



WHISTLEBLOWER POLICY

OVERVIEW AND PURPOSE

We strive to provide a culture that encourages honesty, fairness and integrity. In addition to supporting our values and culture, the purpose of this Policy is to:

- a) encourage disclosure of wrongdoing;
- b) help deter wrongdoing;
- c) ensure that people who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported;
- d) ensure that disclosures are dealt with appropriately and in a timely way; and
- e) provide transparency around our framework for receiving, handling and investigating disclosures.

This Policy is an important tool for helping us identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosing it.

We encourage our employees and other people who are covered by this Policy have the confidence to speak up about possible wrongdoing.

WHO THIS POLICY APPLIES TO

This Policy applies to the following people:

- a) any of our employees or officers (whether current or former);
- b) people who supply services to us (whether paid or unpaid);
- c) any of our associates; and
- d) a relative or dependant of an individual described above.

Any of the above people who make a disclosure about one or more of the disclosable behaviours set out below to a person eligible to receive a disclosure will qualify for protection as a whistleblower.

In this Policy we refer to a person who makes a disclosure of behaviour covered by this Policy as a "discloser".

BEHAVIOUR COVERED BY THIS POLICY

We want to hear from you if you witness or know about any behaviour that is:

- a) dishonest;
- b) fraudulent;
- c) corrupt (including bribery, money laundering or improper use of company funds);
- d) illegal;
- e) unethical;
- f) damaging to our business either financially, reputationally or otherwise;
- g) in breach of any of our policies;
- h) creating an unsafe environment; and
- i) an abuse of authority, harassment, discrimination, victimisation or bullying of any kind.

A discloser can still qualify for protection even if the disclosure turns out to be incorrect.

Matters not listed above will not be covered by this Policy. For example, disclosures related solely to personal work-related grievances are not covered by this Policy and do not qualify for protection. Personal work-related grievances are those that relate to a discloser's current or former employment and have implications for the discloser personally but do not have any other significant implications for us or any other entity or relate to any conduct or alleged conduct about the disclosable behaviours listed above, for example interpersonal conflict between the discloser and another employee, employment terms and conditions or disciplinary action involving the disclosure.

- a) In some cases a personal work-related grievance still qualifies for protection where:
- b) it includes information about misconduct that includes or is accompanied by a personal work-related grievance;
- c) we have breached employment or other laws punishable by imprisonment, engaged in conduct that represents a danger to the public or the disclosure suggests misconduct beyond the discloser's personal circumstances;
- d) the discloser suffers from or is threatened with detriment for making a disclosure; or
- e) the discloser seeks legal advice or legal representation about the operation of the whistleblower protections.

You can raise personal work-related grievances and other issues or concerns that are not covered by this Policy with the Compliance Officer.

Intentional false reporting under this policy will not be tolerated and may result in disciplinary action.

WHO CAN I MAKE A DISCLOSURE TO? (PEOPLE ELIGIBLE TO RECEIVE DISCLOSURES)

Any report made under this policy can be made either internally or externally, depending on the disclosable behaviour and the people who may be involved.

INTERNAL

Initially we encourage you to raise the matter with your immediate supervisor or manager if appropriate. If you do not feel comfortable with this, you can raise your concerns with the Compliance Manager, any senior manager or director or our external auditor.

We want to identify and address wrongdoing as early as possible. Whilst we encourage you to raise issues internally first where possible, a discloser can make a disclosure of a disclosable behaviour directly to regulatory bodies) and qualify for protection.

EXTERNAL

If it is not appropriate to make the disclosure internally, there are external bodies available to receive disclosures. Similarly, if your supervisor or manager is involved in the reportable conduct, or for any other reason you find it inappropriate to make an internal disclosure, you can make the disclosure to an external body.

ASIC OR APRA

You can make a disclosure to ASIC or APRA. More information on how ASIC handles whistleblower reports can be found in INFO 239.

LAWYER

You can contact a legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower protections that may be available to you.

PUBLIC INTEREST AND EMERGENCY DISCLOSURE

Disclosure of the behaviour covered by this Policy to journalists or parliamentarians can be made in certain circumstances and qualify for protection where the disclosure meets the requirements for a public interest disclosure or emergency disclosure.

Before you make any disclosure to a journalist or parliamentarian, it is important to understand the criteria for making a public interest or emergency disclosure. In order to obtain protection, the discloser must have already disclosed the matter to ASIC, APRA or another prescribed regulatory body in writing. In the case of a public interest disclosure, at least 90 days must have passed since the previous disclosure. We recommend you seek legal advice before making a public interest disclosure or an emergency disclosure to make sure you qualify for protection.

HOW TO MAKE A DISCLOSURE

You can make a disclosure:

- a) by post, addressed to the Compliance Manager;
- b) by email to our Compliance Manager;
- c) by post to our external auditor; or
- d) by email or speak to a senior manager or director (as explained further above).

REMAINING ANONYMOUS

You can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised. A discloser can refuse to answer questions that they feel could reveal their identity at any time. However, a discloser who wishes to remain anonymous should maintain ongoing two-way communication with us so we can ask follow-up questions or provide feedback.

INVESTIGATING THE DISCLOSURE

We will investigate all disclosures in an objective and reasonable manner, as soon as practicable. The processes and time frame for investigations will vary depending of the nature and scale of the conduct being investigated. Where practicable and appropriate, a discloser will receive updates as to the progress of the investigation.

When we receive a disclosure, the following process applies.

- a) Receipt will be confirmed (if not remaining anonymous).
- b) The Compliance Officer will be informed of the disclosure.
- c) The disclosure is initially assessed by the Compliance Officer to determine whether it is covered by this Policy and qualifies for protection and whether a formal, in-depth investigation is required.
- d) In determining whether an investigation is required, the Compliance Officer will determine the nature and scope of the investigation, who should lead the investigation (usually the Compliance Officer except where inappropriate), any external advice that should be obtained and determine the likely timeframe for the investigation. The Compliance Officer's recommendations will be reviewed and approved by Responsible Managers.
- e) If it is determined by the Compliance Officer that a formal, in-depth investigation is required, the Board will be notified to appoint an independent person to conduct the investigation.
- f) The Compliance Officer will assess the risk of detriment against the discloser and other people involved and determine a plan to mitigate the risk of any detriment occurring. The Compliance Officer will also notify the discloser of any support services available and consider strategies to help a discloser manage and minimise stress, time or performance impacts. The Compliance Officer will keep records of this assessment.

- g) The report will be investigated by the Compliance Officer (or person/people appointed by the Compliance Officer) or, where determined that an independent person should conduct an investigation, the independent person appointed by the board.
- h) The Compliance Officer will update the Responsible Managers, Board and the discloser (if not remaining anonymous) about the progress of the investigation.
- i) A final report will be issued by the Compliance Manager to the Responsible Managers and Board and the discloser will be informed of the outcome (if not remaining anonymous).
- j) Subsequent action will be determined by the Board or Compliance Committee.

The Compliance Officer will focus on the substance, rather than the motive of any disclosure.

Without a discloser's consent, information cannot be disclosed that is likely to lead to the identification of the discloser as part of our investigation process unless:

- a) the information does not include the discloser's identity;
- b) information relating to the discloser's identity or other information that is likely to lead to the identification of the discloser is removed; and
- c) it is reasonably necessary for investigating the issues raised in the disclosure.

There are limitations on what an internal investigation process can achieve. We may not be able to undertake an investigation if we are not able to contact the discloser (i.e. where a disclosure is made anonymously and the discloser has not provided a means of contacting them).

If a discloser is not satisfied with the outcome of the investigation, the discloser can request a review of whether this Policy has been adhered to by writing to or emailing the Compliance Officer. The Compliance Officer will ensure the Responsible Managers and Board are informed of any requests for review by a discloser.

ENSURING FAIR TREATMENT OF INDIVIDUALS MENTIONED IN A DISCLOSURE

We will ensure fair treatment of our employees who are mentioned in a disclosure, including anyone who is the subject of a disclosure by:

- a) handling disclosures confidentiality where practical and appropriate;
- b) assessing each disclosure to determine whether it will be the subject of an investigation;
- c) conducting investigations where appropriate to determine whether there is enough evidence to substantiate or refute the matters disclosed;
- d) ensuring all investigations are conducted in a way that is objective, fair and independent;
- e) ensuring any employee who is the subject of a disclosure is advised about it as and when required by the principles of natural justice and procedural fairness and prior to any actions being taken; and

- f) notifying individuals who are the subject of an investigation before making any adverse findings against them.

LEGAL PROTECTION FOR DISCLOSERS

We are committed to ensuring that all employees and eligible persons are able to raise concerns relating to suspected wrongdoing or misconduct without fear of personal or financial disadvantage. In order to achieve this, individuals covered by this Policy who choose to make a disclosure of behaviour covered by this Policy to a person eligible to receive the disclosure are protected by this Policy and the Corporations Act.

IDENTITY PROTECTION (CONFIDENTIALITY)

It is illegal for anyone to identify a discloser or disclose information that is likely to lead to the identification of a discloser except as set out below.

The exception to the general rule is where the identity of the discloser is disclosed:

- a) to ASIC, APRA or a member of the Australian Federal Police;
- b) to a legal practitioner (for the purpose of obtaining legal advice or legal representation about the whistleblower provisions in the Corporations Act); or
- c) with the consent of the discloser.

Information contained in a disclosure can be disclosed without the discloser's consent if:

- a) the information does not include the discloser's identity;
- b) all reasonable steps have been taken to reduce the risk that the discloser will be identified from the information; and
- c) it is reasonably necessary for investigating the issues raised in the disclosure.

We will take the following steps to protect the confidentiality of a discloser's identity:

- a) redact personal information where appropriate;
- b) refer to the discloser in a gender-neutral context;
- c) securely store all paper and electronic documents and other materials relating to disclosures;
- d) limit access to disclosure information to those directly involved in managing and investigating the disclosure; and
- e) each person involved in handling and investigating a disclosure will be reminded about confidentiality requirements, including that an unauthorised disclosure of a discloser's identity may be a criminal offence.

However, you should be aware that in practice, people may be able to guess your identity if you have previously mentioned to other people that you are considering making a disclosure or the disclosure relates to information that you have previously been told privately and in confidence.

PROTECTION FROM RETALIATION/ADVERSE CONDUCT

As a discloser disclosing behaviour that is covered by the protections in the Corporations Act, you will also have legal protections from detriment or threats of detriment in relation to the disclosure. This means that you will have legal protection from any of the following conduct (or threats of the following conduct) in relation to a disclosure:

- a) dismissal;
- b) alteration of employment position or duties to your disadvantage;
- c) discrimination;
- d) harassment or intimidation;
- e) harm or injury (including psychological harm);
- f) damage to property, reputation or business or financial position; or
- g) any other damage to a person.

We will do all we can to protect you from the above conduct.

Some actions may be required as a result of the disclosure that do not constitute detrimental conduct such as actions required for the purpose of protecting you from detriment (like moving you to another team etc) or managing unsatisfactory work performance in line with our performance management framework.

These protections have been implemented to ensure that disclosers are not deterred from making disclosures due to fear of discrimination, harassment or disadvantage.

As part of the investigation process, the Compliance Officer will assess the risk of detriment against the discloser and other people and determine a plan to minimise the risk of any detriment occurring. The Compliance Officer will also notify the discloser of any support services available and consider strategies to help a discloser manage and minimise stress, time or performance impacts.

However, if you feel that any of the circumstances described above are imminent or have already occurred, contact your Compliance Officer who will aim to rectify this immediately. Together you can determine an appropriate course of action.

If you are still not satisfied with the proposed resolution, you can inform any member of the Compliance Committee or Board who will investigate the matter further with the Compliance Committee. We will not tolerate retaliation or detrimental conduct of any kind against a discloser.

Any employee or associated person found to be retaliating may face disciplinary action.

COMPENSATION

A discloser (or any other employee or person) can seek compensation and other outcomes through the courts if:

- a) they suffer loss, damage or injury because of a disclosure; and
- b) we failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

Disclosers should seek independent legal advice if they feel they have suffered loss, damage or injury as a result of their disclosure.

CIVIL, CRIMINAL AND ADMINISTRATIVE LIABILITY PROTECTION

Disclosures that are made in accordance with this Policy will also qualify for the following protections:

- a) an individual will not be subject to any civil (i.e. breach of contract), criminal (i.e. unlawful release of information) or administrative (i.e. disciplinary action) liability as a direct result of making a disclosure;
- b) no contractual right can be enforced against the individual on the basis of their disclosure; and
- c) the disclosure may not be admitted as evidence against the individual, except in proceedings concerning making a false disclosure.

However, it is important to understand that the protections do not grant immunity for any misconduct a discloser has engaged in that is revealed in their disclosure.

ACCOUNTABILITY

This Policy will also be available for all employees to access on the Digital Compliance Platform and/or our internal practice management system.

This Policy does not form any contract of employment.