



Whistleblower Policy

AUSREO Pty Limited

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Table of contents

1.	Introduction	1
2.	Scope	2
3.	Making a Whistleblower Disclosure	3
4.	Investigation	5
5.	Protection of Whistleblowers	6
6.	Support	9
7.	Administration	11
8.	Definitions	11

Whistleblower Policy

AUSREO Pty Limited (**AUSREO**) aims to provide employees, directors, officers, contractors, suppliers, and clients with a supportive work environment in which they feel able to raise issues of legitimate concern to AUSREO, without fear of victimisation, detriment or other retribution. AUSREO's aim is to also provide suitable avenues for the reporting of matters that may cause loss to AUSREO or damage to AUSREO's reputation. AUSREO is committed to high standards of conduct in all business activities and the development of a culture that promotes safe, lawful and ethical behaviour.

1. Introduction

1.1 AUSREO:

- (a) considers that implementing an effective Whistleblower Policy will assist it to maintain a high standard of lawful and ethical conduct in its workplace and business activities; and
- (b) is committed to ensuring the protection of Whistleblowers who report in good faith legitimate concerns about Reportable Conduct in AUSREO's workplace or business activities (**Whistleblower Disclosure**).

1.2 This policy details how AUSREO will protect and support Whistleblowers by:

- (a) fostering a culture that encourages Whistleblowers to raise concerns of Reportable Conduct;
- (b) informing Whistleblowers of the proper processes for raising such concerns (including the right to remain anonymous); and
- (c) providing safeguards for Whistleblowers to raise concerns in an environment where they receive appropriate protection, free from fear of reprisal or disadvantage.

1.3 The purpose of this policy is to:

- (a) encourage Whistleblowers to make Whistleblower Disclosures without fear of Victimisation; and
- (b) properly manage allegations of Reportable Conduct in a lawful, fair, consistent and timely manner.

2. Scope

- 2.1 For the purposes of this policy, an eligible whistleblower is an individual who is, or has been:
- (a) a director or officer of AUSREO (within the meaning of the Corporations Act);
 - (b) an employee of AUSREO (including permanent, part-time, fixed-term or temporary employees, and interns and secondees);
 - (c) a supplier of goods or services to AUSREO (whether paid or unpaid), including the employees of such suppliers;
 - (d) an associate of AUSREO (within the meaning of the Corporations Act); and
 - (e) a relative, dependent or spouse of an individual referred to in paragraphs (a) to (d) above,
- (Whistleblower).**
- 2.2 A Whistleblower is eligible for protection under the Corporations Act (as described in this policy) if:
- (a) the Whistleblower has made a disclosure in relation to Reportable Conduct to:
 - (i) an Eligible Recipient; or
 - (ii) ASIC, APRA or another Commonwealth body prescribed by regulation;
 - (iii) a legal practitioner for the purposes of obtaining legal advice or representation about the operation of the whistleblower laws; or
 - (b) the Whistleblower has made an 'emergency disclosure' or 'public interest disclosure', each more fully described in this policy.
- 2.3 Reportable Conduct does not include Personal Work-Related Grievances. Disclosures that relate solely to Personal Work-Related Grievances, and that do not relate to Victimization to a Whistleblower, do not qualify for protection under the whistleblower laws. Examples of Personal Work-Related Grievances include:
- (a) conflicts between a discloser and another employee;
 - (b) a decision that does not involve a breach of workplace laws;
 - (c) a decision about the engagement, transfer or promotion of the discloser;
 - (d) a decision about the terms and conditions of engagement of the discloser; or
 - (e) a decision to suspend or terminate the engagement of a discloser, or otherwise to discipline the discloser.

- 2.4 A Personal Work-Related Grievance can still qualify for protection if it is related to Reportable Conduct. This may include Personal Work-Related Grievances, together with:
- (a) information about the misconduct of AUSREO;
 - (b) a report that AUSREO has breached employment or other laws which are punishable by imprisonment of 12 months or more, engaged in conduct that represents a danger to the public or the report suggests misconduct beyond the discloser's personal circumstances;
 - (c) the discloser suffers from or is threatened with Victimisation;
 - (d) the discloser seeks legal advice or representation about the operation of the whistleblower laws.
- 2.5 Reports of Personal Work-Related Grievances may qualify for protection under other laws (such as the *Fair Work Act 2009* (Cth)). If you have a Personal Work-Related Grievance, please speak to your supervisor or a member of your human resources team.

3. Making a Whistleblower Disclosure

- 3.1 A Whistleblower may report any issue or behaviour which they consider to be Reportable Conduct. The Whistleblower must act honestly and reasonably in making the report, with reasonable grounds to suspect that the Reportable Conduct has taken place. Provided that the Whistleblower has done so, they will receive the protections under this policy and the law even if their report turns out to be incorrect.
- 3.2 A Whistleblower should anonymously report any Reportable Conduct to EthicsPoint at ausreo.ethicspoint.com or 1800 813 948. This website and hotline are maintained by an independent company, Navex Global, who will not provide the identity of the Whistleblower to AUSREO without the consent of the Whistleblower, under any circumstances.
- 3.3 Whistleblowers are encouraged to make their Whistleblower Disclosure through EthicsPoint in order to facilitate the most appropriate management and investigation of a Whistleblower Disclosure; however, a Whistleblower may also make a Whistleblower Disclosure to:
- (a) an Eligible Recipient;
 - (b) ASIC, APRA or another Commonwealth body prescribed by regulation;
 - (c) a legal practitioner for the purposes of obtaining legal advice or representation about the operation of the whistleblower laws.

Public interest and emergency disclosure

- 3.4 A Whistleblower may report Reportable Conduct to a journalist or parliamentarian in circumstances of a 'public interest disclosure' or 'emergency disclosure' and qualify for protection under the whistleblower laws. These types of reports only apply in limited circumstances, and Whistleblowers should ensure that they carefully consider the applicable criteria before making one of these types of reports. AUSREO also encourages Whistleblowers to obtain independent legal advice before making a public interest or emergency disclosure.
- 3.5 A 'public interest disclosure' involves the disclosure of information to a journalist or parliamentarian, where:
- (a) at least 90 days have passed since the Whistleblower made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation;
 - (b) the Whistleblower does not have reasonable grounds to believe that action is being taken, or has been taken, in relation to their Whistleblower Disclosure;
 - (c) the Whistleblower has reasonable grounds to believe that the making of a further disclosure of the information is in the public interest; and
 - (d) before making the public interest disclosure, the Whistleblower has given written notice to the body to whom the original disclosure was made under paragraph 3.5(a) that:
 - (i) includes sufficient information to identify the original disclosure; and
 - (ii) states that the Whistleblower intends to make a public interest disclosure.
- 3.6 An 'emergency disclosure' involves the disclosure of information to a journalist or parliamentarian, where:
- (a) the Whistleblower has previously made a disclosure of that information to ASIC, APRA or another Commonwealth body prescribed by regulation;
 - (b) the Whistleblower has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;
 - (c) before making the emergency disclosure, the Whistleblower has given written notice to the body to whom the original disclosure was made under paragraph 3.6(a) that:
 - (i) includes sufficient information to identify the original disclosure; and
 - (ii) states that the Whistleblower intends to make an emergency disclosure; and

- (d) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.

4. Investigation

- 4.1 A Whistleblower Disclosure which is reported to AUSREO must be investigated by the AUSREO Compliance Committee, which is comprised of the Chief Executive Officer, Chief Financial Officer and National Human Resources Director. The AUSREO Compliance Committee is responsible for investigating the Whistleblower Disclosure.
- 4.2 The AUSREO Compliance Committee will assess each report of Reportable Conduct and determine whether:
 - (a) it qualifies for protection under the whistleblower laws and this policy; and
 - (b) a formal investigation is required.
- 4.3 The AUSREO Compliance Committee, in investigating the Whistleblower Disclosure and determining whether the alleged Reportable Conduct is substantiated:
 - (a) must apply principles of natural justice to an investigation into a Whistleblower Disclosure, which will include:
 - (i) the investigation being conducted promptly, fairly and impartially;
 - (ii) the matters which are the subject of investigation being made known to the person who is the alleged subject of a Whistleblower Disclosure; and
 - (iii) providing the person who is the alleged subject of a Whistleblower Disclosure with sufficient time to consider the allegations and an opportunity to respond;
 - (b) must maintain a confidential record of the allegations and processes concerning an investigation into a Whistleblower Disclosure;
 - (c) may provide a report to the Board of AUSREO, depending on the circumstances of the Whistleblower Disclosure and the matters identified by the AUSREO Compliance Committee;
 - (d) may report a Whistleblower Disclosure to ASIC, APRA, the Australian Federal Police or State/Territory police (where appropriate) and must cooperate with such entities (including in an investigation if necessary) so far as is lawfully required;
 - (e) so far as is lawful, must take all reasonable steps to ensure a Whistleblower is kept informed about the progress and outcome of a Whistleblower Disclosure;

- (f) subject to clauses 4.3(c) and 4.3(d) above and so far as is lawful, must maintain confidentiality about the identity of a Whistleblower and any details of a Whistleblower Disclosure which they are aware of (or have a reasonable suspicion of); and
 - (g) must not Victimise a Whistleblower as a consequence of a Whistleblower Disclosure.
- 4.4 If a Whistleblower Disclosure relates to the conduct of a person forming part of the AUSREO Compliance Committee, the AUSREO Compliance Committee will be comprised of those other than the relevant person. For example, if the Whistleblower Disclosure made is in relation to the conduct of the Chief Financial Officer, the AUSREO Compliance Committee will be comprised of the Chief Executive Officer and National Human Resources Manager.
- 4.5 The timeframe for an investigation of a Whistleblower Disclosure will be different for every matter and will depend on a number of factors (such as the complexity and scope of the matter, the number of people to be interviewed and whether or not expert advice is required). AUSREO will investigate each Whistleblower Disclosure as soon as reasonably practicable after the report has been made.
- 4.6 AUSREO's investigation process may be limited, and AUSREO may not be able to undertake a full and comprehensive investigation nor provide feedback or updates to a Whistleblower, where AUSREO, the AUSREO Compliance Committee or the relevant Eligible Recipient receiving the Whistleblower Disclosure is not able to contact the Whistleblower. This may occur where:
- (a) the Whistleblower has made an anonymous report; and
 - (b) the Whistleblower refuses to provide, or has not provided, a means of contacting the Whistleblower.

5. Protection of Whistleblowers

Protection generally

- 5.1 The Corporations Act contains protections that are available to Whistleblowers who qualify for protection in respect of a Whistleblower Disclosure, including in relation to:
- (a) identity protection (confidentiality);
 - (b) protection from Victimisation;
 - (c) compensation and other remedies; and
 - (d) civil, criminal and administrative liability protection.
- 5.2 If a Whistleblower is concerned that their identity has not been protected or that they have been subject to (or are likely to be subject to) Victimisation, they should advise an Eligible Recipient or EthicsPoint immediately. A Whistleblower may also seek

independent legal advice or contact an external regulator (including ASIC, APRA or the ATO).

Protection of identity and confidentiality

- 5.3 A Whistleblower may remain anonymous if they wish, and a person cannot disclose the identity of a Whistleblower or information that is likely to lead to the identification of a Whistleblower (which they have obtained because the Whistleblower made a Whistleblower Disclosure that qualifies for protection), except if identity of the Whistleblower is disclosed with the consent of the Whistleblower or to:
- (a) ASIC, APRA or a member of the Australian Federal Police (within the meaning of the *Australian Federal Police Act 1979* (Cth)); or
 - (b) a legal practitioner for the purposes of obtaining legal advice or representation about the whistleblower protections under the whistleblower laws.
- 5.4 If a Whistleblower chooses to remain anonymous, the Whistleblower should be mindful that, while AUSREO will use its best efforts to investigate any Whistleblower Disclosure, an anonymous Whistleblower Disclosure may limit the effectiveness of such an investigation.
- 5.5 AUSREO may use various measures and mechanisms to protect the anonymity of a Whistleblower (if a Whistleblower elects to remain anonymous) and the confidentiality of a Whistleblower Disclosure. The specific measures and mechanisms will vary depending on the circumstances of the Whistleblower Disclosure but may include:
- (a) the redaction of all personal information or reference to a Whistleblower, if possible and appropriate;
 - (b) the use of gender-neutral language or pseudonyms;
 - (c) clarifying with the Whistleblower certain aspects of the Whistleblower Disclosure that could inadvertently identify a Whistleblower;
 - (d) secure storage of documents (paper and electronic) relating to the Whistleblower Disclosure;
 - (e) investigation of Whistleblower Disclosures by appropriately trained persons who have been informed of their legal obligations regarding unauthorised disclosure of a Whistleblower's identity or the details of the Whistleblower Disclosure;
 - (f) limitation of access to and use of information relating to a Whistleblower Disclosure; and
 - (g) use of equipment and correspondence (such as email addresses and printers) that can only be accessed by appropriate persons.

- 5.6 A Whistleblower who wishes to remain anonymous should also be mindful that, in practice, it may be possible for their identity to be guessed in some circumstances, such as if:
- (a) the Whistleblower has previously mentioned to other people that they are considering making a Whistleblower Disclosure;
 - (b) the Whistleblower is one of a very small number of people with access to the information that is the subject of the Whistleblower Disclosure; or
 - (c) the Whistleblower Disclosure relates to information that a Whistleblower has previously been told privately and in confidence.

Protection from Victimisation

- 5.7 AUSREO is committed to ensuring that Whistleblowers who make a Whistleblower Disclosure are treated fairly and do not suffer Victimisation as a result of the Whistleblower Disclosure. Victimisation is a breach of this policy and of the law.
- 5.8 Examples of Victimisation may include (but are not limited to):
- (a) dismissal of an employee;
 - (b) disciplinary action or demotion;
 - (c) harassment or intimidation;
 - (d) discrimination;
 - (e) harm or injury to any person; or
 - (f) damage to a person's property, reputation, business or financial position.
- 5.9 AUSREO may still need to take certain lawful actions regarding a Whistleblower, which do not amount to Victimisation. For example, AUSREO may be required to:
- (a) take administrative action that is reasonable for the purpose of protecting a Whistleblower from detriment, such as moving a Whistleblower who has made a Whistleblower Disclosure about their immediate work area to another office to protect them from detriment; and
 - (b) manage a Whistleblower's unsatisfactory work performance, if the action is in line with AUSREO's performance management framework.
- 5.10 AUSREO may use various measures to protect Whistleblowers from Victimisation, which will depend on the particular circumstances of the Whistleblower Disclosure. Some measures and mechanisms may include:
- (a) assessing the risk of Victimisation to the Whistleblower;
 - (b) changing the location for the performance of duties or reassignment or duties of either the Whistleblower or other persons connected with the Whistleblower Disclosure; and

- (c) appropriate training and guidance, as relevant, for AUSREO management in relation to confidentiality, conflicts, fairness and other applicable matters.

Compensation

- 5.11 A Whistleblower (or any other employee or other person) can seek compensation and other remedies through the Courts if:
 - (a) that person suffers loss, damage or injury because of a Whistleblower Disclosure; and
 - (b) AUSREO fails to take reasonable precautions and exercise due diligence to prevent the detriment.
- 5.12 AUSREO encourages Whistleblowers to seek independent legal advice in relation to the above.

Civil, criminal and administrative liability

- 5.13 A Whistleblower is protected from certain liabilities in connection with a Whistleblower Disclosure that qualifies for protection, including:
 - (a) civil liability (for example, any legal action against the Whistleblower for breach of an employment contract, confidentiality obligations or another contractual obligation);
 - (b) criminal liability (for example, attempted prosecution of the Whistleblower for unlawfully releasing information); and
 - (c) administrative liability (for example, disciplinary action for making the Whistleblower Disclosure).
- 5.14 A Whistleblower should also be mindful that these protections do not grant immunity to a Whistleblower for any misconduct that a Whistleblower has engaged in, which is revealed in the Whistleblower Disclosure.

6. Support

- 6.1 AUSREO offers support services for a Whistleblower who makes or is the subject of a Whistleblower Disclosure. Information regarding these services is available from EthicsPoint at <https://www.accesseap.com.au> or by calling 1800 818 728.

6.2 A Whistleblower may also contact one of the following entities for advice or support:

Federal complaints bodies

Organisation	Contact Details
Australian Human Rights Commission	Website http://www.humanrights.gov.au/ Telephone 1300 656 419 Facsimile 02 9284 9611 Postal address GPO Box 5218, SYDNEY NSW 2001
Fair Work Commission	Telephone 1300 799 675 For further information and office locations, please see the website: https://www.fwc.gov.au/
SafeWork Australia	Website http://www.safeworkaustralia.gov.au Telephone 1300 551 832 Postal address SafeWorkAustralia, GPO Box 641, CANBERRA ACT 2601

State complaints bodies

Organisation	Contact Details
Anti-Discrimination New South Wales	Website https://www.antidiscrimination.justice.nsw.gov.au/ Telephone 1800 670 812 (within NSW) 02 9268 5544 (outside NSW) Postal address PO Box W213, PARAMATTA WESTFIELD NSW 2150
WorkSafe NSW	Website www.safework.nsw.gov.au Telephone 13 10 50 Email contact@safework.nsw.gov.au Postal address SafeWork NSW, Locked Bag 2906, LISAROW NSW 2252
Queensland Human Rights Commission	Website https://www.qhrc.qld.gov.au/ Telephone 1300 130 670 (Within QLD) 07 3247 0900 (outside QLD) Postal address PO Box 15565, CITY EAST QLD 4002

Organisation	Contact Details	
WorkSafe QLD	Website	www.worksafe.qld.gov.au
	Telephone	1300 362 128
	Online enquiry form	
	Postal address	PO Box 69, BRISBANE QLD 4000
Victorian Equal Opportunity and Human Rights Commission	Website	www.humanrightscommission.vic.gov.au
	Telephone	1300 891 848 (within VIC)
	Postal address	Level 3, 204 Lygon Street, CARLTON VIC 3053
WorkSafe Victoria	Website	www.worksafe.vic.gov.au
	Email	info@worksafe.vic.gov.au
	Telephone	1800 136 089 (within Victoria) 03 9641 1555 (outside Victoria)
	Postal address	1 Malop Street, GEELONG VIC 3220

7. Administration

- 7.1 The Company Secretary of AUSREO is responsible for the administration of this policy, reviewing its effectiveness and reviewing the reporting and investigation mechanisms.
- 7.2 This policy will be made available to all relevant stakeholders via AUSREO's website. AUSREO will communicate to and train employees and officers of AUSREO in the application of this policy.

8. Definitions

In this policy:

- APRA** means the Australian Prudential Regulation Authority.
- ASIC** means the Australian Securities and Investments Commission.
- ATO** means the Australian Taxation Office.
- Corporations Act** means the *Corporations Act 2001* (Cth).
- Eligible Recipient** means:
- (a) an officer or senior manager of AUSREO;

- (b) AUSREO's internal or external auditor;
- (c) any actuary of AUSREO, if appointed;
- (d) any other person authorised by AUSREO to receive Whistleblower Disclosures in accordance with this policy.

Relevant Laws

means the:

- (a) Corporations Act;
- (b) *Australian Securities and Investments Commission Act 2001 (Cth)*;
- (c) *Banking Act 1959 (Cth)*;
- (d) *Financial Sector (Collection of Data) Act 2001 (Cth)*;
- (e) *Insurance Act 1973 (Cth)*;
- (f) *Life Insurance Act 1995 (Cth)*;
- (g) *National Consumer Credit Protection Act 2009 (Cth)*;
- (h) *Superannuation Industry (Supervision) Act 1993 (Cth)*;
- (i) any instrument made under any of the above Acts; and
- (j) any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more.

Reportable Conduct

means conduct in AUSREO's workplace or in connection with its business activities which:

- (a) is dishonest, corrupt, fraudulent;
- (b) concerns bribery, falsification of company records, improper use of position of information or any other activity in breach of AUSREO's policies;
- (c) is unethical (generally or which is a breach of AUSREO's policies on workplace behaviour);
- (d) is illegal (including theft, violence or threatened violence, criminal damage to property or other breaches of law)
- (e) is a breach of AUSREO's policies, procedures or code of conduct;
- (f) constitutes an offence against, or contravention of, a provision of the Relevant Laws;
- (g) represents a danger to the public or the financial system;
- (h) may cause financial or non-financial loss to AUSREO or be otherwise detrimental to the interest of AUSREO (including gross mismanagement, serious and substantial waste or repeated breaches of administrative or financial procedures); or

- (i) may amount to discrimination, bullying, harassment or victimisation or is a danger to the health or safety of any person,

and includes any other type of serious misconduct, such as concealment of any of the above, but does not include a Personal Work-Related Grievance.

Personal Work-Related Grievance

means a grievance that relates to the current or former employment of a Whistleblower that have personal implications for the Whistleblower, but do not:

- (a) have any other significant implications for AUSREO; or
- (b) relate to any conduct or alleged conduct that is Reportable Conduct.

Victimisation

means any conduct that causes detriment to a Whistleblower if:

- (a) the person believes or suspects that the Whistleblower made, may have made, proposes to make or could make a Whistleblower Disclosure; and
- (b) that belief or suspicion is the reason, or part of the reason, for the conduct,

and includes a threat, which may be express or implied or conditional or unconditional, to cause detriment to a Whistleblower regardless of whether or not the Whistleblower actually fears the threat will be carried out.

Whistleblower

has the meaning given to that term in paragraph 2.

Whistleblower Disclosure

has the meaning given to that term in paragraph 1.1.