



## Whistleblowing Policy

This policy applies to:

- All employees, workers and contractors working for Bibby Line Group and the divisions in the Group; including (but not limited to):
  - Bibby Line Group
  - Bibby Financial Services
  - **Bibby Marine Ltd**
  - Garic

**Confidentiality disclaimer:**

This document has been produced for internal use only.

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## 1. Version Control

Version no.	Date	Updated By	Summary of Changes	Signed Off By	Date Signed Off
2.0	June 2024	Rachael Ault / Michelle Boyd	Group & BFS Policy - Updates including changes to independent review process	BLG Exco	June 2024
2.1	Oct 2024	Mark Govier / Matt Thomas	Section 4 updated - removal of specific reference to slavery, etc. as covered elsewhere and wording aligns to Group policy. Updated with BML specific AE and designated individual for reviewing and investigating whistleblowing reports.	BML Board	

**Policy Owner** - BFS Head of Governance, Risk & Compliance.

This policy will be reviewed on an annual basis.

## 2. About this Policy

The Whistleblowing Policy is a BLG group-wide policy.

The policy has now been re-written to incorporate what we've learned from reported cases, changes in roles and responsibilities and the new legislative requirements.

- 2.1 This policy sets out the whistleblowing policy for all Bibby Line Group businesses. Bibby Line Group ("BLG") and Bibby Marine Limited and its associated companies are committed to ensuring that it treats its colleagues, clients (and their customers) and business partners fairly and to doing the right thing.
- 2.2 The geographical scope of this policy covers all Bibby Marine Limited businesses. Any variations need to be approved by the Bibby Marine Limited Board and the BLG Board.
- 2.3 This policy applies to colleagues at all levels, including full-time, part-time, permanent and fixed-term employees, managers, directors, apprentices, contractors, temporary workers and homeworkers.
- 2.4 This policy will be reviewed at least annually and, when legislative changes are made, and will be updated accordingly. All colleagues will be notified of any changes.
- 2.5 Printed copies are for reference only. Please always refer to the electronic copy for the latest version

## 3. Policy Statement

- 3.1. As a family business, driven by our shared values, including doing the right thing and trusting each other, Bibby Line Group and all of its businesses, including Bibby Marine Limited and all of its subsidiaries, encourages an open, speak-up culture.
- 3.2. Bibby Marine Limited is committed to the highest standards of honesty, integrity and ethical practice in the way it and you conduct business.
- 3.3. Bibby Marine Limited is committed to considering ethical issues when formulating, implementing and reviewing its strategies and policies.
- 3.4. This policy outlines the mechanisms for colleagues to raise serious concerns about wrongdoing and get feedback on any action taken as a result.
- 3.5. Colleagues who whistleblow are protected by law, and Bibby Marine Limited will ensure that colleagues who make a genuine disclosure in good faith and follow the reporting process set out in this policy suffer no detriment to their employment conditions as a result.

## 4. Scope of Policy

- 4.1 This policy is designed to enable colleagues to raise concerns internally and to a high level and to disclose information which the individual believes shows malpractice or impropriety and is in the public interest. Concerns including, but not limited to:

- Financial irregularities (malpractice, theft, impropriety or fraud);
- Giving or receiving bribes ('backhanders', 'kickbacks' or improper payments to officials);
- A breach or a potential breach of a legal obligation (for example, health & safety legislation);
- Unsafe practices, putting colleagues or the public in danger;
- Harassment of a colleague, customer/client or other individual;
- Damage to the environment;
- Committing a criminal offence;
- Improper conduct or unethical behaviour;
- Attempts to conceal any of these.

## 5. Relevant Legislation

- 5.1 Bibby Marine Limited will comply with all relevant legislative requirements relating to whistleblowing and the protection of whistleblowers.
- 5.2 A summary of the relevant legislation and geographical scope is outlined in the table in the Appendix.

## 6. Roles and responsibilities

### 6.1 Policy and Process:

- 6.1.1 Bibby Line Group is responsible for this policy, our whistleblowing process and any systems used to support the process.
- 6.1.2 The BFS Head of Governance, Risk & Compliance is responsible for the administration of the whistleblowing portal and will support the businesses, where applicable, in responding to concerns raised.

### 6.2 Roles and Responsibilities:

- 6.2.1 Each business should have a designated Accountable Executive ("AE") for whistleblowing who is responsible for overseeing any investigations to ensure that the appropriate process is followed and everyone is treated fairly throughout. For Bibby Marine Limited this is the Chief Financial Officer.
- 6.2.2 Each business should also have a deputy AE, who will deputise during absences and would step in, in the event that a whistleblowing report is raised against the department of the AE, the AE themselves or where there is a conflict of interest.
- 6.2.3 Each business is required to have designated individuals responsible for reviewing and investigating whistleblowing reports. They should be of suitable seniority and have had the requisite training to manage and investigate concerns raised. This is

the HR & Training Manager, Head of Compliance and Marine Superintendent for Bibby Marine Limited.

6.2.4 The BLG Risk & Assurance Manager will work with the BFS Head of Governance, Risk & Compliance to help embed processes within the businesses and provide assurance on those processes.

6.2.5 Each business should have External Counsel that can be utilised to support any investigations.

### 6.3 Reporting:

6.3.1 Outside of the normal reporting requirements, the Bibby Marine Limited CEO or CFO should notify and consult with the BLG CEO as appropriate.

6.3.2 Each business will be required to report a summary to their Audit Committees quarterly. Reporting should cover the number of reports submitted, status, summary of concern raised and outcomes. Reporting should be sensitive to the details and maintain confidentiality. Verbal updates can be provided.

6.3.3 The summary reporting will also be submitted to the Bibby Line Group Risk and Audit Committee

## 7. Raising Your Concerns

### 7.1 Raising Internally:

We want colleagues to feel comfortable to raise concerns and have a number of options to enable colleagues to do so.

7.1.1 If you know or suspect that some wrongdoing is taking or has taken place within the organisation, you should raise the matter immediately with your line manager or your HR Business partner or equivalent.

7.1.2 If you feel unable to raise the issue with your line manager or HR then you should raise the matter with the most appropriate person from the following options:

- Another manager within your business;
- Another member of the HR team
- A director of your business;
- A member of your local senior leadership team;
- A member of the Executive Leadership team;
- The Risk & Assurance Manager at Bibby Line Group;

- An Executive Director at Bibby Line Group

7.1.3 In the event that you feel unable to raise the issue with any of the above, you can also raise your concerns with the Chairman of the Bibby Line Group Audit and Risk Committee. Concerns can also be raised with Internal or External Audit.

## 7.2 Whistleblowing Hotline and Portal:

7.2.1 If you feel unable to raise the issue directly with any of the roles named above, you can also raise the issue via our whistleblowing hotline and portal, which is operated by a third-party provider. The hotline covers all Bibby Line Group businesses. Further details are contained [here](#).

7.2.2 Raising your concerns via this channel gives you the option to remain anonymous, should you wish to do so.

7.2.3 The hotline and portal can be accessed in all of our business languages.

7.3 Each business has policies and processes in place to ensure that all concerns raised are dealt with fairly.

## 7.4 Raising Externally/Making Disclosures to Third Parties:

7.4.1 Bibby Marine Limited is committed to ensuring that colleagues feel able to speak-up and raise concerns internally, in the confidence that they will be dealt with fairly; however if you do not feel able to do so, or you are not satisfied with the response received after reporting internally, you are entitled to contact a relevant external body to express your concerns.

7.4.2 A “relevant body” would include a regulatory or government body. Some jurisdictions prescribe designated bodies who external reports can be made to. Refer locally to find a list of relevant bodies.

## 8. Investigating Concerns

- 8.1 Bibby Marine Limited will treat all disclosures made confidentially and sensitively. The whistleblowing policy and relevant processes will be followed.
- 8.2 All issues raised will be reviewed and investigated (if appropriate) by a designated representative of the business to which the issue relates (this will be someone who is independent of anybody implicated within the report and unconflicted).
- 8.3 Where a colleague requests to remain anonymous, this will be respected; however it may limit or hinder our ability to investigate fully.
- 8.4 Confidentiality will be maintained throughout and the name of the reporter will only be disclosed, directly or indirectly, where it is relevant to the investigation and only to those authorised as part of any investigation.
- 8.5 Where an investigation is instigated, a written report containing the findings of the investigation and the reasons for any judgements will be completed and provided to the relevant Accountable Executive.
- 8.6 Acknowledgement of the report will be provided within 7 days of receipt. Where appropriate, progress updates and a response will be provided to the reporter. Feedback will be provided within a reasonable timeframe and no later than 3 months after the report was raised.
- 8.7 Where an issue raised has been identified to have already been reviewed and dealt with internally by the relevant business, the issue will be referred to and reviewed by Bibby Line Group for further action, if deemed necessary.

## 9. Protection of Whistleblowers

- 9.1 If any individual attempts to discourage another colleague from coming forward with a concern, this may result in disciplinary action being taken against them.
- 9.2 Bibby Marine Limited is committed to ensuring that colleagues who raise whistleblowing concerns in good faith do not suffer any detriment as a result of raising a concern, including discrimination, harassment, bullying, isolation, victimisation or dismissal.
- 9.3 If any individual is found to have taken detrimental action against a reporter, this may result in disciplinary action being taken against them.



## 10. Untrue Allegations

- 10.1 When raising concerns, colleagues should take care to ensure the accuracy of the information provided, although it is appreciated that where you have suspicions of wrongdoing, you may not have full details. It is expected that you genuinely believe your concerns are true and that you are raising them in good faith.
- 10.2 Bibby Marine Limited will not progress any matters that are deemed to be untrue disclosures.
- 10.3 If it can be shown that the colleague who raised the disclosure has done so vexatiously, mischievously or for personal gain (i.e. in bad faith), disciplinary action may be taken.

## 11. Contacting the Media

- 11.1 The media is not a relevant external body (this includes all social media sources). See section 7 for the situations where it is appropriate to raise issues externally.
- 11.2 Reporting your concern to the media, in most cases, will mean that lose your whistleblowing law rights.
- 11.3 Colleagues should not contact the media or add comments to any social media platforms with allegations about Garic. If you do so, you may be subject to disciplinary action.

If you have any questions

If you have any questions about this policy, please contact the BFS Head of Governance, Risk & Compliance or the BLG Risk & Assurance Manager.

## 12. Glossary of Terms

<b>Term</b>	<b>Definition of term</b>
Whistleblowing	Whistleblowing is the action someone takes to report wrongdoing at work that affects others. For example, it could affect the general public.
Public interest	In the public interest means that it has to also affect others. For example, other workers, customers, or the general public.
Good faith	Acting with a predominantly honest motive.
Vexatious	A vexatious complaint is one that is pursued regardless of its merits, solely to harass, annoy or subdue somebody; something that is unreasonable, without foundation, frivolous, repetitive, burdensome or unwarranted.

### 13. Appendix A – Whistleblowing Legislation Overview

Geographical scope	Legislation	Scope	Anonymous Reports and Confidentiality	Internal v External Reporting Channels	Group v Local	Follow-up Reports	Sanctions
EU	The European Whistleblowing Directive	Organisations with >50 employees	There is not an obligation to accept and act on anonymous reports and member states are free to make their own requirements	<p>Whistleblowers can choose to report internally or to competent authorities through external reporting channels.</p> <p>The channel will need to be made available to some third parties such as shareholders, board members, persons working with contractors and suppliers, former employees and people undergoing the recruitment process.</p>	Where there is a Group, local reporting channels should also be available and the reporter can object to the Parent company investigating.	<p>Follow-up on reports:</p> <ul style="list-style-type: none"> <li>• acknowledgement must be given within 7 days</li> <li>• further feedback to the reporter must be provided within a reasonable timeframe (at least within 3 months).</li> </ul>	EU members states must provide for sanctions for breach of the protections as well as for those who knowingly make false reports.
UK	The Public Interest Disclosure Act 1998 Employment Rights Act 1996					Government recommends implementation of whistleblowing policies and procedures.	

## 14. Appendix B – Internal Key Contacts

All of the below individuals can be contacted in writing at the following address:

Bibby Line Group Limited  
3<sup>rd</sup> Floor, Walker House,  
Exchange Flags,  
Liverpool,  
L2 3YL

Telephone: 0151 708 8000

### **BLG Executive Directors**

Jonathan Lewis, Chief Executive Officer - [jonathan.lewis@bibbyline.co.uk](mailto:jonathan.lewis@bibbyline.co.uk)  
Natasha Toy, Chief Financial Officer – [natasha.toy@bibbylinegroup.co.uk](mailto:natasha.toy@bibbylinegroup.co.uk)  
Jonathan Kohn, Group HR Director – [jonathan.kohn@bibbylinegroup.co.uk](mailto:jonathan.kohn@bibbylinegroup.co.uk)  
Alexi Callender, Investment Director – [alexei.callender@bibbylinegroup.co.uk](mailto:alexei.callender@bibbylinegroup.co.uk)

### **Risk & Assurance Manager**

Mark Govier, - [mark.govier@bibbylinegroup.co.uk](mailto:mark.govier@bibbylinegroup.co.uk)

### **BLG Non-Executive Directors**

David Anderson, Chair of BLG Audit Committee – [david.anderson@bibbylinegroup.co.uk](mailto:david.anderson@bibbylinegroup.co.uk)  
Michael Bibby - [michael.bibby@bibbyline.co.uk](mailto:michael.bibby@bibbyline.co.uk)  
Geoffrey Bibby - [Geoffrey.bibby@bibbylinegroup.co.uk](mailto:Geoffrey.bibby@bibbylinegroup.co.uk)  
Susan Searle - [Susan.searle@bibbylinegroup.co.uk](mailto:Susan.searle@bibbylinegroup.co.uk)

### **BLG Whistleblowing Hotline**

BLG Whistleblowing Hotline is accessible at [www.blghotline.ethicspoint.com](http://www.blghotline.ethicspoint.com) and is operated by Navex Global, a company independent of Bibby Line Group Limited. Relevant access numbers for the locations where Bibby Line Group Limited companies operate are available at the above website. The contact number for the UK is 0808 234 0978.

## 15. Appendix C – External Authorities Contact Information

Commissioners for Her Majesty’s Revenue and Customs (HMRC) about the administration of UK taxes; the administration of national insurance and tax credit systems; customs and border-related functions and criminal investigations

HM Revenue and Customs  
Freepost  
Cardiff CF14 5GX  
Tel: Freephone 0800 788 887  
Tax Evasion hotline  
Textphone: 0845 915 3296  
[www.hmrc.gov.uk](http://www.hmrc.gov.uk)

Revenue Scotland (about the administration of the devolved taxes in Scotland)

Revenue Scotland  
Victoria Quay  
Edinburgh  
EH6 6QQ  
Email: [info@revenue.scot](mailto:info@revenue.scot)  
[www.revenue.scot](http://www.revenue.scot)

The Director of the Serious Fraud Office (about serious fraud in England or Wales and civil recovery of the proceeds of unlawful conduct)

The Director of the Serious Fraud Office  
2-4 Cockspur Street  
London SW1Y 5BS  
Tel: 020 7239 7272  
Email: [confidential@sfo.gsi.gov.uk](mailto:confidential@sfo.gsi.gov.uk)  
[www.sfo.gov.uk](http://www.sfo.gov.uk)

The Financial Conduct Authority about the conduct of funds, markets, firms, and individuals subject to the Financial Services and Markets Act 2000, including banks, building societies, investment or insurance business and about the operation of mutual societies registered by the FCA under relevant legislation

Intelligence Department (Ref PIDA)  
The Financial Conduct Authority  
25 The North Colonnade  
Canary Wharf, London, E14 5HS  
Tel: 020 7066 9200  
Fax: 020 7676 9727  
Email: [whistle@fca.org.uk](mailto:whistle@fca.org.uk)  
[www.fca.org.uk/site-info/contact/whistleblowing](http://www.fca.org.uk/site-info/contact/whistleblowing)

Financial Reporting Council Limited and its conduct committee about matters related to the independent oversight of the accountancy, auditing and actuarial professions; the monitoring of statutory audit functions in respect of major audits; compliance with the requirements of legislation relating to accounting and reporting; and the investigation of the conduct of auditors, accountants and actuaries in public interest cases.

PIDA Officer  
Financial Reporting Council  
8th Floor, 125 London Wall  
London EC2Y 5AS  
Tel: 020 7492 2358  
Email: [whistleblowing@frc.org.uk](mailto:whistleblowing@frc.org.uk)  
[www.frc.org.uk](http://www.frc.org.uk)

The Lord Advocate, Scotland (about serious or complex fraud in Scotland)

The Head of the International and Financial Crime Unit

Crown Office  
25 Chambers Street  
Edinburgh EH1 1LA  
Tel: 0131 226 2626  
Fax: 0131 226 6861  
Email: [ps\\_copfs@scotland.gsi.gov.uk](mailto:ps_copfs@scotland.gsi.gov.uk)  
[www.crownoffice.gov.uk](http://www.crownoffice.gov.uk)

The Secretary of State for Business, Innovation and Skills (about fraud and other misconduct in relation to companies)

Intelligence Hub  
Insolvency Service  
3rd Floor, Cannon House  
18 Priory Queensway  
Birmingham B4 6FD  
Tel: 0300 678 0017  
Email: [Intelligence.Live@insolvency.gsi.gov.uk](mailto:Intelligence.Live@insolvency.gsi.gov.uk)  
[www.gov.uk/insolvency-service](http://www.gov.uk/insolvency-service)

Competition and Markets Authority (about matters concerning the sale of goods or the supply of services, which adversely affect the interests of consumers; competition affecting markets in the United Kingdom)

Competition and Markets Authority  
Victoria House  
37 Southampton Row  
London WC1B 4AD  
Tel: 020 3738 6000

The Information Commissioner (about compliance with the requirement of legislation relating to data protection and to freedom of information)

The Office of the Information Commissioner  
Wycliffe House  
Water Lane  
Wilmslow SK9 5AF  
Tel: 0303 123 1113  
Email: [casework@ico.gov.uk](mailto:casework@ico.gov.uk)  
[www.ico.gov.uk](http://www.ico.gov.uk)

The Scottish Information Commissioner (about compliance with the requirement of legislation relating to freedom of information in Scotland)

Office of the Scottish Information Commissioner  
Kinburn Castle  
Doubledykes Road  
St Andrews KY16 9DS  
Tel: 01344 464610  
Email: [enquiries@itspublicknowledge.info](mailto:enquiries@itspublicknowledge.info)  
[www.itspublicknowledge.info](http://www.itspublicknowledge.info)

## Bibby Line Group Limited Whistleblowing Policy V2.1 (October 2024)

The Pensions Regulator (about occupational and private pensions)

The Pensions Regulator  
Napier House  
Trafalgar Place  
Brighton BN1 4DW  
Tel: 0845 600 7060  
Email: [wb@tpr.gov.uk](mailto:wb@tpr.gov.uk)  
[www.thepensionsregulator.gov.uk](http://www.thepensionsregulator.gov.uk)

Your Local Authority (about compliance with consumer protection and health and safety of any individual at work)

To contact the relevant local authority: <https://www.gov.uk/find-your-local-council>

Your Local Police Station (about crime and corruption)

Telephone 101 or go to your local station

Your Legal Adviser, in the course of your obtaining legal advice about any matter specified in the Public Interest Disclosure (Prescribed Persons) Order 2014

A member of the House of Commons (about any matter specified in the Public Interest Disclosure (Prescribed Persons) Order 2014