



TOKIO MARINE
KILN

TMK Whistleblowing Policy

Version 3.0 - June 2020

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Document History			
Version	Amendments and Changes	Date	Name
v1.1	Annual review	August 2018	Constance Zaremba
v1.3	Revised format and inclusion of document governance and document history	August 2018	Fiona Molloy
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Reviewers			
Name	Title	Date	Version
Emma Ross	Compliance Manager – O&A	20.08.18	V1.2
Fiona Molloy	Group Company Secretary	21.08.18	V1.2
Operations Committee		30.08.18	V1.2
Iain Omond	Compliance Executive	30.09.18	V2.5
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1 Purpose and Scope of the Policy

1.1 Purpose of the document

TMK acknowledges that it is not always easy to speak out and that individuals may not always feel comfortable discussing concerns internally, especially if they believe that the firm itself, or any of its directors or senior managers, are responsible for the misconduct or poor practice. However, individuals should be confident that they can raise concerns with TMK in the knowledge that:

- Their concern will be taken seriously and treated sensitively;
- Any investigation into the concern will be undertaken independently;
- The matter will be treated as confidential; and
- They will not be subject to any detrimental treatment.

This policy aims to encourage individuals to report concerns, provides guidance on how to do this and gives assurance on how TMK protects whistleblowers.

The firm's whistleblowing arrangements are designed to ensure the effective escalation and assessment of concerns. In some cases, this may mean identifying other escalation routes and processes that should more properly handle the particular concerns raised. For example, grievances and complaints of a personal nature are not covered by this policy and should be pursued through TMK's Grievance Policy. However, TMK's whistleblowing channels can be used where the processes under the Grievance Policy have been exhausted or if you have any concerns regarding the effectiveness or efficacy of the grievance process. In each case, TMK will give due consideration to what investigative action is appropriate and will keep a record of this.

1.2 Scope of the document

This policy applies to all staff at TMK and any other person who wishes to report a concern about the firm.

2 Policy statement

TMK is committed to creating and maintaining a culture of openness within the company so that all individuals feel able to raise with confidence any concerns relating to suspected misconduct or wrongdoing at an early stage and to challenge poor practice and behaviour. It is important that all staff uphold the values and ethics of TMK and that any behaviour suspected to undermine these is reported and addressed appropriately. Senior management at TMK is committed to maintaining the highest standards of honesty, openness and accountability and recognise that all staff have an important part to play in achieving this goal.

This policy follows the requirements set down in the FCA Handbook (SYSC18 Whistleblowing) and the PRA Rulebook SII Firms (Whistleblowing).

3 Procedure

What is whistleblowing?

A whistleblower is any person who discloses a reportable concern.

A reportable concern is a concern held by any person in relation to the activities of TMK. This includes:

- Unlawful or illegal activities, such as the commission of a criminal offence, failure to comply with legal obligations, a miscarriage of justice or putting the health and safety of an individual in danger;
- Breaches of TMK’s policies and procedures;
- Breaches of the professional and regulatory obligations applicable to TMK and/or its staff; or
- Any behaviour that harms or is likely to harm the reputation or financial well-being of TMK

(a “whistleblowing concern”).

Examples of whistleblowing concerns

Examples of the type of behaviour that could be the subject of a whistleblowing concern include, but are not limited to, the following:

- Concerns that someone is acting below expected standards of integrity and honesty, or has breached TMK’s Code of Business Conduct & Ethics;
- An individual is ignoring firm or individual regulatory requirements;
- Breach of confidentiality;
- Any concerns regarding non-financial misconduct, such as bullying, harassment or discrimination;
- Improper or unlawful payments are being paid by a supplier to a member of staff;
- A member of staff is behaving dishonestly (e.g. falsely claiming expenses);
- Inaccurate or improper book entries are being made in accounting records; or
- Unfair treatment of TMK customers by TMK or its agents.

How do I raise a whistleblowing concern and will it be confidential?

If you have a whistleblowing concern, you should raise it in person or in writing to your line manager, Head of Compliance, Chief Risk Officer or any other member of senior management such as the Chief Executive Officer, Chief Underwriting Officer or Group Head of HR.

If you feel unable to or uncomfortable with raising the concern directly with these individuals for any reason (for example because you are concerned that they may have a conflict of interest or you are concerned about protecting your confidentiality) or feel that they have not dealt with the matter appropriately, then you can raise it with Chris Moulder, TMK's Whistleblowers' Champion. Chris Moulder is an independent non-executive director of TMKS and TMKI and is Chair of the TMKS and TMKI Audit Committee. You can contact him by email (Chris.Moulder@tokiomarinekiln.com), by telephone (0800 0356787), this will allow for a recorded message, or post (Chris Moulder, Tokio Marine Kiln, 20 Fenchurch Street, London EC3M 3BY).

If you consider the nature of the concern is such that it cannot be dealt with within TMK or by Chris Moulder, then you can contact the Tokio Marine Holdings internal hot line by email: hot-line@tokiomarinehd.com; or by website: <https://whistle.jp/tokiomarine/> (log in password: tokio).

Reporting a matter internally is often the best way to get information to the persons who can contribute to an early and effective resolution of the concerns raised. At the same time, whistleblowers should be able to choose the most appropriate reporting channel depending on the individual circumstances of their case.

You can report any concerns directly to the PRA or FCA via their whistleblowing channels. You do not need to have raised a concern internally first. You may report a matter to the regulators whether or not you have raised a concern with TMK under this policy. You can also report to the PRA or FCA at the same time or after you have raised your concern internally. Further details are available at www.bankofengland.co.uk and www.fca.org.uk.

All concerns raised under this policy will be treated as confidential. Those responsible for dealing with your concern will seek, to the extent possible under the law, to maintain your confidentiality and will discuss with you how this can be achieved.

When raising a whistleblowing concern, you should make it clear that you are doing so as a whistleblower under this policy. This helps to ensure that the recipient realises this and takes the appropriate steps to investigate your concerns and protect your identity in accordance with the policy.

What if I do not want to reveal my identity?

You have the right to raise a whistleblowing concern anonymously.

If you feel comfortable doing so, you can raise your concern in confidence with the people listed above and your confidentiality will be respected in line with the terms of this policy. However, there may be circumstances in which you do not feel comfortable doing so (for example, where you are concerned about a potential conflict of interest or about a risk of possible negative treatment). In these circumstances, it is always open to you to raise your concern with Chris Moulder or via the hot line. You can use the hot line to raise a concern anonymously

Where you raise a concern anonymously, your identity will remain unknown. TMK is committed to investigating all concerns raised under this policy, including those raised anonymously. Please be aware however that raising a whistleblowing concern anonymously may make the proper investigation of your concern more difficult if TMK is unable to obtain further information from you and so it would be of assistance in raising your concern if you could make known how we may contact you (for example, this may be through an anonymised email address).

Breach of confidentiality or anonymity

Any attempt to identify a whistleblower where confidentiality has been requested or the whistleblowing concern has been raised anonymously will be taken very seriously by TMK and may constitute a breach of TMK's Code of Conduct & Ethics and the PRA and FCA's Conduct Standards and Rules. Any breach of your confidentiality or anonymity may be reported through TMK's whistleblowing channels outlined above or directly to the firm's regulators.

Investigation of whistleblowing concerns

Following a whistleblowing concern being raised, the concern will be assessed and investigated in line with TMK policy. In determining how an investigation ought to be conducted and by whom, TMK will have regard to the need for independence and ensure that any conflicts of interest are identified and managed appropriately. Depending upon the nature and circumstances of the concerns raised, TMK may consider it appropriate to instruct external advisors to conduct an investigation on its behalf.

TMK will provide feedback to a whistleblower regarding the investigation of their concern where it is feasible and appropriate to do so. Following receipt of a whistleblowing concern, TMK will seek to explain what will be possible in terms of providing feedback and will keep the whistleblower updated.

Although TMK cannot guarantee that the whistleblower will receive feedback or agree with the outcome of the investigation, TMK will always aim to deal with whistleblowing concerns appropriately and fairly. Please be aware that TMK may owe obligations of confidentiality to other members of staff and third parties. If there are any concerns regarding the outcome of the investigation or how it was conducted, the whistleblower can raise such issues with the Whistleblowers' Champion or through the Tokio Marine Holdings hot line or can raise their concerns directly with the firm's regulators.

Protection and support for whistleblowers

Senior management at TMK is committed to encouraging a speak up culture and protecting from harm those that do.

Anyone who raises a whistleblowing concern under this policy will be protected from suffering detrimental treatment, including retaliation, bullying, harassment and any other form of victimisation from TMK staff. Detrimental treatment can occur at any time following a whistleblowing disclosure, even several months afterwards. Examples of detrimental treatment can include the following:

- Dismissal

- Disciplinary action/suspension
- Not respecting confidentiality/anonymity as a whistleblower
- Failure to promote or demoting a whistleblower
- Denial of training and/or resources
- Changes to working patterns, working hours and/or reporting lines
- Ostracism and general isolation, failure to involve in work and exclusion from meetings or social gatherings
- Unrequested reassignment or relocation
- General discrediting of whistleblower through 'chat' and rumour
- Failure to provide whistleblower with appropriate employment reference
- Failure to investigate a subsequent concern by a whistleblower.

Individuals can also use the whistleblowing channels outlined above to report any such detrimental treatment towards a whistleblower.

Fitness and Propriety

Acting to the detriment of a whistleblower could call into question the fitness and propriety of TMK and/or relevant staff members involved in the detrimental treatment.

The PRA and FCA would regard as a serious matter any evidence that a firm or its staff had acted to the detriment of a whistleblower. Such evidence could call into question the fitness and propriety of the firm or relevant members of its staff, and could therefore, if relevant, affect the firm's continuing satisfaction of its threshold conditions, or for a senior manager or a certification employee, their status as such.

TMK may take action against individuals who raise false and malicious whistleblowing concerns if they do so knowingly. So long as individuals believe that the information is true at the time they raise their concerns, they will be protected under the terms of this policy. This protection is not lost where a report is made in honest error.

Record keeping

TMK will maintain a confidential written record of all whistleblowing concerns it receives and its treatment of the concerns, including the outcome of the investigation. There may be circumstances in which this information will be shared with third parties (for example, the PRA or FCA). Where this occurs, TMK will keep the identity of the whistleblower confidential wherever possible. If, for any reason, it is necessary for the identity of the whistleblower to be disclosed when providing information to a third party, where it is feasible and appropriate, TMK will inform the whistleblower.

Independent advice

If you would like independent advice regarding whistleblowing, the charity Public Concern at Work provides free, independent and confidential advice. Public Concern at Work (www.pcaw.org.uk) can be contacted on 020 3117 2520.

Other policies and guidance

The TMK policies referenced above, as well as additional information and guidance materials, are available on TMK’s intranet and include the following:

- [Code of Business Conduct and Ethics](#)
- [Grievance Policy](#)
- [Financial Crime Policy](#)

4 Responsibility & Ownership

This Policy is the responsibility of the Tokio Marine Kiln (‘TMK’) Head of Compliance, accountable to the Chief Risk Officer in this regard.

This Policy shall be reviewed annually by the Head of Compliance and HR. Any major changes to the Policy shall be recommended to the Audit Committee for approval. Minor changes may be signed off by the Head of Compliance and notified to the Audit Committee as required.

The policy will be reviewed and if appropriate approved on an annual basis by the Audit Committee.

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