

## Background

At Nationwide we are committed to conducting our business with openness, transparency and integrity. Nationwide has a Whistleblowing policy which sets out the process through which genuine concerns about potential or actual wrongdoing or misconduct by Nationwide's employees or its third parties can be raised. The purpose of the employee facing policy is: **a)** to ensure that concerns are appropriately investigated and responded to; and **b)** that all employees, contractors and temporary staff can feel confident to raise concerns without fear of negative repercussions, even if the concerns turn out to be mistaken. It also enables Nationwide to meet with the regulatory requirements in respect of Whistleblowing arrangements as set out by the Prudential Regulation Authority (PRA) and the Financial Conduct Authority (FCA).

Nationwide also encourages any other party with whom they have (or have had) some type or relationship with (such as business partners and suppliers) to speak with us if they have a concern about possible wrongdoing within our Society. This guide sets out the policy requirements which must be met by third parties to ensure that all those engaged to work with Nationwide are clear they are able to whistleblow and do not feel deterred from doing so. This guide provides a summary of the key requirements and how third parties can comply with those requirements.

## Policy definitions

**'Protected disclosure'** – a “qualifying disclosure” as defined in section 43B of the Employment Rights Act 1996, is in summary, 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 (“failures”) has been, is being, or is likely to be, committed:

- (i) a criminal offence; or
- (ii) a failure to comply with any legal obligation; or
- (iii) a miscarriage of justice; or
- (iv) the putting of the health and safety of an individual in danger; or
- (v) damage to the environment; or
- (vi) deliberate concealment relating to any of (i) to (v);

it is immaterial whether the failure occurred, occurs or would occur in the United Kingdom or elsewhere, and whether the law applying to it is that of the United Kingdom or of any other country or territory.

**'Reportable concern'** - a concern held by any person in relation to the activities of a firm, including:

- (a) anything that would be the subject-matter of a protected disclosure, including breaches of rules;
- (b) a breach of the firm's policies and procedures; and
- (c) behaviour that harms or is likely to harm the reputation or financial well-being of the firm.

## Policy requirements

Third parties regulated by the FCA or PRA must have appropriate internal procedures for handling reportable concerns made by whistleblowers as part of an effective risk management system. In most instances, where an employee of a third party has a concern relating to wrongdoing, misconduct or inappropriate behaviours at Nationwide, we would expect that they could raise this with their Manager or with the Nationwide Senior Relationship Owner, and that their concerns would be fully investigated and resolved. However, there may be circumstances where a third-party employee or their Manager wishes to raise concerns confidentially or anonymously directly with Nationwide through Nationwide's Whistleblowing arrangements.

Nationwide policy encourages third parties to:

- inform their employees that in addition to their own internal procedures, employees engaged to work with Nationwide can also raise a concern by:
  - a)** contacting Nationwide's Whistleblowing team, via phone, email or by using the external web portal or mobile app hosted by Ethicspoint on behalf of Nationwide; or **b)** by raising their concern directly with the FCA or the PRA; and
- ensure that nothing in their arrangements prevents or discourages employees engaged to work with Nationwide from raising a concern or making a protected disclosure, including to the regulators. Specifically, contracts of employment, non-disclosure agreements and confidentiality agreements cannot prevent workers from reporting suspected wrongdoing, misconduct or inappropriate behaviours by Nationwide employee's or its third parties.

## How third parties can comply with the policy

- Encourage employees, through communications and training, to raise concerns relating to wrongdoing, misconduct or inappropriate behaviours. If concerns relate to Nationwide, the SRO should be informed to agree an approach to investigating and resolving the concern.
- Provide employees with details of how they can escalate their concerns relating to Nationwide's business or its employees by:
  - Telephoning – 0330 460 5445
  - Emailing - [whistleblowingofficer@nationwide.co.uk](mailto:whistleblowingofficer@nationwide.co.uk);
  - reporting via the Ethicspoint web portal on <https://nbs.ethicspoint.com> 24 hours a day, seven days a week
  - Writing to - Whistleblowing Officer, First Floor B, Nationwide House, Swindon, SN38 1NW; or
  - Contacting the FCA or PRA directly.
- Ensure that nothing prevents or discourages any employee engaged to work with Nationwide from choosing to make a disclosure via any of the above channels, before following its internal arrangements.

## Responsibilities of Senior Relationship Owners

- Obtain written commitment that each third party will adhere to the policy requirements.
- Implement appropriate oversight and supervision to satisfy themselves that:
  - third parties have a mechanism to inform all relevant existing and new employees of the channels available to them to raise a concern in respect of Nationwide's business or its employees;
  - there is nothing in the third party's arrangements that prevents or discourages any employee from making any disclosure to the PRA or the FCA before making a disclosure to the third party or Nationwide.
- To be familiar with Nationwide's employee facing Whistleblowing Policy and report any concerns that meet the definition of a whistleblowing concern raised by third parties to the Nationwide Whistleblowing team in accordance with the requirements Whistleblowing Policy.