

# Whistleblower Protection Policy

## 1. Overview

### Commitment

Employsure Mutual Ltd is committed to the highest standards of conduct and ethical behaviour in all our business activities and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance. Employsure Mutual Ltd encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving Employsure Mutual Ltd's businesses 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. This policy will be made available to officers of the company.

### Reportable conduct

You may make a report under this policy if you have reasonable grounds to suspect that an Employsure Mutual Ltd director, officer, contractor, supplier, tenderer or other person who has business dealings with Employsure Mutual Ltd has engaged in conduct or transaction ("Reportable Conduct") which:

- Involves business transactions with related parties on non-commercial terms or that have not been declared;
- is dishonest, fraudulent or corrupt, including bribery or kickbacks or other activity in breach of the Employsure Mutual Ltd Code of Conduct;
- is illegal activity (such as theft, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);
- is unethical or in breach of Employsure Mutual Ltd's policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching Employsure Mutual Ltd's policies or procedures);
- is potentially damaging to Employsure Mutual Ltd, an Employsure Mutual Ltd employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of Employsure Mutual Ltd's property or resources; amounts to an abuse of authority;
- may cause financial loss to Employsure Mutual Ltd or damage its reputation or be otherwise detrimental to Employsure Mutual Ltd's interests;
- involves harassment, discrimination, victimisation or bullying, other than personal work-related grievances as defined in the Corporations Act 2001 (Cth) ("Corporations Act"); or
- involves any other kind of misconduct or an improper state of affairs or circumstances.

**Annexure A** describes special protections for whistleblowers who disclose information concerning misconduct or an improper state of affairs or circumstances in relation to Employsure Mutual Ltd or a related body corporate under the Corporations Act.

**Annexure B** describes special protections for tax whistleblowers.

## 2. Reporting

### Who can I make a report to?

Any person who wishes to make a report should make a report via the Stopline Service, a free external hotline and reporting service independently monitored by Stopline.

Stopline can be reached

**By phone:** 1300 30 45 50 (Australia) or 0800 42 50 08 (New Zealand)

**Fax:** Employsure, c/o Stopline +61 3 9882 4480

**By email:** [employsure@stopline.com.au](mailto:employsure@stopline.com.au)

**Web-based access:** <https://employsure.stoplينereport.com>

**By post:** Employsure, c/o Stopline, Locked Bag 8, Hawthorn, Vic, 3122

The Stopline operator will provide the details of your disclosure to a Protected Disclosure Officer. Reports can be made anonymously but if you provide your contact details to Stopline, those contact details will only be provided to the Protected Disclosure Officer if you consent.

### Protected disclosure officers

Employsure Pty Ltd staff members listed below are designated protected disclosure officers for Employsure Mutual Ltd and a report can be made to them using their email or phone number.

Name	Title	Email	Phone Number
Michael Morris	Head of Talent	<a href="mailto:Michael.Morris@Employsure.com.au">Michael.Morris@Employsure.com.au</a>	+61 437 233 461
Steven Nicholson	Finance Director	<a href="mailto:Steven.Nicholson@Employsure.com.au">Steven.Nicholson@Employsure.com.au</a>	+61 411 825 957
Dee Shackleton	Head of Business Risk	<a href="mailto:Dee.shackleton@employsure.com.au">Dee.shackleton@employsure.com.au</a>	+61 477 665 654
Jeff Blatchford	Snr. Business Risk Officer	<a href="mailto:Jeffery.Blatchford@Employsure.com.au">Jeffery.Blatchford@Employsure.com.au</a>	+ 61 2 8123 3934

Reports may also be posted to Level 6, 180 Thomas Street, Haymarket, Sydney 2000. (marked to the attention of one of the Protected Disclosure Officers).

### 3. Investigation

#### Investigation of Reportable Conduct

Employsure Mutual Ltd will investigate all matters reported under this policy as soon as practicable after the matter has been reported. A Protected Disclosure Officer may, with your consent, appoint a person to assist in the investigation of a report. Where appropriate, Employsure Mutual Ltd will provide feedback to you regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made).

The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Reportable Conduct and the circumstances.

A Protected Disclosure Officer who receives a report of wrongdoing must refer the report to the Business Risk Officer. The Business Risk Officer is responsible for managing all investigations.

While the particular investigation process and enquiries adopted will be determined by the nature and substance of the report, in general, as soon as practicable upon receipt of the report, if the report is not anonymous, a Protected Disclosure Officer or investigator will contact you to discuss the investigation process including who may be contacted and such other matters as are relevant to the investigation.

Where a report is submitted anonymously, Employsure Mutual Ltd will conduct the investigation and its enquiries based on the information provided to it.

#### Protection of Whistleblowers

Employsure Mutual Ltd is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report are treated fairly and do not suffer detriment.

#### Protection against detrimental conduct

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report.

If you are subjected to detrimental treatment as a result of making a report under this policy, you should:

- Inform a Protected Disclosure Officer, or senior manager within your relevant department immediately; or
- raise it in accordance with section 2 of this policy.

## Consequences for detrimental action

Any person who is found to have subjected a whistleblower to detrimental action may be guilty of an offence that is subject to prosecution under legislation.

## Protection of your identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this policy, Employsure Mutual Ltd will only share your identity as a whistleblower or information likely to reveal your identity if:

- you consent;
- the concern is reported to the Australian Securities and Investments Commission ("**ASIC**"), the Australian Prudential Regulation Authority ("**APRA**"), the Tax Commissioner or the Australian Federal Police ("**AFP**"); or
- the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

If Employsure Mutual Ltd needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk. Any disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.

## Protection of files and records

All files and records created from an investigation will be retained securely.

Unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know to take appropriate action, or for corporate governance purposes) without your consent as a whistleblower will be a breach of this policy.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter. The Corporations Act gives special protection to disclosures about breaches of that Act, provided certain conditions are met – refer to **Annexure A** for further details.

The *Taxation Administration Act 1953 (Cth)* ("**Taxation Administration Act**") also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met – refer to **Annexure B** for further details.

### Amendment of this policy

This policy cannot be amended without approval of the Board. It will be reviewed from time to time to ensure that it remains effective and meets best practice standards and the needs of EmploySURE Mutual Ltd.

### Document Version Control.

Document Version:	Issue Date:	Status:	Author:	Amendment
EML_2019 V1	14/11/2019	Superseded	Jodie Nicholls	New Policy - Draft
EML_2020 V1.01	20/04/2020	Superseded	Jodie Nicholls	Reworded to be consistent with the EmploySURE Policy. Version approved as Final.
EML_2020 V1.02	16/07/2020	Final	Natalie Young	Format only.

## Annexure A

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### Special protections under the Corporations Act

The Corporations Act gives special protection to disclosures about any misconduct or improper state of affairs relating to Employsure Mutual Ltd if the following conditions are satisfied:

1. the whistleblower is or has been:
  - an officer or employee of Employsure Mutual Ltd;**
  - an individual who supplies goods or services to Employsure Mutual Ltd or an employee of a person who supplies goods or services to Employsure Mutual Ltd;**
  - an individual who is an associate of Employsure Mutual Ltd; or**
  - a relative, dependent or dependent of the spouse of any individual referred to at (a) to (c) above;**
2. the report is made to:
  - a Protected Disclosure Officer;**
  - an officer or senior manager of Employsure Mutual Ltd;**
  - Employsure Mutual Ltd's external auditor (or a member of that audit team);**
  - ASIC;**
  - APRA; or**
  - a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act;**
3. the whistleblower has reasonable grounds to suspect that the information being disclosed concerns misconduct, or an improper state of affairs or circumstances in relation to Employsure Mutual Ltd. This may include a breach of legislation including the Corporations Act, an offence against the Commonwealth punishable by imprisonment for 12 months or more or conduct that represents a danger to the public or financial system.

Examples of conduct which may amount to a breach of the Corporations Act include: insider trading, insolvent trading, breach of the continuous disclosure rules, failure to keep accurate financial records, falsification of accounts, failure of a director or other officer of the company to act with the care and diligence that a reasonable person would exercise, or to act in good faith in the best interests of the corporation or failure of a director to give notice of any material personal interest in a matter relating to the affairs of the company.

The protections given by the Corporations Act when these conditions are met are:

1. the whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure;
2. no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report;
3. in some circumstances, the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty;
4. anyone who causes or threatens to cause detriment to a whistleblower or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and may be liable for damages;
5. a whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary; and
6. the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity, without the whistleblower's consent, to anyone except ASIC, APRA, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

### **Confidentiality**

If a report is made, the identity of the discloser must be kept confidential unless one of the following exceptions applies:

- a. the discloser consents to the disclosure of their identity;
- b. disclosure of details that might reveal the discloser's identity is reasonably necessary for the effective investigation of the matter;
- c. the concern is reported to ASIC, APRA, or the AFP; or
- d. the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

## Annexure B

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### Special Protections under the Taxation Administration Act

The Taxation Administration Act gives special protection to disclosures about a breach of any Australian tax law by Employsure or misconduct in relation to Employsure Mutual Ltd's tax affairs if the following conditions are satisfied:

1. the whistleblower is or has been:
  - a. an officer or employee of Employsure or Employsure Mutual Ltd;
  - b. an individual who supplies goods or services to Employsure or an employee of a person who supplies goods or services to Employsure Mutual Ltd;
  - c. an individual who is an associate of a Employsure Mutual Ltd;
  - d. a spouse, child, dependent or dependent of the spouse of any individual referred to at (a) to (c) above;
2. the report is made to:
  - a. a Protected Disclosure Officer;
  - b. a director, officer or senior manager of Employsure Mutual Ltd;
  - c. any Employsure Mutual Ltd external auditor (or a member of that audit team);
  - d. a registered tax agent or BAS agent who provides tax or BAS services to Employsure Mutual Ltd
  - e. any other employee or officer of Employsure who has functions or duties relating to tax affairs of the company (e.g. an internal accountant);
  - f. the Commissioner of Taxation; or
  - g. a lawyer for the purpose of obtaining legal advice or representation in relation to a report; and
3. if the report is made to an Employsure Mutual Ltd recipient, the whistleblower:
  - a. has reasonable grounds to suspect that the information indicates misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Employsure Mutual Ltd or an associate of Employsure; and
  - b. considers that the information may assist the Employsure Mutual Ltd recipient to perform functions or duties in relation to the tax affairs of Employsure Mutual Ltd or an associate of the company; and
4. if the report is made to the Commissioner of Taxation, the whistleblower considers that the information may assist the Employsure Mutual Ltd recipient to perform functions or duties in relation to the tax affairs of Employsure Mutual Ltd or an associate of the company.

The protections given by the Taxation Administration Act when these conditions are met are:

1. the whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure;
2. no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report;
3. where the disclosure was made to the Commissioner of Taxation, the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, except where the proceedings are concerned with whether the information is false;
4. unless the whistleblower has acted unreasonably, a whistleblower cannot be ordered to pay costs in any legal proceedings in relation to a report;



5. anyone who causes or threatens to cause detriment to a whistleblower or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and liable to pay damages;
6. a whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary;
7. the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity, without the whistleblower's consent, to anyone except the Commissioner of Taxation, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

### **Confidentiality**

If a report is made, the identity of the discloser will be kept confidential unless one of the following exceptions applies:

- a. the discloser consents to the disclosure of their identity;
- b. disclosure of details that might reveal their identity is reasonably necessary for the effective investigation of the allegations;
- c. the concern is reported to the Commissioner of Taxation or the AFP; or
- d. the concern is raised with a lawyer for the purpose obtaining legal advice or representation