

PR017 ANZRP WHISTLEBLOWER PROCEDURE

1 Purpose

ANZRP is committed to complying with the *Corporations Act 2001* (Cth) and ensuring that whistleblowers are protected.

ANZRP emphasises the importance of speaking up as a critical component of our values expectations. ANZRP is committed to fostering a culture where employees feel safe to speak up on matters that concern them.

ANZRP encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving ANZRP and provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation, disadvantage or reprisal.

2 Scope

This procedure applies to whistleblowers who are/have previously been an employee or director of ANZRP or a related company, or an entity who supplies ANZRP with a good or service. Spouses, relatives or dependants of these people are also covered by this procedure.

This procedure applies to all of ANZRP and its wholly owned subsidiaries' operations and activities.

This procedure does not form part of any contract of employment or any industrial instrument.

3 References

References relevant to this procedure are:

- Corporations Act 2001 (Cth)
- REC008 Legal Register
- MAN004 Employee Manual

4 Definitions

ASIC	Australian Securities & Investments Commission.
Eligible Person	A person to whom a whistleblower can make a disclosure to. Includes the ANZRP CEO, ANZRP Chairman of the Board, ANZRP Audit Governance and Risk sub-committee Chairman, ANZRP's auditor, ANZRP's legal advisor and ASIC.
Misconduct or illegal activity	Non-compliance with the Corporations Act 2001 (Cth) or any other Commonwealth law that is likely to result in a fine or imprisonment.
Whistleblower	Someone inside of or connected to ANZRP who reports suspected misconduct or illegal activity by ANZRP or a related company. Includes persons who are/have previously been an employee or director of ANZRP or a related company, or an entity who supplies ANZRP with a good or service. Can include spouses, relatives or dependants of these people. Must disclose the suspected misconduct/illegal activity to an 'eligible person'.

5 Roles and Responsibilities

5.1 BOARD

- Has oversight of this procedure.
- Approves changes to and oversees the implementation and review of this procedure.

5.2 CEO

- Has overall responsibility for managing and implementing this procedure.
- Ensures that all employees are made aware of this procedure and provided training.
- Ensures the confidentiality of a whistleblower is maintained.

5.3 CHAIRMAN:

- Assigns themselves, the CEO, a Board Member or external investigator with the responsibility of investigating a report of misconduct or illegal activity.
- Ensures the confidentiality of a whistleblower is maintained.

5.4 ALL EMPLOYEES AND DIRECTORS:

- Be aware of this procedure and participate in necessary training.
- When reporting suspected misconduct or illegal activity, whistleblowers must have reasonable ground to suspect the information they are reporting is true. Where an employee or director is found to have knowingly made a false report, this may be a breach of the ANZRP Code of Conduct and will be considered a serious matter that may result in disciplinary action.

6 Procedure

6.1 TYPES OF WHISTLEBLOWER DISCLOSURES THAT CAN BE REPORTED

The types of suspected misconduct or illegal activity that are considered to be a whistleblower disclosure include:

- Fraud, money laundering or misappropriation of funds.
- Offering or accepting a bribe.
- Financial irregularities.
- Failure to comply with, or breach of, legal or regulatory requirements.
- An action that poses a significant risk to public safety (even if it does not breach a particular law).
- Engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.

The reporting of personal work-related grievances must be made via the Grievance section of the MAN004 Employee Manual. The reporting of personal work-related grievances does not entitle the reporter to whistleblower protections. Examples of grievances that may be personal work-related grievances include:

- An interpersonal conflict with another employee.
- A decision that does not involve a breach of workplace laws.
- A decision about the engagement, transfer or promotion of an employee.
- A decision about the terms and conditions of the engagement of a service provider.
- A decision to suspend or terminate the employment/engagement of an individual or to discipline the individual.

However, there may be circumstances where a personal work-related grievance and an whistleblower disclosure may be reported at the same time.

6.2 REPORTING SUSPECTED MISCONDUCT OR ILLEGAL ACTIVITY

A whistleblower may only report suspected misconduct or illegal activity (i.e. make a whistleblower disclosure) to one of the following (an eligible person):

- The CEO.
- The Chairman of the Board.
- The Chairman of the Audit, Governance and Risk sub-committee of the Board.
- ANZRP's audit firm (currently Pitcher Partners).
- ANZRP's legal advisor (currently Piper Alderman).
- ASIC (or another Commonwealth body prescribed by regulation).

A list of contact details for making a whistleblower disclosure is provided at Appendix A.

Note: Disclosures can be made to a journalist or parliamentarian under certain circumstances and qualify for protection (see s1317AAD of the Corporations Act 2001). The discloser should understand the criteria for making a public interest or emergency disclosure (seeking advice from a legal advisor if necessary).

Employees can also speak with Board members and ANZRP's audit firm and legal advisors (or their own legal advisor) to obtain additional information (e.g. to determine whether they wish to make a whistleblower disclosure).

Anonymity

Whistleblower disclosures can be made anonymously and still be protected under the Corporations Act 2001.

A whistleblower can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised (this includes refusing to answer questions that they feel could reveal their identity at any time, including during follow-up conversations).

One way a whistleblower can remain anonymous is to make a disclosure from an email address which does not enable their identity to be determined and by not making any reference within the email to their identity. However, it is suggested that ongoing two-way communication with ANZRP/the eligible person is maintained so that ANZRP can ask follow-up questions or provide feedback.

6.3 PROTECTIONS

A whistleblower qualifies for protections under the Corporations Act 2001 as outlined in this section in relation a disclosable matter.

A whistleblower can still qualify for protection even if their disclosure turns out to be incorrect.

Disclosures to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act 2001 are protected (even in the event that the legal practitioner concludes that a disclosure does not relate to a 'disclosable matter').

The protections under the Corporations Act 2001 do not grant immunity for any misconduct a whistleblower has engaged in that is revealed in their disclosure.

Confidentiality

ANZRP is legally required to protect the confidentiality of a whistleblower. As such, ANZRP must not identify a whistleblower, or disclose information that is likely to lead to the identification of the whistleblower.

All disclosed information will be handled sensitively, involving only persons who need to know and following any relevant data protection requirements. The identity (or any information which would be likely to identify the whistleblower) will only be shared if:

- The whistleblower gives consent to share that information; or
- The disclosure is allowed or required by law.

Steps that ANZRP will take to protect confidentiality of a whistleblower include:

- All personal information or reference to the whistleblower will be redacted.
- The whistleblower will be referred to in a gender-neutral context.
- Where possible, the whistleblower will be contacted to help identify certain aspects of their disclosure that could inadvertently identify them.
- Disclosures will be handled and investigated by appropriate qualified staff or external advisors only (e.g. personnel with qualifications such as finance and accounting, legal, IT and data security, health and safety compliance).
- All paper and electronic documents and other materials relating to disclosures will be stored securely.
- Access to all information relating to a disclosure will be limited to those directly involved in managing and investigating the disclosure.
- Only a restricted number of people who are directly involved in handling and investigating a disclosure will be made aware of a whistleblower's identity (subject to the discloser's consent) or information that is likely to lead to the identification of the whistleblower.
- Communications and documents relating to the investigation of a disclosure will not be sent to an email address or to a printer or saved on a folder on the shared drive that can be accessed by other staff.
- Each person who is involved in handling and investigating a disclosure will be reminded about the confidentiality requirements, including that an unauthorised disclosure of a whistleblower's identity may be a criminal offence.

Protection from detrimental acts or omissions

An employee must not engage in detrimental conduct to a whistleblower (or another person) in relation to a whistleblower disclosure if:

- The employee believes or suspects that a whistleblower (or another person) made, may have made, proposes to make or could make a disclosure that qualifies for protection.
- The belief or suspicion is the reason, or part of the reason, for the conduct.

In addition, an employee must not make a threat to cause detriment to a whistleblower (or another person) in relation to a disclosure. A threat may be expressed or implied, or

conditional or unconditional. A whistleblower (or another person) who has been threatened in relation to a disclosure does not have to actually fear that the threat will be carried out.

Detrimental conduct includes the following:

- Dismissal of an employee.
- Injury of an employee in his or her employment.
- Alteration of an employee's position or duties to his or her disadvantage.
- Discrimination of an employee.
- Harassment or intimidation of a person.
- Harm or injury to a person, including psychological harm.
- Damage to a person's property.
- Damage to a person's reputation.
- Damage to a person's business or financial position.

The following are examples of actions that are not detrimental conduct:

- Administrative action that is reasonable for the purpose of protecting a whistleblower from detriment (e.g. moving a whistleblower who has made a disclosure about their immediate work area to another office to prevent them from detriment).
- Managing a whistleblower's unsatisfactory work performance, if the action is in line with the ANZRP's performance management framework.

Steps that ANZRP will take to protect a whistleblower from detriment include:

- Assessing the risk of detriment against a whistleblower and other persons (e.g. other staff who might be suspected to have made a disclosure), which will commence as soon as possible after receiving a disclosure (using ANZRP's risk management framework and record keeping procedures).
- Providing whistleblowers with access to the Employee Assistance Program.
- Provide changes to or flexible work arrangements for the whistleblower, for example, allow the whistleblower to perform their duties from home or from another location, reassign the whistleblower to another role or different work duties (at the same level), make other modifications to the whistleblower's workplace or the way they perform their work duties, or reassign or relocate other staff involved in the disclosable matter.
- Advise management of their responsibilities to maintain the confidentiality of a disclosure, address the risks of isolation or harassment, manage conflicts, and ensure fairness when managing the performance of, or taking other management action relating to, a whistleblower (as soon as possible after receiving a disclosure).
- Allow the whistleblower to take extended leave.

Compensation and other remedies

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

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

It is recommended that independent legal advice is sought regarding compensation.

Civil, criminal and administrative liability protection

A whistleblower is protected from any of the following in relation to their disclosure:

- Civil liability (e.g. any legal action against the whistleblower for breach of an employment contract, duty of confidentiality or another contractual obligation).

- Criminal liability (e.g. attempted prosecution of the whistleblower for unlawfully releasing information, or other use of the disclosure against the whistleblower in a prosecution (other than for making a false disclosure)).
- Administrative liability (e.g. disciplinary action for making the disclosure).

6.4 REVIEW OF THE WHISTLEBLOWER'S DISCLOSURE

Stage One – Initial Assessment

Once an eligible person has received a disclosure, they will advise the CEO and Chairman (as appropriate). The CEO and Chairman will assign an internal or external investigator to the disclosure – most likely the CEO or a member of the Audit, Governance and Risk sub-committee of the Board. The internal investigator is to be independent to the disclosure.

The internal investigator will then assess the disclosure to determine whether:

- It qualifies for protection under the Corporations Act 2001.
- A formal, in-depth investigation is required.

The internal investigator will seek advice from ANZRP's legal advisor if required.

The internal investigator will ideally advise the discloser as to whether the disclosure is protected under the Corporations Act 2001 within 2 business days of the initial disclosure.

Stage Two – Investigation of a Disclosure

The internal investigator will then complete a thorough investigation of the disclosure. Different types of disclosures will need to be investigated differently, however, the following steps will be taken for all investigations:

1. Engage an external advisor as appropriate (e.g. legal advisor, financial advisor/auditor, specialist consultant).
2. Ask the whistleblower for as much information as they are able to/willing to provide regarding the disclosure.
3. Conduct a broad review on the subject matter or the work area disclosed.
4. Access and review relevant evidence and records.
5. Whilst ensuring that the confidentiality of the whistleblower is protected (unless the whistleblower has advised otherwise in writing), interview relevant staff, directors or other persons as appropriate.
6. Provide a progress report to the Board and to the whistleblower within 5 days of the initial disclosure advising the outcome of the investigation or additional work to be performed with timelines.

The whistleblower will be kept updated on the progress of the investigation including:

- When the investigation process has begun.
- During the investigation.
- After the investigation has been finalised.

An investigation may not be able to be conducted if the whistleblower cannot be contacted (e.g. if a disclosure is made anonymously and the discloser has refused to provide, or has not provided, a means of contacting them).

Stage Three – Reporting the Findings of the Investigation

The findings of the investigation will be documented and reported to the Board whilst preserving the confidentiality of the whistleblower.

A summary report will also be provided to the whistleblower advising of the outcome of the investigation.

Ensuring fair treatment of individuals mentioned in a disclosure

ANZRP will implement the following measures and/or mechanisms to ensure the fair treatment of individuals mentioned in a disclosure (if applicable):

- Disclosures will be handled confidentially.
- Each disclosure will be assessed and may be the subject of an investigation.
- The objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported.
- When an investigation needs to be undertaken, the process will be objective, fair and independent.
- An employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required and prior to any actions being taken (e.g. if the disclosure will be the subject of an investigation).
- An employee who is the subject of a disclosure may contact the Employee Assistance Program.

The CEO or Chairman will determine the most appropriate time to inform the individual who is the subject of a disclosure about the investigation, ensuring that they inform the individual and give them an opportunity to make representations before making any adverse finding against them. However, in some circumstances informing the individual at an early stage of an investigation may compromise the effectiveness of the investigation.

6.5 MAKING THIS PROCEDURE AVAILABLE

This procedure will be made available to directors and employees via:

- ANZRP’s management system software platform – Mango.
- Employee induction pack and director induction pack.
- Induction and re-induction training.
- Staff briefing session when the procedure is first implemented or following a significant review.

To ensure this procedure is available to potential external whistleblowers, it will be made available on the ANZRP website (note: information that is not relevant to external persons can be removed, such as names and contact details eligible persons).

7 Document Control

Version History:

Date	Version	Name	Description
1/01/2020	1	Carla Vasconi	Document Development
29/04/2020	1.1	Carla Vasconi	AGR review & Board approval
2/09/2021	1.2	Carla Vasconi	AGR review & Board approval
25/08/2023	1.3	Carla Vasconi	AGR review & Board approval