



January 2023

SPEAK UP POLICY



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INTRODUCTION

RAISING A MATTER OF CONCERN

Our Code of Conduct is based on our Values that help us deliver on our Purpose. Our Code sets out how we are expected to behave in a manner consistent with our Values and asks us, individually and collectively, to Do the Right Thing. Our Code is our overarching framework that informs our behaviours and decision making and encourages us to Speak Up when we see wrongdoing.

AIB is committed to complying with its legal and regulatory obligations and each of us has a personal responsibility to champion the behaviours outlined in our Code. We also have a responsibility to escalate concerns regarding breaches of our Code or suspected or actual wrongdoing initially through your People Leader or if you are not comfortable, through our Speak Up processes. Speak Up is a core supporting pillar of our Code to ensure that wrongdoing is detected and addressed quickly to protect our customers, staff and business. All reports of wrongdoing will be taken seriously, treated confidentially and investigated with the utmost professionalism.

The Protected Disclosures Act 2014 (as amended) protects workers from retaliation if they speak up about wrongdoing in the workplace. This is sometimes referred to as making a “protected disclosure” or as “whistleblowing”.

This Speak Up policy sets out how you can safely and confidentially speak up to raise a concern about suspected or actual wrongdoing in work, without fear of penalisation.



In short, please remember:



YOU SHOULD SPEAK UP



WE WILL LISTEN AND ACT



YOU WILL BE PROTECTED

SCOPE

Who does this policy apply to?

This policy applies to all those working in or for AIB Group in any jurisdiction, including, but not limited to, existing and former employees, candidates for employment, agency staff, tied agents, suppliers, contractors, consultants, shareholders, directors and those providing an outsourced service. This includes staff working in or for AIB's subsidiaries, including EBS d.a.c., Goodbody, AIB Mortgage Bank and AIB UK and contractor companies.



WHAT IS A 'SPEAK UP'?

You should raise a concern under this policy if you have a genuine belief that an actual or suspected wrongdoing may have occurred, is occurring or will occur at work in or for AIB – or that wrongdoing may be covered up.

'Wrongdoing' for the purposes of this policy includes a breach of law, regulations, codes, our Code of Conduct (and related policies) or unethical behaviour or conduct.

A non-exhaustive list of examples of wrongdoing is below:



Failure to comply with a legal obligation, any financial services rules or laws (including EU laws), regulations, codes e.g. failure to comply with anti-money laundering legislation or the Consumer Protection Code



The commission of a criminal offence e.g. theft or fraud



Failure to comply with our policies e.g. acting unethically, and acting where there is an undisclosed conflict of interest on a relative's account



Failure to meet the fitness and probity standards required for a staff member's role e.g. judgment registered against a staff member



Security breaches e.g. information security breach, inappropriate access to the New Banking System



Health & Safety breaches e.g. hazard in the workplace



Practices that could cause harm to AIB, our staff and / or customers

This policy will protect you if you report a concern when you have a reasonable, genuine belief that there is wrongdoing in work in or for AIB, even if you are mistaken in your belief. However, knowingly making a false or malicious report will result in a referral under our disciplinary procedure.

This policy does not apply to personal grievances that exclusively impact you, bullying and harassment complaints, complaints as a customer

or wrongdoing that it is your job to detect. These types of concerns can be raised through the appropriate channels, namely, the Grievance Policy, the Anti-Bullying & Harassment Policy, the Customer Care team and / or to your People Leader. If in doubt as to where to raise your concern, you can contact the Speak Up team for advice.

HOW TO RAISE A CONCERN

You should raise any concern you may have as soon as possible to enable us to take any required corrective action.

It is usually best to raise the concern with your People Leader in the first instance, as they may be able to deal with your concern quickly and easily.

If you do not wish to raise the concern with your People Leader, or if you feel your People Leader has not adequately addressed your concern, you can contact any of the below:

- 1 ANY OTHER PEOPLE LEADER
- 2 INTERNAL SPEAK UP TELEPHONE LINE OR EMAIL ADDRESS
speakup@aib.ie
- 3 AIB INTEGRITY LINE
<https://aib.integrityline.org>
- 4 ANY OF THE NOMINATED SENIOR LEADERS
- 5 THE APPROPRIATE EXTERNAL REGULATOR OR BODY (if appropriate)

All contact through the Speak Up channels will be kept confidential, and your identity will not be disclosed without your consent unless strictly necessary for legal or regulatory reasons, or where required for our investigation.

The AIB Integrity Line is a secure web-based system for reporting concerns hosted by an independent third party. It provides the option to raise a concern anonymously (i.e. without disclosing your name or any personal information) while still communicating via the secure inbox with the AIB Speak Up Team.

You can raise a concern anonymously via the other Speak Up channels, however anonymous reports may make a complete investigation more difficult and sometimes impossible as we cannot obtain further information from you. Also, if you report anonymously we cannot give you feedback following any investigation or take active steps to support you.



EXTERNAL REPORTING

We recommend that you raise your concern internally in the first instance, if appropriate, as this will enable us to take steps to address your concern directly and quickly.

However, you can raise concerns about breaches of laws, regulations or codes, or malpractice or maladministration, directly with the appropriate external body, such as the Protected Disclosures Commissioner or to one of our regulators. Contact details are contained at the end of this Policy. For example, you may wish to report directly to an external body if you are uncomfortable raising the issue internally or you feel we have not dealt with your concerns. Before reporting externally, you can contact the AIB Speak Up line or Protect, the whistleblowing charity, for advice.

You are not obliged to report the concern directly to AIB first, and you can report a concern both internally and externally if you wish.

The Central Bank of Ireland (CBI), the UK Financial Conduct Authority (FCA) and the UK Prudential Regulation Authority (PRA) have processes in place to deal with reports of possible breaches of financial services legislation, regulations or codes of practice. Concerns can also be reported to the Minister for Finance in Ireland.

In addition, certain senior staff members may be **obliged** to report concerns directly to the appropriate regulator:

ROI

- Under Section 38 of the **Central Bank (Supervision and Enforcement) Act 2013**, if you perform a Pre-Approval Controlled Function (PCF), you are required to disclose to the CBI information relating to a breach of, or offence under, financial services legislation or the concealment or destruction of evidence relating to such an offence or breach, that you believe will be of material assistance to the CBI.

UK

- Under the **Senior Manager Conduct Rules (SC4) of the FCA rules**, if you are a member of the UK Senior Managers Regime you are required to disclose appropriately to the FCA or PRA any information of which they would reasonably expect notice.

HOW WE DEAL WITH YOUR CONCERN

We will address all concerns raised through this policy.

If you have raised a concern with your People Leader and it is straightforward, your concern may be addressed directly by him/her informally. Your People Leader will let you know the general outcome.

If you refer a concern to the other Speak Up Channels, it will be acknowledged as soon as possible, and in any event, within 7 days of receipt. We will review the concern and tell you whether the concern falls within the scope of the Speak Up Policy or another policy or process and what the next steps are. If you make a report orally (e.g. through the Speak Up phone line), you may request a meeting in person with the Head of Speak Up (or their delegate) if you wish to discuss your concern in person. If the report is made by telephone or in person, we will make notes of the report, and provide them for you to review to ensure they accurately reflect your report.

How we deal with a concern depends on the issues raised. We will review the concern,

determine the issues and decide how to proceed, for example, we may investigate, and/or escalate your concern to the Executive Committee Subgroup on Speak Up or the relevant Business Area. Please note that you should not investigate the matter yourself, as this might impair any investigation by AIB and breach confidentiality.

We aim to keep you informed as much as possible on how we are dealing with the concern. We will provide you with feedback within a reasonable timeframe, and in any event, within 3 (three) months of our acknowledging receipt of your concern. If the investigation takes longer than 3 months to conclude, we will update you, at a minimum, at 3 month intervals.

If we conclude that there has been wrongdoing, corrective action will be taken. If we conclude that no wrongdoing has occurred, the case will be closed.

You will be notified of the general outcome, although we might not be able to share all the findings with you, as the findings and actions could be confidential.

ESCALATING A CONCERN

If you are not happy with how your concern was handled, you can raise it with another People Leader, a Nominated Senior Leader or through the Speak Up email address, telephone number or the AIB Integrity Line.

Alternatively, you may contact our auditors, or the relevant Whistleblowers' Champion for Ireland or the UK or the appropriate external regulator. (contact details on Page 14)

PROTECTION

Whether raised internally or externally, if you have raised a concern (even if your concern is unfounded or you were mistaken), you will be protected from any form of penalisation for having raised a concern. Anyone who facilitates, or assists a person raising a Speak Up, is also protected from penalisation.

Penalisation can include, but is not limited to, threats of or doing any of the following: transfer of duties, suspension, demotion, unfair treatment, withholding training, unfair medical referrals, unfair performance reviews, exclusion, bullying, harassment, inappropriately disclosing the identity of the person raising the concern or early termination or cancellation or renewal of a contract.

We take a zero-tolerance approach to the harassment or victimisation of anyone raising a concern. Any form of penalisation against staff raising a concern is a breach of our Code of Conduct and will be referred under the disciplinary policy and will be reported to the Group Board of Directors.

It should also be noted that if your concern is a 'Protected Disclosure' within the meaning of the Protected Disclosure Act 2014 (as amended), penalisation, or the threat of penalisation, against a reporter or someone assisting a reporter is a criminal offence.

If you feel that you have been penalised for having raised a concern, you should immediately report this to the Head of Speak Up. These reports will be investigated without delay.

CONFIDENTIALITY

This policy provides for confidential and protected reporting of relevant wrongdoing and carries the full support of the AIB Group Board and Executive Committee.

That means that the person who receives that concern will treat your concern with the utmost discretion and confidentiality and will keep your identity confidential, if that is what you want, unless required to disclose it by law, regulation or it is strictly necessary for the purpose of an investigation.

It should also be noted that if your concern is a 'Protected Disclosure' within the meaning of the Protected Disclosures Act 2014 (as amended), failing to protect the identity of a reporter can be a criminal offence, unless it is necessary for legal or investigatory reasons, or unless the reporter has given consent.

You must also maintain confidentiality, and not discuss your concern or any element of any investigation / process with any person. Any breach of confidentiality may result in disciplinary action.



SUPPORT

We recognise that raising a concern under the Speak Up Policy can be difficult. We will support you throughout the process. You can contact any of the below for support at any time during the Speak Up process:



The person to whom you raised the Speak Up



Speak Up telephone line or email address. Contact details are available on page 14.



The AIB Integrity Line, the independent and secure service for reporting workplace wrongdoing <https://aib.integrityline.org>



Your trade union representative / professional advisor (e.g. a solicitor)



Workplace Options, AIB's Employee Assistance provider



Protect – the UK Whistleblowing Charity. AIB subscribes to Protect, who offer free confidential advice to AIB staff in relation to Speak Ups. Protect do not give any details of what is discussed on the calls or who is calling to AIB unless the caller specifically asks them to do so. Contact details are available on page 14.

GUIDANCE FOR PEOPLE LEADERS WHO HAVE RECEIVED A CONCERN

Handling a concern raised to you is an integral part of your job as a People Leader. Please familiarise yourself with this policy and the FAQs for People Leaders, as your response at an early stage is

crucial. A summary of how you should deal with concerns is set out on page 19. You can contact the Head of Speak Up if you have any questions about how to manage or escalate a concern.

OTHER INFORMATION



REPORTING

The AIB Group Board Audit Committee monitors and reviews the effectiveness of the Speak Up Policy and process. An anonymised report on Speak Up is provided to the Board (at least once a year) and includes details of the number and categorisation of reports received, and an analysis of trends and other issues to be aware of.

AIB also prepares an annual report as required under Section 22 of the Protected Disclosures Act 2014 (as amended), which is made publicly available online and shared with the Minister for Public Expenditure and Reform.



RECORDS

Records of Speak Ups are kept confidential and maintained in accordance with our obligations under data protection legislation.



LEGISLATION

In addition to our internal policies as a worker in AIB, you have legal protection from penalisation¹ if you raise a concern about certain types of issues, for instance, breach of law, breaches of financial services legislation or regulation, health and safety legislation.

For example, you may be protected and have rights under:

ROI: Protected Disclosures Act 2014 (as amended); the Central Bank (Enforcement) Act 2013

UK: Public Interest Disclosures Act 1998 (as amended); Employment Rights Act 1996

USA: Sarbanes-Oxley Act of 2002 (as amended), Dodd-Frank Wall Street Reform and Consumer Protection Act 2010, Federal Deposit Insurance Act (as amended)

¹ Definitions of 'relevant wrongdoing' as defined in the Protected Disclosures Act 2014 (as amended) and 'qualifying disclosure' as defined in the Public Interest Disclosures Act 1998 (as amended) are contained at Appendix 1

ROLES & RESPONSIBILITIES

Everyone in scope for the policy is expected to comply with this policy at all times. Therefore, it is essential that each business area understands its roles and responsibilities in respect to this policy.

SPEAK UP TEAM, as owners of this policy will:

- Review it at least annually, in consultation with stakeholders, to ensure it addresses regulatory, legislative and best practice requirements.
- Have oversight for all concern raised through the Speak Up channels and will manage such concerns in line with this policy.
- Provide independent support and advice on the policy and all Speak Up matters to those in scope.
- Develop training material for delivery through the annual mandatory COMeT programme.
- Report on the implementation of the policy as required to CPO, Whistleblowers' Champions, AIB's Executive Committee and Board Committees.

ALL WORKING IN, FOR AND ON BEHALF OF AIB, as impacted persons

- Understand and comply with our Speak Up Policy and the policies and procedures that apply to our own role.
- Escalate or report unacceptable conduct or suspected or actual wrongdoing to your People Leader or through the appropriate Speak Up channels outlined in the policy, in an honest, fair and professional manner.

PEOPLE LEADERS and BUSINESS AREAS, as the first line of defence will:

- Regularly communicate with your teams on the importance of understanding and complying with our Speak Up Policy.
- Encourage staff to Speak Up and raise concerns about wrongdoing and supporting staff who raise genuine issues or concerns.
- Be accountable for all concerns raised, ensuring they are resolved in a timely and fair manner and, if appropriate, are promptly escalated through appropriate channels.

RISK, as second line of defence will:

- Carry out risk-based monitoring reviews of the implementation of the policy as required.
- Provide ongoing advisory support to Speak Up Team on any potential People Risk, Financial Risk or any other risk implications associated with this policy.
- Undertake independent monitoring reviews of management adherence at business level, on a risk prioritised basis.

EMPLOYMENT LAW TEAM, as employment law experts will:

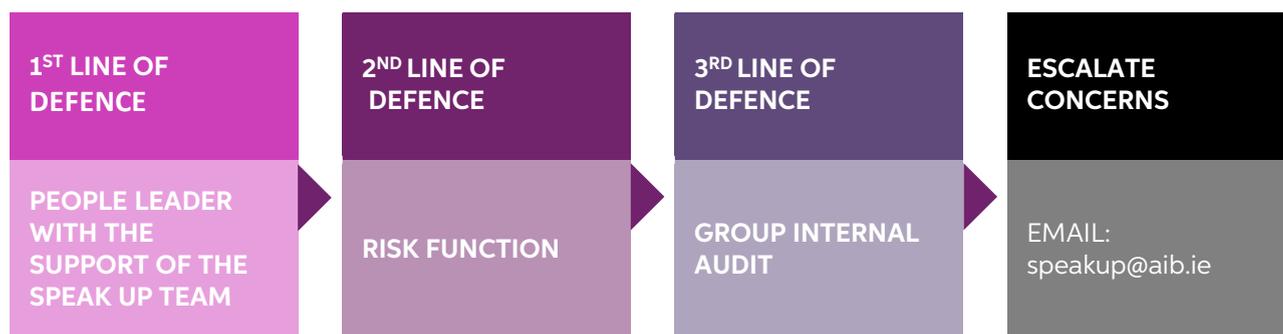
- Advise the Speak Up Team on the relevant regulation and legislation to be addressed in the policy.
- Support the Speak Up Team in the development of policy material.
- Act as advisor to the Speak Up Team in the drafting, revisions and interpretation of legislative obligations and its applicability to the policy.
- Act as advisor to Speak Up Team in regard to queries on cases and scenarios, in determining if they meet legislative requirements.

AUDIT, as third line of defence will:

- Carry out audits of the policy and its implementation from time to time and provide independent assurance to the Audit Committee of the Board on the effectiveness of this policy.

OWNERSHIP & GOVERNANCE

The 3 Lines of Defence Model is used to monitor and govern compliance with this policy. Where there are concerns about suspected abuse of this policy, this should be reported to your People Leader in the first instance. If further support is required please contact the Speak Up Team (speakup@aib.ie)



Policy Implementation date:	01.09.2016
Last Review date:	01.12.2022
Last Updated with Changes:	01.12.2022
Policy is Reviewed/ Next Review Date:	Annually or if changes required by legislation or the business in the interim.
Policy Owned by:	Head of Speak Up
ExCo Policy Sponsor:	Chief People Officer
Approval Authority for Material Changes:	Human Resources Senior Management Team



ADDITIONAL INFORMATION

[People Leader FAQs](#)

[Staff FAQs](#)

CONTACT DETAILS




Speak Up Contact Details

AIB Confidential Speak Up Helpline
Ireland (Freephone) 1800 201 005
UK (Freephone) 0800 328 8217
USA (Freephone) 800 266 1967

Speak Up Mailbox
speakup@aib.ie
speakupuk@aib.ie

**Integrity Line Ireland, UK & USA
(Speak Up Portal)**
<https://aib.integrityline.org>

EXTERNAL REGULATORS

Protected Disclosures Commissioner	00 353 1 639 5650	disclosures@opdc.ie	Office of the Protected Disclosures Commissioner, 6 Earlsfort Terrace, Dublin 2, D02 W773
Central Bank of Ireland Whistleblowing Desk	1890 130 014	confidential@centralbank.ie	Protected Disclosures Desk, Central Bank of Ireland, PO Box 11517, Spencer Dock, North Wall Quay, Dublin 1, D01 W920
Central Bank of Ireland Reporting Desk – PCF roles	1890 130 015	protecteddisclosures@centralbank.ie	PCF Disclosures Desk, Central Bank of Ireland, PO Box 11517, Spencer Dock, North Wall Quay, Dublin 1, D01 W920
Financial Conduct Authority (UK) Helpline	00 44 207 066 9200	whistle@fca.org.uk	Intelligence Department (Ref: PIDA), The Financial Conduct Authority, 12 Endeavour Square, London, E10 1JN
Prudential Regulation Authority (Bank of England) Helpline	00 44 203 461 8703	prawhistleblowing@bankofengland.co.uk	Reporting (Whistleblowing) PRA, 20 Moorgate, London, EC2R 6DA

SUPPORT

Protect (Whistleblowing Charity)	Ireland (Freephone) 1800 665 126 UK (Freephone) 0800 997 8697 USA (Freephone) 011 44 207 4046609	advice23@protect-advice.org.uk
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Contact details correct at December 2022



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APPENDICES

APPENDIX I

SECTION 5 (3) OF THE PROTECTED DISCLOSURES ACT 2014 (as amended)

(3) The following matters are relevant wrongdoings for the purposes of this Act

- (a) that an offence has been, is being or is likely to be committed,
- (b) that a person has failed, is failing or is likely to fail to comply with any legal obligation, other than one arising under the worker's contract of employment or other contract whereby the worker undertakes to do or perform personally any work or services,
- (c) that a miscarriage of justice has occurred, is occurring or is likely to occur,
- (d) that the health or safety of any individual has been, is being or is likely to be endangered,
- (e) that the environment has been, is being or is likely to be damaged,
- (f) that an unlawful or otherwise improper use of funds or resources of a public body, or of other public money, has occurred, is occurring or is likely to occur,
- (g) that an act or omission by or on behalf of a public body is oppressive, discriminatory or grossly negligent or constitutes gross mismanagement,
- (h) that a breach has occurred, is occurring or is likely to occur, or
- (i) that information tending to show any matter falling within any of the preceding paragraphs has been, is being or is likely to be concealed or destroyed or an attempt has been, is being or is likely to be made to conceal or destroy such information.

APPENDIX II

SECTION 43B OF THE PUBLIC INTEREST DISCLOSURES ACT 1998 (as amended)

“qualifying disclosure” means any disclosure of information which, in the reasonable belief of the worker making the disclosure, tends to show one or more of the following

- (a) that a criminal offence has been committed, is being committed or is likely to be committed,
- (b) that a person has failed, is failing or is likely to fail to comply with any legal obligation to which he is subject,
- (c) that a miscarriage of justice has occurred, is occurring or is likely to occur,
- (f) that information tending to show any matter falling within any one of the preceding paragraphs has been, is being or is likely to be deliberately concealed.
- (e) that the environment has been, is being or is likely to be damaged, or
- (d) that the health or safety of any individual has been, is being or is likely to be endangered,

APPENDIX III

SECTION 14 (a) OF THE PROTECTED DISCLOSURES ACT 2014 (as amended)

The Protected Disclosures Act 2014 (as amended) contains details of offence and related penalties. It should be noted these apply only where the concern is a 'relevant wrongdoing';

- “14A.** (1) A person who -
- (a) hinders or attempts to hinder a worker in making a report,
 - (b) penalises or threatens penalisation or causes or permits any other person to penalise or threaten penalisation against any of the following:
 - (i) a reporting person;
 - (ii) a facilitator;
 - (iii) any third person who is connected with a reporting person and who could suffer retaliation in a work-related context, including as a colleague or relative of the reporting person;
 - (iv) any legal entity that a reporting person owns, works for or is otherwise connected with in a work-related context,
 - (c) brings vexatious proceedings against any person or legal entity referred to in paragraph (b)
 - (d) breaches the duty of confidentiality in section 16 regarding the identity of reporting persons, or
 - (e) fails to comply with the requirement in section 6(3) to establish, maintain and operate internal reporting channels and procedures referred to in the said section 6(3), commits an offence.
- (2) A reporting person who makes a report containing any information that he or she knows to be false commits an offence.
- (3) A person who commits an offence under subsection (1)(a), (b), (c) or (e) is liable—
- (a) on summary conviction, to a class A fine or to imprisonment for a term not exceeding 12 months, or both, or
 - (b) on conviction on indictment, to a fine not exceeding €250,000 or to imprisonment for a term not exceeding 2 years, or both.
- (4) A person who commits an offence under subsection (1)(d) is liable—
- (a) on summary conviction, to a class A fine or to imprisonment for a term not exceeding 12 months, or both, or
 - (b) on conviction on indictment, to a fine not exceeding €75,000 or to imprisonment for a term not exceeding 2 years, or both.
- (5) A person who commits an offence under subsection (2) is liable—
- (a) on summary conviction, to a class A fine or to imprisonment for a term not exceeding 12 months, or both, or
 - (b) on conviction on indictment, to a fine not exceeding €100,000 or to imprisonment for a term not exceeding 2 years, or both.
- (6) (a) Where an offence under subsection (1)(a), (b), (c), (d) or (e) or section 10F(14) or 12(5) or (6) has been committed by a body corporate and is proved to have been committed with the consent or connivance of or to be attributable to any neglect on the part of a person, being a director, manager, secretary or other officer of the body corporate, or a person who was purporting to act in any such capacity, that person as well as the body corporate commits an offence and shall be liable to be proceeded against and punished as if he or she committed the first-mentioned offence.
- (b) Where the affairs of a body corporate are managed by its members, paragraph (a) shall apply in relation to the acts and defaults of a member in connection with his or her functions of management as if he or she were a director or manager of the body corporate.
- (7) Summary proceedings for an offence under subsection (1)(e) may be brought and prosecuted by the Workplace Relations Commission.”.

APPENDIX IV

People Leaders Guide: What to do when someone speaks up

Listen

- Recognise that someone is speaking up
- **Listen** to issue
- Understand what has been raised
- Ask questions if needed
- Take notes– keep confidential
- Arrange a follow up meeting if needed

Respond

- Thank staff member for speaking up
- Provide assurance – issue will be kept **confidential**, no **penalisation** for having raised issue
- Offer support
- Discuss planned corrective action with staff member
- Regular communication and updates

Act

- Investigate?
- Take corrective action?
- Refer to Speak Up team or other escalation point (senior manager) – with consent
- Document actions
- Notify relevant stakeholders (but maintain confidentiality)

Maintain confidentiality

Protection from penalisation

Allied Irish Banks, p.l.c. is an authorised agent and servicer of AIB Mortgage Bank in relation to origination and servicing of mortgage loans. AIB Mortgage Bank – Registered office: 10 Molesworth Street, Dublin 2 and is registered in Ireland No 404926.

AIB Mortgage Bank is a wholly owned subsidiary of Allied Irish Banks, p.l.c. AIB Mortgage Bank is regulated by the Central Bank of Ireland.

Allied Irish Banks, p.l.c. Registered office: 10 Molesworth Street, Dublin 2. Registered in Ireland No 24173. Allied Irish Banks, p.l.c. is regulated by the Central Bank of Ireland.

Directors' names and particulars are available at the company's registered offices and on the AIB Group website.