

GLENCORE

WHISTLEBLOWING POLICY



Introduction

Glencore is committed to creating a culture where our workforce and other stakeholders, such as customers and suppliers, feel comfortable reporting concerns without fear of retaliation. We are also committed to ensuring concerns are treated seriously and handled and/or investigated in a manner that protects a whistleblower’s identity. Identification of concerns allows us to take appropriate action that could prevent further misconduct and limit potential financial, reputational and other impacts.

This Whistleblowing Policy sets out Glencore’s approach to protecting whistleblowers with the aim of encouraging and supporting individuals to report concerns. It also provides detail on the process for reporting, escalating, handling and/or investigating and remedying concerns qualifying for protection.

The Board of Glencore plc is responsible for overseeing the implementation of this policy and associated procedures, and receives regular reports regarding concerns reported and the investigation of such concerns. The Board will receive regular reports about the effectiveness of the Raising Concerns Programme (RCP), this policy and associated processes.

Who does this apply to?

This policy applies to all current and former employees, directors and officers, contractors, business partners (including suppliers, customers and joint venture partners and their employees), of a Glencore office or industrial asset directly or indirectly controlled or operated by Glencore plc worldwide, or the relatives, dependents or spouses of any of these people.

We assert our influence over joint ventures we don’t control or operate to encourage them to act in a manner consistent with the intent of this policy.

What is our commitment?

Glencore is committed to:

- protecting whistleblowers and other individuals from retaliation
- protecting the identity of whistleblowers and respecting their confidentiality
- giving whistleblowers the opportunity to report anonymously, and
- taking protected concerns seriously and handling and/or investigating protected concerns in a diligent and efficient manner.

What is a whistleblower?

A whistleblower is a person reporting information that he/she suspects on reasonable grounds to be about or to indicate a protected concern. A whistleblower may or may not be directly affected by a protected concern.

Whistleblowers may be current or former employees, directors, officers, contractors, business partners (including suppliers, customers and joint venture partners and their employees) of a Glencore office or industrial asset or the relatives, dependants or spouses of any of these people.

What is a protected concern?

In order to be considered a protected concern under this policy, the whistleblower's concern:

1. must relate to reasonably suspected misconduct or an improper state of affairs, or circumstances in relation to an entity within the Glencore Group, such as:
 - bribery or corruption
 - fraud, money laundering, theft or improper use of company property or funds



- undeclared or mismanaged conflicts of interest
- anti-competitive behaviour
- insider trading or market abuse
- breach of sanctions
- financial irregularities
- data privacy violations
- unlawful discrimination, workplace or sexual harassment
- unsafe work practices and other significant safety or health concerns
- modern slavery and human rights breaches
- significant harm to the environment
- retaliation against a whistleblower where it occurs directly in relation to, and in circumstances where, the whistleblower has reported, or has proposed to report, a protected concern, and
- any other conduct which is unethical, in breach of our Code of Conduct, policies or procedures, or illegal or unlawful.

2. the whistleblower must report the protected concern via one of the following channels:

- any local reporting channel at the whistleblower’s office or industrial asset
- a whistleblowing contact at the office or industrial asset
- the Raising Concerns Programme (RCP) reporting channels:
 - i. web platform: available at <https://glencore.raisingconcerns.org/>
 - ii. telephone lines: numbers available at <https://glencore.raisingconcerns.org/>, or
 - iii. email: codeofconduct@glencore.com

Whistleblowing contacts are individuals nominated by an office or industrial asset to receive protected concerns. A whistleblowing contact could be any of the following:

- director
- company secretary
- senior management – a senior officer responsible for the management of the office or industrial asset, such as its Chief Executive Officer, Chief Financial Officer, or General Manager
- corporate function head – an individual responsible for managing a corporate function at the office or industrial asset, such as Human Resources, Finance, Corporate Affairs, Sustainability, Legal or Compliance, or
- any other individual listed as a whistleblowing contact for that office or industrial asset.

A list of whistleblowing contacts is published on the office or industrial asset’s local intranet site, or communicated via other means, e.g. email announcements.

Whistleblowing contacts receive specialised training regarding their obligations and, in certain jurisdictions, are subject to specific penalties if they fail to comply with their obligations regarding the treatment of protected concerns.

Which concerns are not protected?

Personal work-related grievances are not protected concerns under this policy. They are dealt with separately under the office or industrial asset’s grievance handling mechanism, relevant industrial agreements, applicable legislation and other relevant policies.

A personal work-related grievance is a grievance regarding an individual's employment or former employment with Glencore that may have personal implications. This includes:

- interpersonal conflict between two or more people, and
- decisions not involving a breach of workplace laws, such as:
 - i. an individual's engagement, transfer or promotion
 - ii. terms and conditions of an individual's engagement
 - iii. any discipline imposed upon an individual (including suspension and termination).

What should whistleblowers include in a report about a protected concern?

Glencore encourages whistleblowers to provide a report with as much detail as possible to ensure it can be fully and promptly handled and/or investigated.

Whistleblowers should include the “who, what, where, when, how and why?” of the protected concern, as well as any other information as to how Glencore might best go about handling and/or investigating the protected concern. Glencore may not be able to fully handle and/or investigate a protected concern if a whistleblower:

- chooses to remain anonymous
- withholds consent to his or her identity being disclosed to persons involved in considering, handling and/or investigating the protected concern, or
- fails to provide sufficiently detailed information to enable handling and/or investigation of the protected concern.

How does Glencore handle and/or investigate a protected concern?

Glencore takes protected concerns seriously, focusing on the substance of the protected concern rather than the motive.

Glencore aims to complete the handling and/or investigation of protected concerns in a timely manner. However, circumstances such as the complexity of the protected concern, competing priorities and other compelling reasons may justify an extended period for the completion of the handling and/or investigation of the protected concern.

Glencore handles and/or investigates the protected concern impartially, and without bias or prejudice against the whistleblower or any other person involved in, or any witness to, the protected concern.

The specific steps taken to handle and/or investigate a protected concern depend on its nature. Glencore will determine the nature of the protected concern by taking into account factors such as:

- whether it relates to a potential breach of applicable law
- the potential consequence and/or exposure for Glencore
- whether the alleged misconduct is ongoing or not, and/or
- the nature of any technical, financial or legal advice that may be required to support the handling and/or investigation of the protected concern.

Depending on its nature, the protected concern will either be:

- handled and/or investigated by the applicable office or industrial asset, or
- handled and/or investigated by the Glencore Head Office in Switzerland if it is of a particularly serious nature (in some instances, the protected concern may also be referred for handling and/or investigation by external specialists).

Protecting a whistleblower’s identity

Whistleblowers may submit protected concerns anonymously without disclosing their identity via the RCP web, phone and email platforms. However, proper handling and/or investigation is more difficult, and sometimes impossible, if Glencore does not know the whistleblower’s identity.

The RCP web and phone platforms allow for two-way anonymous communication even if a whistleblower chooses to report a protected concern without disclosing his or her identity.

If the whistleblower discloses his or her identity, the person receiving the protected concern will:

- still treat the whistleblower’s identity confidentially, and
- always ask whether the whistleblower consents to Glencore disclosing his or her identity to persons who may be involved in:
 - handling and/or investigating the protected concern
 - taking disciplinary action based on the outcome of the handling and/or investigation, or

- making other decisions in relation to the protected concern.

The whistleblower is under no obligation to provide his or her consent, but is encouraged to do so as it best enables Glencore to fully handle and/or investigate the protected concern and take appropriate action.

Individuals involved in the handling and/or investigation of a protected concern will not share any information relating to the protected concern that is likely to lead to the whistleblower’s identification without his or her consent, unless:

- the whistleblower has already consented to disclosing his or her identity, or
- it is necessary to pass on such information for the purposes of handling and/or investigating the protected concern in which case they will take all reasonable steps to reduce the risk that the whistleblower will be identified as a result of the handling and/or investigation.

Glencore will not disclose the whistleblower’s identifying information to any individuals implicated in the handling and/or investigation of the protected concern.

Glencore may, however, disclose without the whistleblower’s consent, his or her name and contact details - or other information likely to lead to identification - to a regulator or other authority required by law, a legal practitioner (for the purpose of obtaining legal advice or legal representation in relation to applicable laws), or as otherwise required by law.

The handling and/or investigations process

The handling and/or investigative team may examine evidence, such as relevant documents, records or data, to determine whether there is credible information indicating whether or not the protected concern has occurred. The handling and/or investigative team may conduct interviews with relevant people to obtain testimonial evidence relevant to the protected concern.

Glencore may need to contact the whistleblower in order to obtain further information and/or evidence. However, sometimes this is not possible (e.g. where a whistleblower does not respond to requests for further information and/or refuses to answer questions that he or she believes could reveal his or her identity).

The team handling and/or investigating the protected concern may determine the appropriate time to inform the individual(s) who are the subject of the protected concern. In some circumstances, informing these individuals may compromise the effectiveness of the handling and/or investigation of the protected concern.

Records of relevant communications, findings and consequences relating to the protected concern are recorded and kept in accordance with local law, and consistent with the need for confidentiality.

Subject to applicable confidentiality and other obligations, the whistleblower will receive updates on the status and/or the outcome of the handling and/or investigation of the protected concern.

Remediation and recommendations may be identified during the handling and/or investigation of the protected concern. This might

include control changes and disciplinary action, or sanctions.

Glencore is not obliged to reopen the handling and/or investigation of a protected concern. However, if Glencore believes that the handling and/or investigation was not conducted properly, or if new information becomes available which was not considered, the whistleblower should report this information as set out in this policy.

Any processing of personal data performed as part of the handling and/or investigation of a protected concern must comply with the Glencore Information Governance Policy and applicable data protection laws. A protected concern may be handled/investigated in accordance with other applicable policies and procedures at that office or industrial asset.

How is a whistleblower protected from retaliation?

Glencore will not tolerate retaliation against a whistleblower. Glencore is committed to protecting whistleblowers and other individuals from retaliation. If a whistleblower reports, or proposes to report, a protected concern he or she will be protected from retaliation as required under this policy and by applicable law.

What is retaliation?

Retaliation is any actual or threatened detriment (whether the threat is express or implied, conditional or unconditional) which a whistleblower may suffer because

he or she has, or has proposed to, report a protected concern. Retaliation may include:

- dismissal
- adverse impact to employment
- alteration of duties to his or her disadvantage
- discrimination between the whistleblower and other individuals
- harassment or intimidation
- harm or injury, including psychological harm
- damage to property
- damage to reputation
- damage to business or financial position, or
- any other damage.

Anyone engaged in retaliation may face serious internal - and potentially external - consequences under applicable legislation or regulations. If Glencore identifies anyone involved in retaliation, these individuals will be subject to disciplinary action, which may include dismissal.

While Glencore takes all reasonable steps to protect whistleblowers from retaliation, we are not able to provide the same level of protection to those who are not directly employed by Glencore at the time of the report of the protected concern (e.g. former directors/officers/employees and external third parties).

Other relevant matters

Whistleblowers have the right to communicate with their legal advisors in respect of their concerns at any time.

The protections under this policy apply to the whistleblower even if the protected concern is not substantiated, as long as the whistleblower did not report the protected concern knowing it was false.

Nothing in this policy will:

- prevent Glencore from taking appropriate disciplinary or other action, including court action, against anyone found to be implicated in misconduct after handling and/or investigating a protected concern, or
- prevent a whistleblower from reporting to and communicating with regulators and certain third parties in relation to a protected concern. Any such communications must strictly comply with applicable legal requirements. However, Glencore hopes the whistleblower would feel comfortable reporting his or her protected concern through the various channels as described earlier in this policy.

Accessing this policy

This policy is available on the Glencore Group intranet site and/or any applicable office or industrial asset’s local intranet site and/or website.

Speaking openly

We are each responsible for ensuring that we meet our commitments. Glencore expects its employees and contractors to speak openly and raise concerns about possible breaches of the Code of Conduct and this policy with their manager, supervisor or via other available reporting channels. Our Raising Concerns Programme is available to both employees and external parties. Glencore takes concerns seriously and handles them promptly.

Glencore has zero tolerance for retaliation against anyone who speaks openly about conduct they believe is unethical, illegal or not in line with our Code and policies, even if the concern isn't substantiated, as long as they have not knowingly made a false report.

Consequences

Our policies support our Values and Code of Conduct and reflect what is important to us. We take breaches of our policies seriously. Depending on the severity of the breach, consequences may range from a warning to termination of employment.



Additional resources

[Our Values](#)

[Code of Conduct](#)

[Information Governance Policy](#)

Our purpose

“Responsibly sourcing the commodities that advance everyday life”

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This policy has been approved by
the Board of Directors of Glencore plc

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