



Speak Up Policy



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Document Details

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1. Introduction

FBD is committed to conducting business on a daily basis with fairness, integrity and respect for our employees, customers, stakeholders, regulation and our values. Despite this commitment, you may one day observe conduct that seems to breach our Code of Conduct, policies and/or values. If you observe or suspect such concerns, you are encouraged to Speak Up. By doing so, you give FBD the opportunity to deal with the issue. Staying silent about possible misconduct may worsen the situation and decrease trust.

We truly value the help of employees who identify and Speak Up about potential concerns that need to be addressed. Speaking Up is encouraged and employees who Speak Up are protected. You will not suffer for raising concerns in good faith about suspected misconduct and we do not tolerate any form of retaliation against you for Speaking Up.

2. Purpose

The Protected Disclosures (Amendment) Act 2022 (the “Act”) transposes the EU Whistleblowing Directive and amends the existing Irish framework for the protection of whistle-blowers under the Protected Disclosures Act 2014 (2014 Act).

In line with the Protected Disclosures (Amendment) Act 2022, the purpose of this Policy is to ensure that:

- All employees are aware of the arrangements and protection in place for raising concerns in respect of wrongdoing in the Group.
- All employees are aware that it is safe and appropriate for all employees to raise a concern.
- FBD take appropriate measures to ensure concerns are appropriately investigated and to safeguard employees who:
 - Raise genuine concerns; or
 - Are the subject to an investigation; or
 - Were the subject to an investigation and where no evidence of wrongdoing was discovered.

3. Leadership

The policy owner is the Chief HR Officer.

4. Target Audience

The target audience for this policy is those defined as a “worker” under the Act. For the avoidance of doubt, this includes permanent, part-time and fixed-term employees, senior management, directors, non executive directors, volunteers, trainees, shareholders, consultants, former employees and job applicants.

5. Contacts

Any queries regarding this policy should be directed to the Chief HR Officer - Carolyn.OHara@fbd.ie



6. Review & Approval

The Chief HR Officer will co-ordinate and be responsible for the review of this policy. This policy will be reviewed at least annually or more frequently if there are significant changes.

7. Governance, Roles & Responsibilities

The key roles and responsibilities relating to the Speak Up Policy are as follows:

Board (FBD Holdings plc and FBD Insurance plc)

The Board is responsible for the approval of the Speak Up Policy and supporting procedure.

Audit Committee (FBD Holdings plc and FBD Insurance plc)

The Audit Committee is responsible for reviewing and recommending for approval to the Board, the Speak Up Policy and supporting procedure.

Line Management

Line Managers are persons within the Group with whom concerns under the Speak Up Policy can be raised. Line Management in receipt of a concern raised through the Speak Up Policy are required to forward the concern to a Senior Designated Persons.

Senior Designated Persons

Senior Designated Persons are persons within the Group with whom concerns under the Speak Up Policy can be raised. They have responsibility for the investigation of concerns raised through the Speak Up Policy.

Head of Compliance

The Head of Compliance is a Senior Designated Person. In addition to this, the Head of Compliance shall maintain a record of matters related to the concern raised.

8. What Concerns can I Raise?

A concern is defined as information disclosed by an employee in the reasonable belief that it constitutes potential or actual wrongdoing, taking place or having taken place, within the Group and which came to their attention. It may include:

- Acts of bribery, corruption or fraud;
- Breaches of the applicable laws governing:
 - Financial services
 - Products and markets
 - Prevention of money laundering and terrorist financing
 - Consumer protection
 - Protection of privacy and personal data and security of network and information systems
 - Competition Law
 - Market abuse
 - Corporate tax rules
 - Protection of the environment
- Gross negligence, mismanagement or malpractice that may harm the reputation or financial wellbeing of FBD;
- Environmental, health and safety issues;
- Breach of confidentiality;
- Serious breaches of our policies and/or procedures;
- Misleading or unethical behaviour.

Grievances about interpersonal conflicts between the reporting person and another worker or about his/her employer which relates exclusively to the reporting person are excluded from the Act. These are managed by Human Resources and should be reported using the appropriate HR policy e.g. *Harassment & Bullying policy*. These policies are available on the Intranet and / or from Human Resources.

If in doubt – Speak Up!

8.1 Our Assurances to You

If you raise what you believe to be a genuine concern, in good faith under this policy, you will not be at risk of losing your job or suffering any form of reprisal as a result. Provided you are acting honestly and in good faith, it does not matter if you are mistaken and you are not at risk of losing your job or suffering any form of retribution as a result.

It is a criminal offence to

- hinder, or attempt to hinder, someone raising a concern under the policy,
- penalising, or threatening to penalise or causing or permitting any other person to penalise or threaten penalisation,
- bringing vexatious proceedings,
- breaching the duty of confidentiality regarding the identity of reporting persons,

- making a report containing any information that the reporting person knows to be false and, or causing or permitting any other person to penalise or threaten penalisation

8.2 How to Speak Up and Raise a Concern

Our Speak Up Policy allows you to raise concerns through a variety of channels, as follows:

8.2.1 Line Management

If you have a concern about wrongdoing, we hope you will feel able to raise it first with your line manager. This may be done verbally or in writing.

8.2.2 Senior Designated Persons

If you feel unable to raise the matter with your line manager, for whatever reason, or if having raised the matter your concern continues, then you should raise the matter at a higher level with one of the Senior Designated Persons noted in the Appendix 1 to this policy. These Senior Designated Persons are persons within the Group with responsibility for the investigation of concerns raised through the Speak Up Policy.

8.2.3 Audit Committee Chairperson

If these channels have been followed and you still have concerns, or if you feel that the matter is so serious that you cannot discuss it with any of the above, then you should raise the matter directly with the Audit Committee: audit.committee@fbd.ie

E-mails sent to this address go *directly* to the external e-mail address of the Audit Committee Chairperson with a copy to the Head of Compliance so we can ensure it is actioned if the Chairperson is known to be on vacation or otherwise uncontactable.

8.2.4 External Contacts

In order to protect the reputation of the company and the FBD brand, you are strongly encouraged to exhaust all internal avenues available under this policy before reporting an issue externally. While we hope this policy gives you the reassurance you need to raise such matters internally, we recognise that there may be circumstances where you believe that you should report matters to outside bodies, such as Central Bank of Ireland, Transparency International (TI) Ireland or An Garda Síochána. (See Appendix 2 for details)

While we hope this policy gives you the reassurance you need to raise such matters internally, we would rather you raise a matter with the appropriate authority than not at all.

8.2.5 Is it possible to report anonymously?

Yes, you can make an anonymous report and use the contacts detailed in this policy. The same procedures will be followed by FBD however we encourage you to reveal your identity as it's more difficult, and sometimes even impossible, for us to investigate concerns raised anonymously.

8.2.6 What kind of information do you need to provide?

When you raise a concern please provide as much information as you have to enable FBD to assess and investigate your concern, such as:

- The background, history and reason for the concern;
- Names, dates, places and other relevant information
- Any documents that you think may support the raised concern.

8.2.7 What if you don't have all the facts?

We encourage you to Speak Up as soon as possible. If you know about or suspect misconduct, Speak Up with the facts that, you have. We do not expect you to have all the facts and you are not expected to prove that your concern is well founded.

Never investigate the matter yourself and do not seek evidence to build a strong case. We guarantee that no disciplinary measures or other steps will be taken against you if your genuine concern later turns out to be mistaken or misguided.

8.3 Confidentiality

All reporting is done confidentially. We promise that the person who receives the concern will treat your concern with the utmost discretion and confidentiality. This means that information about your concern will only be shared with a limited number of people on a strict need to know basis. Information will only be disclosed outside of this small group if we are required to do so by law.

We hope you will feel comfortable raising your concern openly. However, we recognise that there may be circumstances when you would prefer to raise a concern in confidence under this policy.

Where asked, we will take all reasonable steps to avoid disclosing your identity. This may not be possible in certain circumstances, and where necessary:

- To effectively investigate the wrong doing,
- To prevent serious risk to the health and security of others,
- To meet other legal requirements.

If such situations arise, or if we are not able to resolve the concern without revealing your identity (for instance if a statement is needed from you), we will discuss this with you, whether and how we can proceed.

If an employee shares their identity/information about a disclosure with colleagues outside of the Senior Designated Persons, they themselves have waived their confidentiality. In these circumstances, FBD will continue to comply with its obligations in respect of confidentiality. However, the wider waiver of confidentiality by the employee means that FBD can no longer assure confidentiality throughout FBD.

We are committed to protecting the privacy of everyone involved. We will do everything reasonable to safeguard personal data from unauthorised access and processing. Any personal data obtained as part of this Speak Up Policy will be only used for the purpose explained in this policy, to comply with the law and in line with our Employee Data Protection Notice.

8.4. How we will Handle the Matter

All concerns raised under the Speak Up Policy will be dealt with as per the FBD documented procedure. (A copy is available on the HR SharePoint site).

In Summary:

If you raise a concern under the Speak Up Policy, it will be acknowledged in writing within seven days of receipt and we will outline how the process will work. If you do have any personal interest in the matter, we do ask that you tell us at the outset.

An initial assessment will be undertaken and this may involve an internal inquiry or a more formal investigation. We will assess it and confirm to you (in writing) whether it falls within the scope of this policy and what the next steps are. When you raise the concern you may be asked how you think the matter might best be resolved. Also if it is decided that it should be addressed under another policy or process, for example, under the grievance or bullying and harassment policy, we will advise you on how best to proceed with that.

We will tell you who is handling the matter, how you can contact them and whether your further assistance may be needed.

You will be updated on progress including when the investigation is completed. We will give you as much feedback as we properly can. Please note, however, that we may be limited in the feedback we can provide and will only provide feedback where possible.

If it turns out that there is no wrongdoing, then we will close the case and there will be no further action. If wrongdoing is proven, then the correct actions will be taken to address it.

We promise you that, as long as you acted in good faith raising the concern, then we will not allow you to be subjected to any detrimental treatment even if that concern proves to be unfounded upon investigation.

8.5 If you are Dissatisfied

If you are unhappy with our response or feel that you suffered detriment from a breach of confidentiality, we would ask you to firstly contact one of the FBD contacts listed below. Alternatively, you can always contact one of the external contacts listed below.

9. Document Control

Revision History

Version Number	Date	Changes	Author/Editor
1.6	08/02/2022	Put into new Policy Template Updated Transparency Ireland details	Joseph O'Malley

Review History

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Sign Off

Version Number	Date	Name of Sign Off
1.0	21/10/15	FBD Board
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1.2	03/08/17	FBD Board
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1.5	25/02/21	FBD Board
1.5.1	23/06/21	FBD Board
1.6	03/03/22	FBD Board
1.7	09/12/22	FBD Board

Appendix A: Senior Designated Persons

Carolyn O' Hara

Chief HR Officer

Phone: (01) 409 3408

Email: Carolyn.OHara@FBD.ie

Tomás O' Midheach

Group Chief Executive

Phone:

Email: Tomas.OMidheach@FBD.ie

Joseph O'Malley

Head of Compliance

Phone (01) 409 3336

Email: Joseph.omalley@fbd.ie

Paul Dolan

Head of Internal Audit

Phone (01) 409 3746

Email: Paul.dolan@fbd.ie

or

Audit Committee Chairperson

Email: audit.committee@fbd.ie

Sylvia Cronin

Director for engagement with the workplace

Email: DirectorofEngagement@fbd.ie

Appendix B: External Contact Details

Officer of the Protected Disclosures Commissioner

Telephone: (01) 639 5650

Address: 6 Earlsfort Terrace, Saint Kevin's, Dublin 2, D02 W773

Central Bank of Ireland – Protected Disclosures Desk

E-mail: confidential@centralbank.ie

Telephone: 1890 130014: Calls are answered Monday to Friday 9.30am - 5.00pm

Post: Protected Disclosures Desk, Central Bank of Ireland, PO Box 11517, Spencer Dock, Dublin 1, D01 W920.

Transparency International Ireland

E-mail: admin@transparency.ie

Telephone: 0873859996

Speak Up Helpline: 1800 844 866

Address: Floor 3, 69 Middle Abbey Street, Dublin 1

An Garda Síochana

Garda Confidential: 1800 666 111