

# Reporting of Concerns Mechanism

*September 2023*

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***Responsible:*** Company Secretary

# Reporting of Concerns Mechanism

## 1. About this mechanism

### Gridworks' Mandate

Gridworks Development Partners LLP ("Gridworks") is fully owned by British International Investment plc ("BII"), with a mandate of:

Gridworks intends to achieve positive impact through developing and making investments in electricity transmission, distribution and off-grid infrastructure, including, without limitation, distribution businesses, transmission projects, vertically integrated utilities, mini-grids, distributed generation and other energy access/off grid solutions.

### Summary

In carrying out our mandate, we require high Environmental and Social ("E&S") and Business Integrity ("BI") standards from our staff and all companies or other entities (including funds and financial institutions) to which Gridworks or any one of its investment holding subsidiaries has made available a financial instrument (each a "Gridworks Investee"). These standards required of Gridworks and each Gridworks Investee are outlined in BII's Policy on Responsible Investing (the "Policy"). You can find the Policy [here](#).

This Reporting of Concerns Mechanism ("RCM") allows anyone outside of Gridworks to report alleged breaches of the BI or E&S provisions of the Policy by Gridworks and/or a Gridworks Investee.

## 2. What issues can be raised using this mechanism?

The RCM can be used to report alleged breaches of the BI or E&S provisions of the Policy by Gridworks and/or a Gridworks Investee. It cannot be used to raise reports regarding:

- BII or companies or other entities (including funds and financial institutions) to which BII, its investment holding subsidiaries, or its platform companies other than Gridworks have made available a financial instrument;
- Gridworks' investment model or investment policies, including the Policy;
- commercial or investment decisions by Gridworks or a Gridworks Investee that do not relate to alleged breaches of the BI or E&S provisions of the Policy;
- Gridworks' relationships with its employees; or

- contractual or commercial disputes involving Gridworks and/or Gridworks Investees that do not relate to alleged breaches of the BI and E&S provisions of the Policy.

### **3. Who may use this mechanism?**

Any external party including individuals, community groups, non-governmental organisations, or other persons or entities may make a report under the RCM.

Gridworks employees, officers, consultants, contractors, interns, casual workers, and agency workers have access to the Gridworks' Whistleblowing Policy.

### **4. How can reports be submitted?**

Reports and complaints can be submitted by email to: [reportingconcerns@gridworkspartners.com](mailto:reportingconcerns@gridworkspartners.com) or by mail to:

Attn: Chairman of the Audit and Risk Committee  
Gridworks Development Partners LLP  
123 Victoria Street  
London  
SW1E 6DE  
United Kingdom

We encourage external parties to submit reports by email, as delivery of hard copies by postal services may be delayed, and the target response times set out below only apply to reports submitted to the above email address.

### **5. What information needs to be included in a report?**

We encourage the inclusion of the following information in reports, to the extent relevant:

- the name and contact details of the party submitting the report;
- the name of the Gridworks Investee to which the report relates (for example, the name of the relevant company, project, financial institution or bank);
- information regarding the reason for the complaint and/or the alleged breach of the BI or E&S provisions of the Policy, including relevant supporting documents;
- information regarding any adverse impacts caused by the alleged breach;
- information regarding any steps taken to address the alleged breach prior to submitting the report to the RCM, including the outcome of any such steps;
- information regarding any redress or resolution sought with respect to the alleged breach; and

- any special requests regarding the confidentiality of the person or entity making the report (for example, requests not to disclose the identity of the party making the report to a Gridworks Investee).

Although this information is not mandatory, it may be more difficult for Gridworks to take action in response to a report if the information is not provided.

#### **6. Who will see the information in a report?**

Relevant details of reports are only shared with the Gridworks officers and employees who are involved in reviewing and responding to reports. If Gridworks engages a professional advisor to assist with the review and response, Gridworks will ensure that appropriate confidentiality protections are in place.

When a report has also been submitted to other bodies in addition to Gridworks, such as co-investors or BII, Gridworks may have discussions with relevant counterparts for the purposes of developing the response plan or deciding whether further action is required.

#### **7. Can the identity of the person making the report be kept confidential?**

Gridworks will seek to comply with a request for confidentiality regarding the name of the person or entity making the report, but there may be occasions in which Gridworks has to share the details of a report with others, such as law enforcement authorities or regulators. In those circumstances, we will seek to agree an appropriate way forward, subject to Gridworks' legal and regulatory obligations.

#### **8. What if the person making the report is concerned about retaliation?**

Gridworks does not tolerate retaliation against any person that submits a report in good faith. Where an external party raises a concern about potential retaliation, we will engage with the external party to consider steps to mitigate the risk of retaliation.

#### **9. Who will review the report and are they independent of Gridworks' management?**

Decisions required under the RCM are made independently of the departments that are involved in pre-investment due diligence and post-investment monitoring of BI and E&S issues.

Gridworks seeks to ensure that the RCM is subject to independent oversight and the Non-Executive Director of the Board and Chairman of the Audit and Risk Committee has been appointed to receive reports submitted to the RCM, oversee the handling of reports submitted via this mechanism, and provide reports on concerns raised to the

Audit and Risk Committee. The Audit and Risk Committee has overall responsibility for this mechanism. They will monitor the effectiveness of actions taken in response to any concerns raised under this mechanism and will review this mechanism from a legal and operational perspective at least once a year.

#### **10. How does Gridworks decide what to do in response to a report?**

The Chairman of the Audit and Risk Committee reviews all reports to decide whether they are eligible for the RCM. If a report is eligible, the Audit and Risk Committee will decide what further action is required in relation to the report, if any.

When conducting an initial eligibility assessment, the Chairman of the Audit and Risk Committee will only consider whether the external report relates to an alleged breach of the BI or E&S provisions of the Policy by Gridworks or a Gridworks Investee. He/she will not consider the substantive merits of the allegations set out in the report, the quality of the information or evidence provided in support of the allegations, the identity or credibility of the party making the report, or the purposes for which the report is made.

#### **11. If I submit a report, will I hear back from Gridworks?**

Yes, we will acknowledge receipt within five business days of all external reports submitted in writing to the email address above.

In addition, following an initial review, we will let you know whether the report is eligible for the RCM. We aim to send this confirmation within 20 business days of receiving a report, but this may take longer if the report contains information and documents in languages other than English.

If your report is eligible for the RCM, we will also explain how we will handle the report.

#### **12. What action will Gridworks take in response to an eligible report?**

If the Chairman of the Audit and Risk Committee decides that a report is eligible, the response plan will depend on the specific factual circumstances. When developing a plan, the Audit and Risk Committee may consider:

- the extent to which the report reveals new alleged breaches of the BI or E&S provisions of the Policy that have not previously been addressed by Gridworks or brought to Gridworks' attention;
- the extent to which the report contains supporting evidence, as opposed to unsupported or speculative allegations;

- the extent of Gridworks' alleged involvement in the alleged breaches of the Policy;
- the seriousness of the alleged breaches of the Policy;
- the seriousness of the alleged harms that have been or could be suffered as a consequence of the alleged breaches of the Policy;
- the extent to which Gridworks has a right to access relevant information and documentation, including under its contractual agreements with Gridworks' Investees;
- the ability to compel other relevant parties, such as Gridworks Investees, to cooperate with fact-gathering enquiries;
- the extent to which the alleged breaches of the Policy have already been investigated by Gridworks, BII or a third party, addressed through BII's or a Gridworks Investee's own grievance mechanism, or referred to a relevant law enforcement agency or regulator;
- the existence of active or past litigation or arbitration proceedings, law enforcement actions, or regulatory interventions in relation to the same or similar alleged breaches of the Policy; and
- whether the report is vexatious, in the sense that the report has only been submitted to Gridworks to waste time and/or funds responding to the report, or repetitive, in the sense that the same party has submitted the same or similar allegations repeatedly.

When an eligible report has also been submitted to other bodies in addition to Gridworks, such as BII or the Foreign, Commonwealth and Development Office ("FCDO"), the Audit and Risk Committee may have discussions with relevant counterparts for the purposes of developing the response plan and deciding whether further action is required. However, the Audit and Risk Committee shall have sole responsibility for deciding Gridworks' response to an eligible report, shall not delegate that responsibility to BII or the FCDO, and shall not be required to follow any recommendations that might be made by BII or the FCDO . In addition, the Audit and Risk Committee may discuss the proposed response plan with Gridworks employees or professional advisors.

A response plan may include (among other things):

- investigative steps to ascertain the facts regarding the alleged breaches of the Policy;
- implement actions to improve BI and/or E&S outcomes;
- referrals to relevant law enforcement authorities or regulators;
- review by 3rd party specialist mediators and/or dispute resolution services;
- measures to enable redress or remediation to individuals or communities impacted by a proven Policy breach; and/or

- steps to learn lessons about proven Policy breaches, to mitigate the risk of similar breaches occurring in the future.

There may be some situations in which the Audit and Risk Committee decides that no further action is required – for example, where the allegations have already been investigated by Gridworks or a third party or referred to a relevant law enforcement authority or regulator. In this case the complainant would be notified of the outcome.

Gridworks will aim to ensure the complainant is kept informed of significant developments in the review process. However, Gridworks' ability to provide detailed information on the steps that it has taken in response to eligible external reports may be limited by:

- the nature of the responsive work;
- Gridworks' legal obligations to Gridworks Investees or other third parties;
- Gridworks' legal and regulatory duties; and
- the need to preserve confidentiality with respect to any legal advice from Gridworks' legal counsel.

The provision of information relating to the RCM is subject to the same principles and exceptions set out in the UK General Data Protection Regulations ("UK GDPR"). Accordingly, Gridworks' commitment to transparency in the RCM shall not require Gridworks to disclose any information that would not be disclosable under the UK GDPR.