0161 829 8100
Email: whistleblowing@equalityhumanrights.com
Website: www.equalityhumanrights.com/whistleblowing

## Health and safety

The Health and Safety Executive
Contact them about the health and safety of individuals at work, or the health and safety of the public arising out of or in connection with the activities of persons at work.
Tel: 0300 003 1647
Online form: www.hse.gov.uk/contact/concerns.htm

## Pensions

The Pensions Regulator
Contact them about matters relating to the protection of members' benefits under work-based pension schemes and the administration and governance of such schemes (this includes matters relating to automatic enrolment under the Pensions Act 2008).

General Counsel and Governance Office
Napier House

Trafalgar Place
Brighton
BN1 4DW
Tel: 0345 600 7060
Email: report@tpr.gov.uk
Website: www.thepensionsregulator.gov.uk