

**Other documents you should read in conjunction with this document:**

- Ethical Business Practice Policy
- Employee Handbook
- Finance Policy

**Forms you should use in association with this procedure:**

- None

**Quick links:**

<http://mitiespeakup.ethicspoint.com>

## Purpose

The Whistleblowing Procedure aims to identify issues of fraud and corruption, to bring them into the open and to ensure investigations are carried out appropriately.

## Scope

This procedure applies to all Mitie employees, including managers, directors, contractors, interim and temporary staff, across all Mitie business units. This policy applies to all Mitie companies.

## Overview and requirements

Mitie is committed to an effective system of corporate governance to help the plc Board fulfil the Group's corporate responsibilities. The Board of Mitie Group PLC promotes a culture of integrity, competence, fairness, and responsibility. We want to know about any unlawful conduct, financial malpractice or dangers to the public, service users, the environment, or to anyone working for Mitie that may be occurring despite our rigorous compliance procedures.

For this reason, under the Company's Employee Handbook, Ethical Business Practice policy and the Finance policy, we encourage all our workers to raise any genuine concerns about malpractice or unlawful conduct which they suspect is taking place at work.

We recognise that you may be worried about raising such issues or may want to keep the concern to yourself. By using this procedure, you may submit your concern and it will be dealt with effectively, discretely and, if you wish, in confidence. Our independent whistleblowing service provider (EthicsPoint) is available 24/7 to handle your concerns.

This procedure sets out how we will manage this process and it applies to all employees, with no exceptions, in all our operating countries.

We are committed to conducting our business in a correct and appropriate manner, in accordance with all relevant legal requirements. Mitie is committed to maintaining an open culture with the highest standards of honesty and accountability. We take all malpractice very seriously and we have a procedure by which you can report any concerns.

**Mitie expects all employees to report any of the following:**

- Financial malpractice
- A failure to comply with a legal obligation
- Any criminal activity
- Behaviour likely to damage the reputation of Mitie
- Breaches of internal rules and regulations
- The endangering of an individual's health and safety
- Damage to the environment
- Deliberate concealment of information relating to any of the above – any deliberate, false, or malicious allegations will be taken very seriously

Mitie reserves the right to take action up to and including summary dismissal for gross misconduct, for any malicious or false allegations made with the intention of causing harm or disrepute to Mitie or any of its employees.

**As Mitie employees we must always:**

- Raise concerns in good faith
- Ensure concerns are substantially true and reasonable suspicion that the alleged malpractice has occurred or is likely to occur. We do not expect you to have absolute proof of any misconduct or malpractice that you report. However, we will ask you to give reasons for your concern and we expect you to provide enough substance to the report to enable the matter to be investigated
- Know that if you raise a genuine concern under the procedure, you will not be at risk of losing your job or suffering any form of reprisal as a result, as long as you are acting in good faith and have considered all the facts available to you, it does not matter if you are mistaken. However, if you maliciously raise a matter that you know to be untrue, this could result in disciplinary action
- Be assured that Mitie will not tolerate the abuse of vulnerable adults and children and are committed to working with other professionals to safeguard service users.
- Know that all concerns will be kept confidential
- Be assured that Mitie will not tolerate harassment, victimisation, or reprisals against anyone raising a genuine concern
- Be assured that all matters will be investigated fully and impartially taking into account the severity of the concern or complaint raised in deciding what action to take
- Be assured that if you are ever asked to pay a bribe, evade tax, or facilitate the evasion of tax or behave in any other corrupt manner as a result of your employment with Mitie, you will not suffer demotion, dismissal, or any other adverse consequences for refusing to do so, even if this refusal may result in Mitie losing business
- Know that if you are implicated, whilst we will protect you from victimisation in respect of the disclosure, we cannot give you legal immunity
- Know that concerns can be raised anonymously and in confidence using this procedure. However, if you do not tell us who you are, it will be much more difficult for us to look into the matter or to protect your position
- Know that it will not be possible to receive feedback and remain anonymous if concerns are reported via a phone call, as Mitie will need to know your identity in order to provide

feedback. If a private unidentifiable email address was used to express a concern, Mitie Group could reply to the sender without knowing their identity if preferred

- Know that if you are not a Mitie Group employee, but you are a third-party contractor or agency worker, you can still contact the whistleblowing helpline

### We must never:

- Wait for a situation to deteriorate before raising a concern
- Raise concerns for personal gain
- Abuse this process, or you may be subject to disciplinary action.

## Definitions

### Whistleblowing

The action of raising a concern, in confidence if preferred, about misconduct within, or associated with, an organisation.

### Misconduct or malpractice

Includes, but is not limited to:

- Fraud / financial malpractice
- Any act of bribery or other form of corruption
- Any form of tax evasion or facilitation of tax evasion in the UK or overseas
- Failure to comply with a legal obligation, including our internal policies and procedures
- Any criminal activity
- Behaviour which is likely to damage our reputation or financial wellbeing
- Actions which put the health and safety of staff, contractors, suppliers, or the public at risk
- Damage to the environment
- Allegations or suspected abuse or harm of vulnerable adults or children

### Workers

The deliberate concealment of any such matters.

This means all full and part-time employees of Mitie Group and third parties such as contractors, volunteers, agency workers, home workers and trainees on vocational and work experience schemes.

### Vulnerable Adult

Someone who is aged 18 or over:

- Who is, may be, in need of community services due to age, illness, or mental or physical disability
- Who is, or may be, unable to take care of himself/herself, or unable to protect himself / herself against significant harm or exploitation.

### Safeguarding

Is the multi-disciplinary work taken to minimise and manage risk to adults who may be vulnerable. It employs a framework which brings together all aspects of an investigation into an allegation of abuse against a vulnerable adult.

## Handling of concerns

We hope that in many cases you will be able to raise any concerns with your line manager, their manager or with People Support. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively.

However, where the matter is more serious, or you feel that your line manager has not addressed your concern, or you prefer not to raise it with them for any reason, you should contact the independent whistleblowing service provider (EthicsPoint) and, dependent on the concern raised, these will be passed to a member of the Whistleblowing Management team within Mitie.

We hope that employees will feel able to voice whistleblowing concerns openly under this Procedure. However, if you want to raise your concern confidentially, you can choose to remain anonymous. If it is necessary for anyone investigating your concern to know your identity, we will discuss this with you.

We do not encourage employees to make disclosures anonymously. Proper investigation may be more difficult or impossible if we cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible. If you are in any doubt, you can seek advice from our whistleblowing helpline who can provide further advice.

The Whistleblowing Management Team is made up of the following personnel:

- Deputy General Counsel
- Group QHSE Director
- Group Head of Internal Audit
- Group HR Director

All cases will be reviewed by the team member and either investigated directly by them or passed to an appointed individual to investigate. All cases will be handled confidentially. The need for legal involvement and legal privilege will also be assessed.

All cases will be investigated under the following criteria:

- Investigation will be initiated and carried out ideally within 30 days, wherever feasible
- The investigation will seek to determine the full details and clarification of the case
- Functional involvement will be limited to those appropriate to the investigation
- Open cases will not be discussed at team meetings, even if anonymised
- The external whistleblowing system will be updated with interview notes, case notes, supporting documents etc., unless documents are under legal privilege, with process updated
- Consider whether legal privilege needs to be maintained during the investigation. For confirmation of the application of legal privilege, please contact the Deputy General Counsel
- When a case is being investigated the case manager assigned still has oversight of the case and is responsible for ensuring that the case is managed until it is closed
- Case managers will keep those directly involved informed of the status of the investigation

If an investigation into a case identifies a matter which relates to a client or supplier of Mitie, and Mitie believes that the matter could be detrimental to that client or supplier's business if not appropriately resolved, Mitie will promptly notify the client or supplier, unless such notification is prohibited by law or regulation.

## Care & Custody Health Specific Requirements

When an allegation is made which relates to a person receiving healthcare services, C&CH staff have a duty of care to report the allegation as a Safeguarding incident to the local borough Safeguarding Board. Details about how to do this are available from your Contract Manager/Head of Healthcare; you should also refer to the C&CH Safeguarding Procedure and local communication flowcharts in your contract area. For prison healthcare services C&CH must notify the Care Quality Commission (CQC) of any safeguarding incident that requires formal investigation. All safeguarding issues are reported to CQC by the prison's C&CH CQC Registered Manager.

All allegations of suspected abuse or harm should be reported to your line manager immediately. If you feel your line manager is or may be involved, staff can activate the Whistleblowing procedure. If you feel your concern is not being dealt with effectively you can contact your host borough Safeguarding Team and/or CQC to report your concerns. The protection on vulnerable adults and children is paramount and therefore it is imperative that you report your concerns as soon as possible and without delay.

Any investigation into the incident will be led by the host borough Safeguarding Board and C&CH staff will follow procedures on the host borough's reporting site and local procedures agreed between the Safeguarding Board, and C&CH.

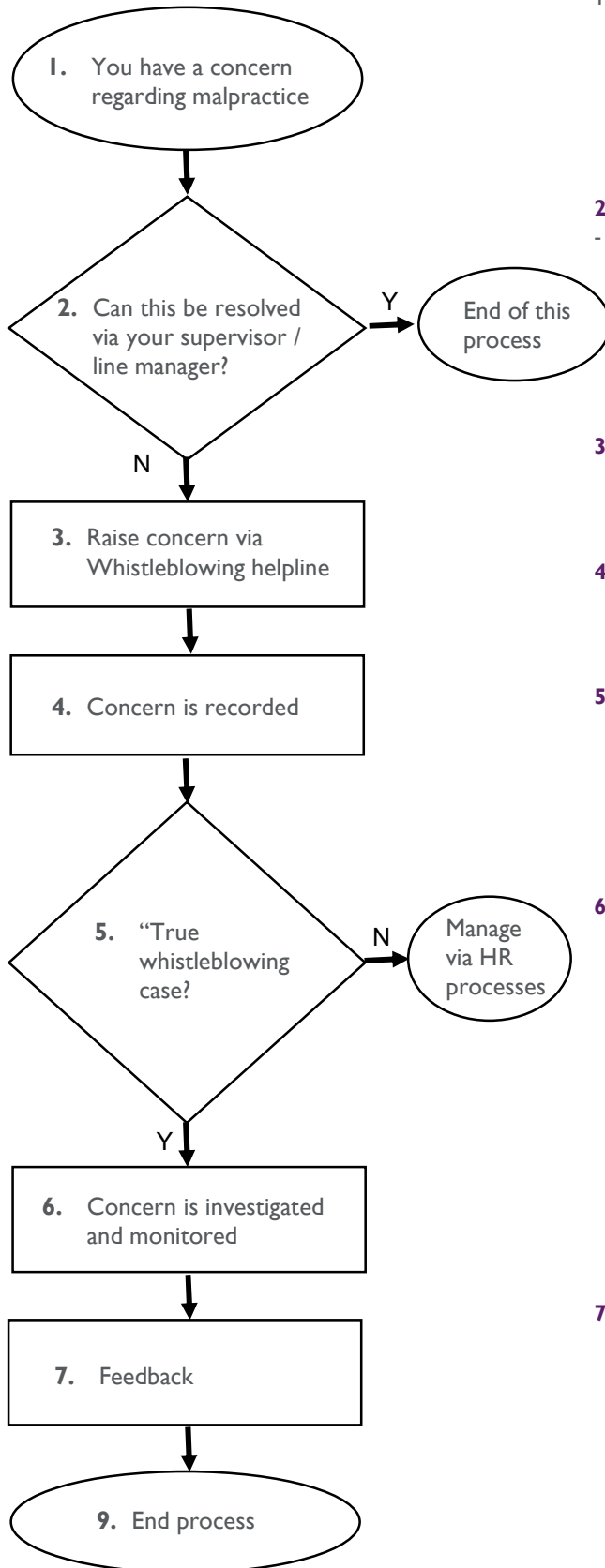
## How to Raise a Concern

Mitie are committed to conducting business in a correct and appropriate manner, in accordance with all relevant legal requirements, and to maintaining an open culture with the highest standards of honesty and accountability. If you have a concern about any activity which might constitute an infringement of applicable law or any Mitie policy, please raise the issue at the earliest opportunity either with an appropriate member of the management team of Mitie, such as the Group Legal Team, or through our Whistle-blowing Hotline.

We have an independent, confidential 'Speak Up' service, operated by EthicsPoint, if you become aware of any issues relating to bullying, harassment, discrimination, health and safety, corruption and fraud. You have a responsibility to Speak Up when you see behaviour or matters that are inconsistent with the requirements of the Employee Handbook and the policies and procedures it supports. If you're aware of any issues relating to the areas above, please make your concerns known to your Line Manager, contact People Support via AskHR on People Hub, or call 0330 1234 005. Alternatively, you can call the Speak Up line confidentially on 0800 949 6388 or via <http://mitiespeakup.ethicspoint.com/>.

There are some scenarios in Appendix I which may help you determine whether you should raise a concern via EthicsPoint, or contact People Support in the first instance.

## Process



## Responsibilities

1. **Anyone:**  
Can raise concern about malpractice at an early stage and in the right way.  
If you know or reasonable suspect that another Mitie employee or any third party (e.g., client, supplier, agent, or other representative of Mitie) has committed bribery or any other form of corruption, you should raise your concern without delay.
2. **Anyone**  
- You are encouraged to raise any concerns with your supervisor or line manager for resolution. This process will normally be all that is required to achieve a satisfactory outcome.  
If there are exceptional occasions where you feel unable to discuss an issue this way, or where such discussion does not resolve the issue, continue with the steps below as this is a simple way for you to raise any work-based concerns.
3. **Anyone**  
You can raise your concern in the following ways:  
You can telephone on: 0800 949 6388  
You can log a concern via: <http://mitiespeakup.ethicspoint.com/>
4. **External whistleblowing services (EthicsPoint)**  
Records the concern.  
Passes the case details to the appropriate Whistleblowing Management team member.
5. **Whistleblowing Management Team member**  
Assesses the nature of the call to determine if the whistleblowing procedure represents the right channel for investigation and resolution of this case or if the case is something that should be managed through the Mitie HR procedures. If the latter, the call information is passed on to HR to manage. If the former, the process is continued.
6. **Whistleblowing Management Team member**  
Any concerns raised about finance malpractice may involved Group HR, Group Internal Audit and Group Finance functions as required. Any concerns raised about bribery, tax evasion or facilitation of tax evasion or any other form of corruption must involve the Deputy General Counsel and Group Internal Audit.  
Appropriate follow up action will be taken to address the concern. If considered appropriate, the Whistleblowing Management Team member may appoint another individual to investigate the case, however oversight by the Management Team member will remain. All concerns will be dealt with impartially, taking into account the severity of the concern raised in determining what action to take and may subsequently also be reported to the Audit Committee for their consideration.
7. **Whistleblowing Management Team member**  
While the purpose of the procedure is to enable us to investigate possible malpractice and take appropriate steps to deal with it, we will give you as much feedback as we properly can. You should leave contact details to allow us to respond. Please note, we may not be able to tell you the precise action we take where this would infringe a duty of confidence owed by us to someone else.

## Appendix I – How to decide if the case is a “true” Whistleblowing

### Scenario 1 – THEFT

Over the past few weeks, you’ve noticed a colleague loading scaffolding equipment onto a Mitie van on several occasions when the Supervisor is not around. He then leaves the client site for 2-3 hours and returns with an empty van. You decide to ask your colleague what he’s up to and he tells you that he’s borrowing the equipment for a week or two to carry out work on his property. You’ve yet to see him returning any of the material he’s taken.

#### What should you do?

SPEAK UP - Unauthorised use or removal of Company property is theft. Using Company time to carry out personal tasks is also not right. If you see it, Speak Up. You should report it to senior management or call the Speak Up Hotline on call 0800 949 6388 or raise a concern via

<https://mitiespeakup.ethicspoint.com>

### Scenario 2 – BULLYING

A colleague in your team constantly criticises your work and undermines you in meetings. She has been making negative comments about you to other colleagues since you started in the office a few months ago. In meetings she takes credit for pieces of work you have done. You are uncomfortable speaking directly to her about it because she is popular in the team and is seen as an efficient worker and a ‘bright star’.

#### What should you do?

This is bullying. You should raise this issue with your line manager for advice on addressing these behaviours. You can also get guidance and advice from People Support via AskHR on People Hub or call 0330 1234 005.

### Scenario 3 - BRIBERY

Your manager wants to take on new roofing company for the client contract, as the current provider is not performing in line with expectations. You overhear your manager telling a colleague that he has asked one of the potential suppliers to give him a quote for roof repairs at his own house. You later discover from an employee of the roofing company that the work on the manager’s property was done free of charge. The supplier was then chosen to become the preferred subcontractor for all roofing work on the client contract.

#### What should you do?

SPEAK UP - The act of giving or receiving something of value to influence a business decision is Bribery. It is possible that your manager’s business decision has been influenced by getting free services from the supplier. If you see it, Speak Up. You should report it to senior management or call the Speak Up Hotline on call 0800 949 6388 or raise a concern via <https://mitiespeakup.ethicspoint.com>

## Scenario 4 – FRAUD

Some invoices have been received recently for temporary agency staff used on the contract. Your manager has asked that you delay posting these invoices for a couple of months, as a large payment is expected from the client any day now which will be used to pay the balances due. You ask your manager whether an accrual has been made for these agency costs, but do not get a response.

### What should you do?

**SPEAK UP** - It is possible that your manager has overlooked the accrual. If this does not appear to be the case, the manipulation of financial transactions to delay the recognition of an expense is fraud. Invoices should be posted to the accounts as soon as they are received to ensure timely payment. Costs that have been incurred but not yet paid for should be recognised on the balance sheet as an accrued expense. If you see it, Speak Up. You should report it to senior management or call the Speak Up Hotline on call 0800 949 6388 or raise a concern via <https://mitiespeakup.ethicspoint.com>

## Scenario 5 – DISCRIMINATION

Your colleagues regularly joke that it's time for you to retire. After a while this begins to bother you as you believe your competencies are being questioned.

### What should you do?

This could be discrimination. You should raise this issue with your line manager for advice on addressing these behaviours. You can also get guidance and advice from People Support via AskHR on People Hub or call 0330 1234 005.



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Mitie Group plc

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