

Whistleblower Protection Procedure (GOV-PRO-VVG-06)

1. Purpose

Vertaview Group (Group) encourages individuals to come forward when they may have concerns that we are not acting lawfully, ethically or in a socially responsible manner.

This procedure documents the process and protections for individuals (known as whistleblowers) who report misconduct, dishonesty or illegal activity including abuse, neglect, violence or exploitation and discrimination.

A copy of this procedure is available:

- In our document management system
- During corporate induction.

This procedure is supported by our Whistleblower Board Policy, which is available both internally and externally.

2. Scope

This procedure (and related document/s) applies to Vertaview Limited and its subsidiary companies, related entities, and affiliates anywhere in Australia (collectively referred to as the Vertaview Group).

Members of the Vertaview Group include All About Living Limited, Allinto Australia Limited, Arbourwell Limited, Multicap Limited, and Open Minds Australia Limited (we/us).

3. Roles and Responsibilities

Role	Responsibility
Directors	• Be informed of any material concerns raised that call into question the culture of the organisation. • Eligible recipients of disclosures
Group Chief Executive Officer (GCEO)	• Ensure the policy is enacted appropriately. • Determine if it is appropriate to provide the whistleblower with a copy of the de-identified report, depending on the nature of the disclosure
Vertaview Group Executive Team (VGET)	• Ensures procedures are correctly followed. • Eligible recipient of disclosures • Take immediate action following any whistleblower disclosure • Review and analyse any whistleblower disclosures
General Council	• Conduct initial assessment of disclosure. • Support the General Manager, Safety & Quality to identify an appropriate investigator • Determine if an external investigator is required
Group Head of People Experience	• Receive disclosures and initiate assessment in the absence of the General Manager, Safety & Quality
General Manager, Safety and Quality	• First point of contact with the external service provider for whistleblowing services. • Report to Board, Group CEO and Executive Leadership Team on reports received. • Support internal disclosure recipients and investigators as required. • Coordinate support for whistleblowers as required. • Provide procedures, tools and templates to support systematic identification, reporting and minimisation of dishonest or illegal activity,

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	including abuse, neglect and exploitation and risk management and support managers with reporting requirements.
Investigator	- Investigate disclosure and develop reports - Submit a report to the Group CEO - Share a report with the General Manager, Safety & Quality
Senior/Group Shared Services/Regional Leadership Team	Establish practices which protect people's rights and ensure reasonable and foreseeable situations which could give rise to increased risk of dishonest or illegal activity, including abuse, neglect and or exploitation, are identified in their area of responsibility and risk controls are put in place.
People Experience Team	Take immediate action in response to all allegations of dishonest or illegal activity, including abuse or suspected abuse.
Workers (Staff/ Employees/ Volunteers)	- As specified by policy, procedure, and any associated work instructions. - Report instances or suspected instances of dishonest or illegal activity, including abuse, neglect or exploitation.

4. Definitions/Acronyms

Term/Acronym	Definition
AFP	Australian Federal Police
ASIC	Australian Securities and Investments Commission
Eligible recipient	An individual who can receive a disclosure as defined in this procedure as the Director, Group CEO and members of the Vertaview Group Executive Team
Modern Slavery	Although modern slavery is not defined in law, it is used as an umbrella term covering practices such as forced labour, debt bondage, forced marriage, and human trafficking. Essentially, it refers to situations of exploitation where a person cannot refuse or leave because of threats, violence, coercion, deception, and/or abuse of power. International Day for the Abolition of Slavery United Nations
Personal workplace grievance	A grievance about any matter in relation to the whistleblower's employment, or former employment, having (or tending to have) implications for the discloser personally.
Whistleblower	Any current or former Board member, officer, worker, volunteer, supplier, associate, superannuation trustee or relative of the above-mentioned who wishes to make a report in connection with misconduct and avails themselves of the protections offered in this procedure
Whistleblowing	The reporting in good faith by an individual (as defined above) of misconduct that is within Vertaview Group's ability to control. Reporting in good faith means the whistleblower has a reasonable and honest belief that the alleged misconduct occurred

5. Process

5.1 Whistleblower

For the purposes of this procedure, a "whistleblower" may be anyone who is, or has been, any of the following in relation to Vertaview:

- An officer, worker, or volunteer,

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- b) A supplier of goods or services (whether paid or unpaid), including their workers,
- c) An associate,
- d) Trustee, custodian or investment manager of a superannuation entity,
- e) A spouse, relative or dependent of an individual referred to in items a) or b) above; or a dependent of such an individual's spouse.

5.2 Whistleblower Process

5.2.1 Who Can Make a Disclosure and Become a Whistleblower

Anyone who becomes aware of any known or suspected incidences of misconduct, dishonesty or illegal activity, including violence, abuse, neglect, or exploitation, is encouraged to raise their concerns with us. Our Feedback and Complaints Management Procedure outlines the different ways that customers, their families, or external stakeholders may raise a complaint.

Where a person wishes instead to make a protected disclosure in accordance with this procedure, and become a whistleblower, they can disclose their concerns to certain “eligible recipients”, whose role it is to receive disclosures which qualify for protection.

Eligible recipients include Directors, an Executive Manager, the external Financial Auditor, ASIC and/or anyone else authorised by us to receive disclosures. An Executive Manager is a person other than a Director or the Company Secretary who makes or participates in decisions that substantially affect the business of the organisation. At Vertaview, this includes the Group CEO and members of the Vertaview Group Executive Team.

Alternatively, whistleblowers may choose to disclose their concerns using our external provider, KPMG Fair Call. Details are available on our websites and below:

Free Call 24 hrs: 1800 500 965

Web Portal: <https://www.kpmgfaircall.kpmg.com.au/multicap>

Mail: The FairCall Manager
KPMG Forensic
PO Box H67
Australia Square
Sydney NSW 1213

A whistleblower can also raise their concerns about reportable conduct with a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower protections available under the Corporations Act 2001 (Cth). Such disclosures will also be protected under the Corporations Act 2001 (Cth), even if the legal practitioner concludes that their concerns do not relate to an eligible disclosure.

If a whistleblower does not feel comfortable including details of their identity, they can make an anonymous disclosure, which is still eligible for protection under law. All whistleblowers have the right to remain anonymous. If the whistleblower decides to remain anonymous over the course of and after the investigation, we will not investigate or try to identify them.

It is acknowledged that it may be difficult to investigate the disclosure if made anonymously and contact with the whistleblower is not possible. If the whistleblower feels comfortable doing so, they can make an anonymous disclosure using an anonymous email address to enable the investigating personnel to ask the whistleblower follow up questions or provide them with updates about the status of the investigation.

Disclosures made to anyone other than an eligible recipient or our external provider, KPMG Fair Call, or a legal practitioner, as detailed above, will not be protected by law.

5.3 Emergency and Public Interest Disclosures

Emergency disclosures are protected disclosures whistleblowers can make to a member of parliament or the media. A whistleblower can make an emergency disclosure to one of those recipients where they believe there is a substantial and imminent danger to the health and safety of one or more persons at or associated with Vertaview Group or to the natural environment.

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A whistleblower can make a public interest disclosure 90 days after making a disclosure through the process detailed above and the whistleblower still reasonably believes that:

- Action has not been taken, and
- Further disclosure is in the public's interest.

The whistleblower must give written notice to Vertaview Group before making an emergency or public interest disclosure.

The whistleblower should also consider obtaining independent legal advice before making an emergency or public interest disclosure.

5.4 Whistleblower Disclosures and Protection

A whistleblower is protected for disclosures made using the correct avenues where the whistleblower had reasonable grounds to suspect the disclosure indicates a contravention of the *Corporations Act 2001* (Cth) (Corporations Act) or other laws, or where disclosures include information on reportable conduct. Reportable conduct is misconduct or an improper state of affairs or circumstances in relation to Vertaview Group. The inclusion of reportable conduct means a disclosure does not only have to be about illegal activity.

To be protected, a whistleblower needs to satisfy the objective test that they had "reasonable grounds to suspect" wrongdoing. If the whistleblower satisfies this test, they will still be protected even if their disclosure turns out to be incorrect.

Examples of reportable conduct include:

- Dishonest or unethical behaviour and practices
- 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 under this procedure, regardless of whether they are an eligible whistleblower
- Failure to comply with, or breach of, legal or regulatory requirements
- Financial irregularities
- Fraud, money laundering or misappropriation of funds
- Breach of Human Rights
- Modern Slavery
- Offering or accepting a bribe
- Suspected violence, abuse, neglect, or exploitation by members of staff, other customers, or other members of the community.

Further information on identifying signs of violence, abuse, neglect, exploitation or discrimination is available in the Preventing & Responding to Violence, Abuse, Neglect, Exploitation and Discrimination Procedure.

If a whistleblower makes a disclosure as detailed above, they are protected and cannot be subject to or threatened with detrimental conduct (either by act or omission).

Examples of detrimental conduct may include:

- Dismissal as a worker
- Alteration of a person's position or duties within their employment to their disadvantage
- Discrimination between the person and other workers
- Harassment or intimidation
- Harm or injury, including psychological harm
- Damage to the person's property, reputation, business or financial position
- Any other damage

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Vertaview Group may be required to take immediate action which may affect the whistleblower as appropriate, this may include:

- Administrative action that is reasonable for the purpose of protecting the person from detrimental conduct.
- Managing unsatisfactory work performance if the action is in line with the Vertaview Group performance management framework.

Everyone within the organisation have an important responsibility concerning the welfare of the whistleblower within the organisation and must refrain from any activity that is, or could be perceived to be, victimisation of a person who makes a protected disclosure.

A person may seek compensation and other remedies through the courts if:

- They suffer detrimental conduct because of a protected disclosure (whether or not they actually made the disclosure)
- Vertaview Group fail to take reasonable precautions and exercise due diligence to prevent that detrimental conduct

5.5 Confidentiality of Whistleblower

All disclosures will be treated confidentially. A whistleblower's identity and any information they disclose will not be provided to anyone who is not involved in the investigation of their disclosure unless:

- Permitted by law (such as if we are required to disclose such details to ASIC, the AFP or a legal practitioner), or
- The whistleblower has consented to their details being provided.

If a whistleblower makes a disclosure that includes details of their identity, or any other information that could be used to identify them, the eligible recipient will ask the whistleblower to consent to this information being disclosed to the necessary personnel investigating their disclosure.

If the whistleblower does not wish for this information to be included, their disclosure will be de-identified before it is escalated for investigation. This may include:

- Redacting any personal information
- Referring to the whistleblower in a gender-neutral context
- Working with the whistleblower to help identify any other information within their disclosure that could inadvertently identify them.

Alternatively, the whistleblower may choose to adopt a pseudonym for the purposes of their disclosure. This may be suitable where their identity is known to the person to whom they made a disclosure, but they would prefer not to disclose their identity to anyone else.

All documents and other materials relating to any disclosures will be securely managed and stored.

5.5.1 Concerns About Breaches of Confidentiality and Victimising Behaviour

It is against the law for Vertaview Group to fail to take reasonable precautions to protect a whistleblower from actual or threatened detrimental conduct or to breach a whistleblower's confidentiality.

Anyone who believes that their confidentiality may have been breached should raise their concerns as a whistleblower, either if they are a whistleblower who has made a protected disclosure, or if they have been subject to, or threatened with, any detrimental conduct. The matter will be escalated as a separate disclosure. A whistleblower may also lodge a complaint directly with ASIC and/ or seek independent legal advice.

5.6 Investigation Process

5.6.1 Initial Assessment of Disclosure

Disclosures received by the eligible recipient or Fair Call will be referred to the General Manager Safety & Quality (or the Group Head of People Experience in their absence). The General Manager Safety & Quality will advise the General Counsel (GCEO if absent) of the disclosure, and will carry out an initial assessment including:

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- The disclosure and determine if it is a protected disclosure under this procedure and the Corporations Act
- The risk of detrimental conduct faced by all individuals involved in the disclosure
- The appropriate steps for both responding to the disclosure and the whistleblower's welfare

If confirmed, the disclosure requires investigation, it will be referred to the appropriate person as detailed below. If the disclosure is initially assessed as not requiring investigation under this procedure or is considered a personal workplace grievance, it will be referred to and investigated by the relevant manager. Refer to section 5.11 Personal Workplace Grievance for further information.

5.6.2 Investigation of Disclosure

The disclosure investigation determines if there is enough information or evidence to substantiate or refute the matters reported in the disclosure.

All investigations will be fair, independent and objective; therefore, the appointed investigator is to be independent of the whistleblower and any individuals who are the subject of the disclosure, as well as any connected workers.

The investigator will be nominated by the General Manager, Safety & Quality, supported by the General Counsel. This is usually the Group Head of People Experience or a delegate who has received training on how to investigate disclosures.

In some instances, an external investigator may need to be appointed to conduct the investigation, this includes instances where:

- Additional specialist skills or expertise are necessary to investigate, e.g. to support a Modern Slavery-related disclosure.
- The disclosure is related to a Board Director, a Senior or Executive Manager or a worker connected to the Group Head of People Experience.

Our external partner, KPMG, can provide investigative support in these circumstances.

Any regulatory reporting, e.g. NIDS Reportable Incidents, identified as being required during the investigation, will be completed as per the Incident Management Procedure.

At the end of the investigation, the investigator will submit a de-identified report to the Group CEO. The report will summarise the conduct of the investigation and the information and evidence collected, draw conclusions about the extent of any reportable conduct and recommend an appropriate course of action to both remedy and mitigate future risk.

The Group CEO will determine if it is appropriate to provide the whistleblower with a copy of the de-identified report, depending on the nature of the disclosure.

A summary of the investigation and the agreed actions will be provided to the Risk, Quality and People Committee.

The investigator will provide a copy of the report to the General Manager Safety & Quality, who will maintain a de-identified record of all concerns raised and actions taken under this procedure.

5.7 Ongoing Support for Whistleblowers

Unless the whistleblower has chosen to remain anonymous and cannot be contacted, the General Manager Safety & Quality will discuss with the whistleblower the type of support or protection they need following the initial disclosure assessment. It might be appropriate for the whistleblower to have:

- A leave of absence during the investigation,
- Alternative employment arrangements, and
- Counselling or other professional services.

5.8 Keeping Whistleblowers Informed

Unless the whistleblower has chosen to remain anonymous and cannot be contacted, the General Manager Safety & Quality and /or Fair Call will:

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- Confirm with the Whistleblower the assessment and investigation process, including expected timeframes.
- Check in as needed with the whistleblower to see if they require any additional support.
- Inform the whistleblower of the final outcome of the investigation, including if there is insufficient information or evidence to warrant further investigation.

5.9 Whistleblower Implicated in Improper Conduct

Whistleblowers are also protected from any of the following in relation to their disclosure:

- Civil liability (e.g., any legal action against the person for breach of an employment contract, duty of confidentiality or another contractual obligation).
- Criminal liability (e.g., attempted prosecution of the person for unlawfully releasing information, or other use of the disclosure against that person in a prosecution (other than for making a false disclosure)), administrative liability (e.g., disciplinary action for making the disclosure).

However, these protections do not apply if the investigation finds that the whistleblower has themselves been engaged in misconduct. However, in some limited circumstances, a full and frank admission may be a mitigating consideration in respect of disciplinary or other actions.

5.10 Ensuring Fair Treatment of Individuals Mentioned in a Disclosure

The General Manager, Safety & Quality will ensure that:

- If it is practical and appropriate to do so, the details of individuals mentioned in the disclosure are handled confidentially.
- Any person who is the subject of a disclosure will be advised, in line with the Feedback and Complaints Management Procedure and/or Employee Grievance Resolution procedure, about the subject matter of the disclosure, ensuring the principles of natural justice and procedural fairness.
- Any person who is the subject of a disclosure receives appropriate support.

5.11 Personal Workplace Grievances

Personal workplace grievances are not protected under this procedure or the *Corporations Act 2001* (Cth) and should be raised internally in accordance with the Employee Grievance Resolution Procedure.

A personal work-related grievance is any matter in relation to the whistleblower's employment, or former employment, having (or tending to have) implications for the discloser personally. Personal workplace grievances do not include allegations of misconduct or an improper state of affairs by the organisation; these would be considered reportable conduct.

Examples of personal workplace grievances include:

- An interpersonal conflict with another worker,
- A decision by Vertaview that does not involve a breach of workplace laws,
- A decision about the worker's engagement, transfer, or promotion,
- A decision about the terms and conditions of the worker's employment,
- A decision to suspend or terminate the worker's employment; or
- Disciplinary decisions.

In certain circumstances, a personal workplace grievance could still be considered a whistleblower disclosure and raised as such in line with this procedure. Examples include:

- The personal workplace grievance includes information about reportable conduct.
- The worker knows or has reasonable grounds to suspect that the personal workplace grievance concerns a breach of employment or other laws or represents a danger to the public or otherwise.

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- The worker is suffering from or has been threatened with detriment after raising their concerns in accordance with this procedure.

In some instances, personal workplace grievances may be protected under other legislation, including the *Fair Work Act 2009* (Cth)

5.12 Reporting

A report of whistleblower disclosures will be provided to the Risk, Quality and People Committee (Board sub-committee) annually by the General Manager, Safety & Quality.

6. Relevant Legislation

- *Corporations Act 2001* (Cth)
- *Fair Work Act 2009* (Cth)
- *Modern Slavery Act 2018* (Cth)
- *Privacy Act 1998* (Cth)

7. Supporting Procedures and Documents

Document Type	Document Name
Board Policy	Prevention and Responding to Violence, Abuse, Neglect, Exploitation Discrimination
Procedure	Feedback and Complaints Management
Procedure	Preventing and Responding to Violence, Abuse, Neglect, Exploitation and Discrimination
Procedure	Risk Management
Procedure	Incident Management
Procedure	Employee Grievance Resolution