


“WHISTLEBLOWING” POLICY



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Purpose

This Policy is issued by VIA Outlets, (hereinafter referred to as “VIA Outlets”, “the Company”, “we”, “us” or “our”) and provides a clear Whistleblowing procedure for reporting behaviour that may constitute a violation of laws and the values and principles established in the Company’s Policies.

WHAT IS WHISTLEBLOWING?

Whistleblowing is the process for disclosure of information about suspected wrongdoing. This Policy allows you to voice concerns in a responsible and effective manner.

Unlawful practices can lead to serious consequences for the Company, such as criminal penalties and reputational damage, hence we are committed to ensure that any incident of workplace malpractice or mismanagement is prevented wherever possible and immediately dealt with as soon as it arises.

In line with VIA Outlets’ values, we want to do the right thing, always.

Scope & Applicability

The aims of this Policy are:

- To prevent workplace malpractice;
- To make sure that any suspicion, incident or concern is taken seriously, no matter by whom it is reported or by whom the assumed violation is being committed;
- To ensure that every employee or Business Partner is able to raise concerns without fear of harassment or victimisation by the Company;
- To provide you guidance on how to raise your concerns and how we will investigate as appropriate respecting your confidentiality;
- To provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace.

This Policy applies to:

- all VIA Outlets employees (whether permanent or temporary),
- temporary agency workers,
- Trainees or apprentices,
- any third party working on behalf of VIA Outlets (whether permanently or temporarily) who is not an employee, such as (but not limited to) consultants, secondees, agents and intermediaries, contractors and suppliers or third parties representing VIA Outlets or other

key stakeholders for VIA Outlets, such as Brands (Tenants) as well as Guests (Clients) (“Business Partners”) – together described as “you”.

The Policy

This Policy establishes a clear procedure on how to deal with unlawful conduct and suspected wrongdoing.

Therefore, it is necessary to follow the procedural steps and requirements set out in this Policy.

However, any abuse of this policy, which particularly includes intentional reporting of false accusations, may result in disciplinary action, including dismissal or contract termination.

1. DEFINITIONS OF WRONGDOING

For the purposes of this Policy, the Company considers the following matters to constitute wrongdoing:

- Committing a criminal offence;
- Failure to comply with a legal/statutory obligation;
- Endangerment of the health and safety;
- Damage to the environment;
- Social misconduct (such as racism, sexism or any kind of discrimination)
- Violation of our values and principles outlined in the VIA Outlets Policies, including, the breach of internal policies and procedures and the breach of the Anti-Bribery Policy;
- Financial fraud or mismanagement;
- Conduct likely to damage VIA Outlets’ reputation or financial wellbeing or unethical behaviour;
- The deliberate concealment of any information relating to any of the above.

2. REPORTING PROCEDURE

A. WHEN SHALL YOU RAISE YOUR CONCERNS?

In case you have discovered, or otherwise become aware of, practices or irregularities within our Company that you believe, in good faith and on the basis of reasonable grounds, constitute malpractice as outlined above.

B. WHO CAN YOU TELL?

You can discuss your concerns:

- With your Line Manager or a member of the HR Team (depending on the violation you want to report);
- With VIA Outlets' Compliance Manager (Liliana Macedo), in English or your local language, by email: lmacedo@viaoutlets.com or telephone: +351 755 93 81 or
- Using our independent resource, the whistleblowing email contact: **Speak Up Inbox** (speakup@viaoutlets.com), which allows you to raise a concern in confidence and anonymously if you wish to do so.

C. HOW CAN YOU RAISE YOUR CONCERN?

- It is important that you describe the events that occurred and how you became aware of them as substantially and as detailed as possible. However, you do not need to deliver proof for your assumptions.
- If possible, include the following details on your description:
 - information about date and place of the event,
 - names of the persons involved or information that enables identification,
 - reference to any documents or material that could prove the reported events.
- When you send your concern or complaint you can choose to identify yourself or send it anonymously¹ via e-mail. In case of an anonymous report, your identity will then under no circumstances be disclosed. However, it may be more difficult to conduct a proper and effective investigation and the credibility of the reported concerns can better be evaluated when your identity and position is known.
- A complaint can be filed in any form/without any form requirements. But if you want to use a pre-formatted form, there is a template available [\(here\)](#) (Compliance Area ViaShare).

In case of an anonymous report, we ensure that all anonymously reported concerns will be taken seriously and investigated as thoroughly as possible. If you are concerned about negative consequences such as retaliation if your identity is revealed, you can approach VIA Outlets Compliance Manager and discuss how confidentiality and protection can be ensured.

D. HOW WILL WE PROCEED?

- Once your concern or complaint has been received, and as soon as possible, VIA Outlets Compliance Manager will get in touch with you to discuss your concern;

¹ To send an anonymous email you can create an anonymous email account in any free platform e.g. <https://protonmail.com>

- VIA Outlets Compliance Manager will also try to keep you informed about the progress of the next steps and measures being taken unless the need for confidentiality does prevent the disclosure of specific details of the investigation or the results;
- If the concern raised is found to be valid, the Company may decide that one or more of the following steps (which are non-exhaustive) are appropriate:
 - Reach an informal resolution of the situation (if possible);
 - Referral of the matter to a Regional Business Director or the Chief Executive Officer with a view to an internal investigation being carried out;
 - Referral of the matter to the appropriate external regulatory body for further investigation;
 - Referral of the matter to the police or other competent authority,
 - Close the complaint due to lack of elements to proceed with the investigation or reach a conclusion or due to the nature of the concern or complaint raised.

As stated above, you will be informed of any decision taken and you are required to keep this decision and all matters relating to it strictly confidential.

3. SAFEGUARDS

A. PROTECTION

We make every effort to protect employees who approach the responsible persons to raise concerns. No employee should have to fear victimisation because they have complained or intended to complain, alleged or brought proceeding about discrimination, harassment or victimisation, or because they have given evidence in relation to another individual's complaint. Any kind of threat, retaliation or discrimination against the reporting person or the person, whose behaviour has been reported, will not be tolerated. If necessary, appropriate actions will be taken against anyone who retaliates a person who submitted a concern or complaint in accordance with this Policy.

PROVIDED YOU:

- Raised your concerns in good faith and not out of malice or with a view to personal gain,
 - Have reasonable grounds for believing your concerns to be true,
 - Have complied in full with the spirit of the Policy and procedural steps set out above,
- the following will apply:
- Your identity will not be disclosed at any time by the Company unless necessary for the purposes of its investigations or to comply with a legal obligation;
 - You will not be subjected to any harassment, victimisation or disciplinary action by the Company as a result of raising concerns;

- As far as possible, any supporting evidence relating to your concerns will be kept **confidential** at all times.

IN CASE IT IS DISCOVERED THAT:

- Anyone has raised a concern maliciously, in bad faith, with a view to personal gain or for the sole purpose of defaming another person or to cause damage, or
- Has failed to follow the Company's policy for disclosure set out above, they will lose the protection provided under this Policy and may be subject to disciplinary measures, including termination of the relationship, if allowed under local jurisdiction.

We will also ensure that anyone affected by a concern or complaint raised enjoy the presumption of innocence, the right to an effective remedy and the right of defence.

B. CONFIDENTIALITY

Every substantially reported matter – whether anonymous or not - will be handled and investigated **confidentially**.

There may be circumstances, however, where it will not be possible for the Company to pursue a complaint or to deal with an alleged wrongdoer without the identity of the complainant becoming known. This is something which you must recognise when raising your concerns and we will inform you about that fact if it becomes necessary.

C. MISCELLANEOUS

The Company may, at its absolute discretion, choose not to follow any procedure in this Policy, or any part of any procedure, in any particular case where it considers it appropriate. The Policy does not confer any contractual rights on you. Also, there can be instances where local legislation will be applicable and may overwrite the procedure in this Policy.

This is an improvement-based Policy that will be updated as required. The Company may, at any time and from time to time with immediate effect, amend this Policy to the extent permitted by law. The Company shall notify the employees and/or the Business Partners of any amendment of this Policy by such means as the Company deems appropriate.

D. FURTHER INFORMATION

For further guidance in relation to this matter or concerning the use of the disclosure procedure generally, employees should speak in confidence to VIA Outlets Compliance Manager or, as alternative, the Head of Legal.