



# **SPEAK UP SAFELY POLICY**

**ENDAVA PLC | APRIL 2024**

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## 1 INTRODUCTION

Endava plc (hereafter, 'Endava' or the 'Company') has a clear and unchanging purpose to create an environment and culture that breeds success, enabling our people to be the best they can be. It is underpinned by our values which guide the way we behave. Our Group policies form part of Endava's Code of Conduct which focuses our attention on working respectfully with each other; on helping our clients to succeed by recognizing them as individuals; and on mitigating risk by delivering responsibly to the market and to our investors.

The Company has established this Speak Up Safely Policy to encourage employees, contractors, vendors, third parties and other stakeholders to raise concerns if they see or experience something that goes against our commitment to conducting business in accordance with the utmost integrity, observing the highest ethical standards and all applicable laws and regulations in the jurisdictions in which we operate. It supports our Open and Trusted values.

## 2 PURPOSE OF THE POLICY

This Policy provides a procedure for reporting serious concerns that are contrary to Endava's purpose and values. This relates to any form of improper conduct that includes a breach of our Code of Conduct; that indicates a possible violation of our accounting or auditing rules; that suggests bullying, harassment or victimization of an individual at work or a violation of any of our ethical standards. The Policy demonstrates Endava's commitment to an environment where people can raise concerns with confidence that these will be acknowledged and addressed without fear of criticism or negative repercussions.

Endava has implemented this Policy for the purpose of ensuring compliance with the Whistleblower Protection Act of 1989 (US), the No Fear Act of 2002 (US), the Sarbanes-Oxley Act of 2002 (US), the Public Interest Disclosure Act 1998 (UK), the EU Whistleblowing Directive 2019 (EU) and all other whistleblowing laws and regulations applicable to Endava's business.

## 3 POLICY SCOPE

This Policy applies to all directors, executives, employees, independent contractors and any other person who performs services for or on behalf of Endava and its subsidiaries.

## 4 WHEN TO SPEAK UP

We encourage any person to speak up if they see or reasonably believe misconduct is occurring, has occurred, or is likely to occur in areas such as:

- unauthorised use of Company finances
- questionable accounting or auditing matters (including internal accounting controls)
- a breach of Endava's Code of Conduct (unethical or unlawful practices; possible fraud, bribery and corruption)
- unfair treatment or decisions
- concerns about modern slavery in our business or supply chain
- health and safety risks (including risks to the public, other employees and workers)
- bullying, harassment or victimisation
- sexual or physical abuse of clients or other employees

- damage to the environment
- information tending to show any matter as detailed above has been, is being or is likely to be deliberately concealed.

## 5 CONFIDENTIALITY

We encourage people to report any concerns either anonymously or by providing personal information. If any personal identity has been shared when reporting a concern, confidentiality will be maintained to the fullest extent possible consistent with the need to conduct an adequate investigation. It may be necessary to share information on a “need to know” basis during an investigation. Any reported concerns will be considered taking into account the seriousness and credibility of the concern; the likelihood of confirming and establishing the facts of the allegation. Our speak up safely process supports two-way anonymous communication and allows for a meaningful conversation to continue while protecting the anonymity of the reporter.

We equally understand the potential harm allegations can have when made about individuals and will support all parties involved while an investigation takes place.

## 6 EVIDENCE

When making a report, there is no need to provide evidence if it is difficult to obtain. The reporter does not have to show that a breach or malpractice has occurred or is likely to occur; a reasonable suspicion will suffice (i.e. where the reporter reasonably believes the allegation, and information disclosed, is substantially true).

Reports should always be made in good faith, in the public interest or in Endava’s best interest, while the reputation and confidentiality of the individual(s) facing an allegation will stay protected to the fullest extent possible. A report that is made must be substantially correct in fact and must not be made for personal gain.

## HOW TO SPEAK UP

Individuals can speak in confidence to (i) their Line Manager (ii) a member of the Integrity/People team or (iii) use an official channel to report their concern.

Official channels to report a concern:

- Send an e-mail to [speakupsafely@endava.com](mailto:speakupsafely@endava.com)
- Submit a report electronically using our Speak up Safely service
  - Visit [endava.report.speeki.com](https://endava.report.speeki.com)
  - Scan the QR code below



Reaching out to our [Speak Up Safely regional reps](#) can provide impartial guidance on the options and process open to individuals thinking of raising a concern; they can similarly support anyone named in a report.

Depending on the seriousness of the issue and who is suspected of the malpractice (for example if it is suspected that local management is involved), individuals can approach Endava's Chief Integrity Officer directly at [integrity.officer@endava.com](mailto:integrity.officer@endava.com).

## 7 INVESTIGATIONS

Investigations will be carried out in line with Endava's Investigations Policy. The earlier people speak up and report a concern, the easier it is to take action. Although people are not expected to prove the truth of a concern, they must explain the reasonable grounds for reporting it (the background history, with relevant dates).

All reports are provided to the Chief Integrity Officer (or their designee) who will investigate directly or refer to the appropriate department. Initial enquiries will be made to decide whether an investigation is required and, if so, what form it should take. Some concerns may be resolved without the need for an investigation.

Investigations may involve our Integrity, Legal, Finance, Internal Audit, Human Resources or Security departments; be referred to senior management; be managed through the disciplinary procedure; be referred to the police.

If the allegation pertains to an accounting or audit matter, the Chief Integrity Officer will promptly notify the Audit Committee. If the Audit Committee determines there is an adequate basis for an investigation, the Chief Integrity Officer will appoint one or more investigators to investigate any claims under the direction and oversight of the Audit Committee. The Audit Committee may also appoint others to oversee the investigation.

If the investigation confirms that a violation has occurred, Endava will take appropriate corrective action against the person(s) involved. The matter may also be referred to governmental authorities that may investigate and initiate civil or criminal proceedings.

## 8 NON-RETALIATION

Retaliation against someone who raises a concern or provides information in an investigation is strictly prohibited. People should have nothing to fear by raising a concern as they are doing their duty for the Company, colleagues and our clients. The Company will not retaliate against

anyone participating in an investigation, nor will we permit retaliation by any manager or executive officer. If you believe you have been subjected to retaliation or the threat of retaliation, please contact the Chief Integrity Officer.

## **9 RETENTION OF COMPLAINTS**

The Chief Integrity Officer (or their designee) will maintain a repository of all complaints covered by this Policy, tracking their receipt, investigation, and resolution. The Chief Integrity Officer will prepare a periodic report for the Audit Committee. Each member of the Audit Committee will have access to the repository, and the Chief Integrity Officer may provide access to the repository to other personnel involved in specific investigations. Repository data and all documents obtained or created in connection with any investigation will be maintained in accordance with the Investigations Policy.

## **10 TAKING THE MATTER FURTHER**

This Policy aims to provide you with a procedure to raise concerns in the hope that the situation will be resolved. If you are not satisfied, this Policy does not prevent your lawful right to report concerns to an appropriate external authority. If you take the matter further, you must not disclose confidential information about Endava and our clients.

We welcome any comments or questions that you may have regarding the substance and implementation of this Policy. Please direct such communications to Endava's Chief Integrity Officer.

## **11 SUPPLIERS**

We encourage our suppliers to speak up should they encounter or suspect improper conduct from an Endava employee, no matter how senior. All matters reported will be treated in confidence and the supplier's details will not be disclosed unless there is a legal obligation to do so. The supplier will be told the outcome of any investigation into the concern on a confidential basis unless there is a legal reason why Endava cannot share this.

## **12 GOVERNANCE & OVERSIGHT**

The Integrity Team is responsible for reviewing and updating this Policy annually recommending final approval of the Policy – including significant revisions – to the Controls & Policy Committee.

## **13 BREACH OF POLICY**

We are committed to upholding our company values in all aspects of our work. Therefore, failure to comply with this Policy may result in disciplinary action, leading up to and including, termination of employment.

## **14 AMENDMENTS**

This policy sets out Endava's general approach to the matters it covers but is non-contractual. Endava may vary, or amend, at its discretion.

## 15 POLICY REVISION

| Date of revision |             | Description of update   | Approved by                 |
|------------------|-------------|---|-----------------------------|
| 0.1              | 24.10.2019  | <p>Following updates made:</p> <ul style="list-style-type: none"> <li>Name of policy changed to the Speak-up &amp; Non-Retaliation Policy.</li> <li>Replace 'in the public interest to disclose it' with 'in the best interests of the Company as a whole'.</li> <li>Add reason to report: 'Breach of Endava policies'</li> <li>Reference to 'Endava Management Executive' replaced with 'Controls and Policy Committee'. Added 'Approved by' column in Revision History table</li> </ul> | General Counsel             |
| 1.0              | 04.11. 2019 | Renamed to "Speak Up Safely Policy"   | Controls & Policy Committee |
| 2.0              | 31.03.2020  | Added reference to internal Speak Up Safely representatives. Their appointment agreed as part of the CPC discussion on Endava's Diversity, Inclusion & Belonging policy   | Controls & Policy Committee |
| 3.0              | 24.03.2021  | <ul style="list-style-type: none"> <li>Whistleblower &amp; Speak Up Safely policies merged into one</li> <li>General Counsel is owner of merged policy</li> </ul>   | Controls & Policy Committee |
| 4.0              | 06.05.2021  | <ul style="list-style-type: none"> <li>Board Approval</li> </ul>  | Board                       |
| 5.0              | 06.09.2021  | <ul style="list-style-type: none"> <li>Alignment with the Integrity initiative, introducing the role of Chief Integrity Officer. Introducing Speak Up Reps.</li> </ul>  | Controls & Policy Committee |
| 5.0              | 08.09.2021  | <ul style="list-style-type: none"> <li>Board Approval</li> </ul>  | Board                       |
| 6.0              | 25.01.2022  | <ul style="list-style-type: none"> <li>Annual review</li> </ul>   | Controls & Policy Committee |
| 6.0              | 03.02.2022  | <ul style="list-style-type: none"> <li>Board Approval</li> </ul>  | Board                       |
| 7.0              | 24.05.2022  | Updated information on the Speak up Safely service  | Controls & Policy Committee |
| 8.0              | 28.02.2023  | Annual review, updated wording.   | Controls & Policy Committee |

|     |            |                |                             |
|-----|------------|----------------|-----------------------------|
| 9.0 | 17.04.2024 | Annual review. | Controls & Policy Committee |
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