

## Background

At Nationwide we want to foster a culture of transparency, integrity and openness. A Nationwide Whistleblowing policy exists setting out the process by which matters of genuine concern can be raised (by employees, contractors and temporary staff) to ensure that such concerns are appropriately investigated and responded to. This policy is required to ensure that individuals can raise concerns without fear of any negative repercussions, and with the confidence that they will be fully investigated. It also enables Nationwide to meet with the regulatory requirements in respect of Whistleblowing arrangements as set down by the Prudential Regulation Authority (PRA) and the Financial Conduct Authority (FCA).

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 that 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 (a “failure”) 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 unethical behaviours at Nationwide, we would expect that they could raise this with their Manager or with the Nationwide Senior Relationship Owner, and their concerns would be fully investigated and if necessary resolved. However, there may be circumstances where a third-party employee or their Manager wishes to raise a concern confidentially or anonymously directly with Nationwide through Nationwide's Whistleblowing arrangements.

Nationwide policy requires third parties;

- a)** inform their employees that in addition to their internal procedures, employees engaged to work with Nationwide can also raise a concern by contacting Nationwide's Whistleblowing team or by raising their concern directly with the FCA or the PRA; and
- b)** 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.

## How third parties can comply with the policy

- Encourage employees, through communications and training, to raise concerns relating to wrongdoing, misconduct or unethical 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 raise their concerns relating to Nationwide's business or its employees by:
  - Telephoning – 01793 654165
  - Emailing - [whistleblowingofficer@nationwide.co.uk](mailto:whistleblowingofficer@nationwide.co.uk);
  - Writing to - Whistleblowing Officer, Ground Floor A, 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 through any of the above means, 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.
- Report any whistleblowing concerns raised by third parties to the Nationwide Whistleblowing team in accordance with Nationwide's Whistleblowing Policy.