

Whistleblower Policy

Version History:

Version	Changes	Author	Reviewer	Board Approved	Date of Board Review
0.1	Initial split from handbook	Rohan Wighton	AL		
0.2	HWLE draft	HWLE	JC		
0.3	Revision and structural alignment for consistency	Jacinta Connell			
0.4	Review and formatting, inclusion of annexures	Rohan Wighton			
0.5	Clean copy for AFR Committee review	Rohan Wighton			
0.6	Changes following AFR Committee and Board review and conditional endorsement	Jacinta Connell			
1.0	Line numbering	Rohan Wighton	RW		

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Whistleblower Policy (Placeholder)

1. Scope

1.1. This Whistleblower Policy applies to all employees and officers of CRC SAAFE Limited (SAAFE Ltd.) in various circumstances as set out below.

1.2. The policy applies regardless of whether a person is at work, or engaged in any work-related activity. It is not restricted in its operation to usual business working hours or application to the usual place of work. It applies at conferences, work functions, work-related social events, and business trips.

2. Purpose and Objective

2.1. SAAFE Ltd. is committed to ensuring a working environment that models the highest standards of ethical behaviour and emphasises the importance of transparency, compliance and good governance in every aspect of its operations. SAAFE Ltd. recognises the value of an open and transparent culture, where people feel comfortable to raise legitimate matters that are of concern to them, including any suspected unethical, illegal, fraudulent or undesirable conduct related to its business activities, or potential breaches of any law, regulation or policy applicable to SAAFE Ltd, without fear of reprisal, intimidation or disadvantage.

2.2. The purpose of this Whistleblower Policy is to provide guidance and information in relation to whistleblower disclosures, including information about:

- (i) who is an eligible whistleblower, and how and to whom disclosures can be made;
- (ii) protections available to whistleblowers, and the types of disclosures that qualify for protection;
- (iii) how SAAFE Ltd. will:
 - (iv) investigate disclosures;
 - (v) support whistleblowers, including protecting them from adverse treatment and detriment; and
 - (vi) ensure that fair treatment and natural justice is afforded to individuals who are the subject of, or are referenced in, disclosures; and
 - (vii) how this policy is to be made available to officers, employees, suppliers and other stakeholders of SAAFE Ltd.

3. Legislative Framework

3.1. There are multiple laws governing whistleblower disclosures in Australia. The body of this Whistleblower Policy reflects the protections relevant to SAAFE Ltd. as set out in the Corporations Act 2001 (Cth) and the Tax Administration Act 1953 (Cth) **(Whistleblower Protection Scheme)**.

3.2. It operates in conjunction with the rights and protections which exist under all applicable whistleblower legislation, including the obligations of certain individuals to make reports to the Office for Public Integrity (OPI) pursuant to the Independent Commissioner

Against Corruption Act 2012 (SA) (ICAC Act). In very specific and limited circumstances, certain types of disclosures made by employees or officers of SAAFE Ltd. may also be captured by a separate set of protections afforded by the Public Interest Disclosure Act 2013 (Cth) (PID 2013 Act) and the Public Interest Disclosure Act 2018 (SA) (PID 2018 Act). These protections are generally restricted to disclosures that relate to potential wrongdoing within the South Australian and/or Commonwealth public sector. Should they apply to any disclosure made by an employee or officer of SAAFE Ltd., Annexures A and B to this policy contain separate guidance in relation to the PID 2013 Act and PID 2018 Act.

3.3. Employees and officers of SAAFE Ltd. should refer to Annexure A for clarification and guidance in circumstances where:

(i) they (or SAAFE Ltd.) have been engaged to perform contract work for a public authority in South Australia and have become aware of potential wrongdoing in the course of that engagement; and/or

(ii) they are seeking to make a disclosure regarding a substantial risk to public health or safety and the environment.

3.4. Employees and officers of SAAFE Ltd. should refer to Annexure B for clarification and guidance in circumstances where:

(i) they (or SAAFE Ltd) are a party to a Commonwealth Contract (as defined in Annexure B) pursuant to which they are responsible (either directly or indirectly) for providing goods or services, and have become aware of potential wrongdoing in the course of that engagement; and/or

(ii) they (or SAAFE Ltd.) are a party to a subcontract with a person who is a party to a Commonwealth Contract and have become aware of potential wrongdoing in the course of that engagement.

3.5. As SAAFE Ltd. is not itself authorised and/or required to receive and handle the kinds of disclosures that are made under either the PID 2013 Act or the PID 2018 Act, Annexures A and B are limited to providing high level, practical guidance as to where proposed disclosures of this nature should be directed. Except where otherwise stated, all other procedures outlined in this Whistleblower Policy do not apply to the types of disclosures dealt with in Annexures A and B.

4. Who is an eligible Whistleblower?

4.1. Not all persons who make a disclosure will qualify for protection under this Whistleblower Policy. An individual will be an eligible whistleblower for the purpose of this policy if they are, or have been:

(i) an officer of SAAFE Ltd. (includes Board members, committee members and the senior executive team);

(ii) an employee of SAAFE Ltd. (includes full time, part time and casual employees, labour hire employees, secondees, student and vocational placements, volunteers and work experience students);

- (iii) a supplier of goods or services to SAAFE Ltd. (whether paid or unpaid), including contractors, sub-contractors and any employee of a supplier;
- (iv) an individual who is an associate of SAAFE Ltd. (within the meaning of the Corporations Act 2001 (Cth));
- (v) a partner of, or consultant to, SAAFE Ltd.;
- (vi) an individual who is a stakeholder from a partner organisation or partner project; and
- (vii) a relative, dependent or spouse of an individual referred to in any of clauses 1.1(a)(i) to 1.1(a)(vi) above.

5. What constitutes a qualifying Disclosure?

5.1. Not all disclosures will qualify for protection under this Whistleblower Policy. To be a 'qualifying disclosure,' in accordance with this policy, the disclosure must be made:

- (i) by an eligible whistleblower to an eligible recipient; and
- (ii) in circumstances where the eligible whistleblower has reasonable grounds to suspect that the disclosure concerns a 'disclosable matter'.

5.2. Disclosures that do not qualify for protection under this policy may nonetheless

- (i) constitute 'personal work-related grievances' which should be addressed in accordance with SAAFE Ltd.'s Grievance Procedure; and/or
- (ii) be protected under other legislation, such as the Fair Work Act 2009 (Cth); and/or
- (iii) fall within the scope of a whistleblower policy or protection scheme operating in respect of or applying to a partner entity or third party, and should therefore be addressed pursuant to that particular policy or scheme.

5.3. If any person is unclear as to whether a disclosure is covered by this policy, they should contact SAAFE Ltd.'s Whistleblower and Anti-Corruption Compliance Officer.

6. What is a disclosable matter?

6.1. A disclosable matter for the purpose of this policy includes, but is not limited to, information that:

- (i) concerns misconduct (including fraud, negligence, default, breach of trust, breach of duty) or an improper state of affairs or circumstances in relation to SAAFE Ltd. or one of its related bodies corporate;
- (ii) indicates that SAAFE Ltd, a related body corporate or one of its (or their) officers or employees has engaged in conduct that constitutes an offence against, or a contravention of:

(A) the Corporations Act 2001 (Cth);

(B) the Australian Securities and Investments Commission Act 2001 (Cth); or

(C) any instrument made under these Acts;

(iii) constitutes an offence against or a contravention of any other law of the Commonwealth that is punishable by imprisonment for 12 months or more;

5 (iv) represents a danger to the public or the financial system; or

(v) concerns misconduct or an improper state of affairs in respect of tax affairs.

10 6.2. In order to qualify for protection, an eligible whistleblower must have 'reasonable grounds to suspect' the basis of the information the subject of the disclosure. Even if a disclosure is found to be incorrect, the protections will still apply if it can be established that the eligible whistleblower had 'reasonable grounds to suspect' that the information disclosed was true.

7. Personal Work-Related Grievances

15 7.1. A disclosure does not qualify for protection under the legislation to the extent that the information disclosed concerns a 'personal work-related grievance'.

7.2. A disclosure is a 'personal work-related grievance' if:

(i) it relates to the discloser's employment, or former employment, having (or tending to have) implications for the discloser personally; and

20 (ii) the information contained therein:

(A) does not have significant implications for SAAFE Ltd., or another regulated entity; and

25 (B) does not concern conduct, or alleged conduct, as referred to within the description of 'disclosable matter' as set out in this policy.

7.3. Examples of a 'personal work-related grievance' include:

(i) an interpersonal conflict between the discloser and another employee;

(ii) a decision relating to the employment, transfer or promotion of the discloser;

30 (iii) a decision relating to the terms and conditions of employment of the discloser;

(iv) a decision to suspend or terminate the employment of the discloser, or otherwise to discipline the discloser.

35 7.4. Disclosures about personal work-related grievances should be raised in accordance with SAAFE Ltd.'s Grievance Procedure, which can be found in the SAAFE Ltd. Employee Handbook.

8. How to make a disclosure under this Whistleblower Policy?

8.1. Where possible, SAAFE Ltd. encourages an eligible whistleblower to make a disclosure to a person authorised by SAAFE Ltd. to receive qualifying disclosures (an **Authorised Recipient**), or any other person deemed to be an 'eligible recipient' for the purpose of this policy

8.2. The following are Authorised Recipients of a qualifying disclosure for the purposes of this policy:

(i) **Rohan Wighton**

Whistleblower and Anti-Corruption Compliance Officer

PO Box 66, Pooraka SA 5096

rohan.wighton@crdsaafe.com.au, Ph 0427 713 014

(ii) **Alex Lloyd**

Chief Executive Officer

PO Box 66, Pooraka SA 5096

alex.lloyd@crdsaafe.com.au, Ph 0451 596 564

(iii) **Tania Cunningham**

Human Resources Advisor

c/o SAAFE Ltd. PO Box 66, Pooraka SA 5096

tania@adelaideaspire.com.au, Ph (08) 8212 2683; or

8.3. The following are also 'eligible recipients' of a qualifying disclosure for the purpose of this policy:

(i) an officer or senior manager of SAAFE Ltd.;

(ii) the Chair of SAAFE Ltd.'s Audit, Finance and Risk Committee (in circumstances where the disclosure relates to an officer, senior manager or Human Resources Advisor of SAAFE);

(iii) an auditor, or a member of an audit team conducting an audit, of SAAFE Ltd. or a related body corporate of SAAFE Ltd.;

(iv) an actuary of SAAFE Ltd. or of a related body corporate of SAAFE Ltd.;

(v) a qualified legal practitioner for the purpose of taking legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act 2001 (Cth);

(vi) any other individual as prescribed by law;

(vii) ASIC, APRA, or a member of the Australian Federal Police or a prescribed Commonwealth authority;

(viii) the Commissioner of Taxation (if the disclosable matter is information that may assist the Commissioner of Taxation to perform his or her duties under a taxation law in relation to SAAFE Ltd.);

(ix) a registered tax agent or BAS agent who provides tax or BAS services to SAAFE Ltd. or an employee or officer of SAAFE Ltd. who has duties that

relate to the tax affairs of SAAFE Ltd., which the person considers may assist the recipient to perform functions or duties in relation to the tax affairs of SAAFE Ltd.

5 8.4. Disclosures may also be made anonymously. Any person who wishes to make an anonymous disclosure may do so as follows:

(i) by post:

Attention: Chief Executive Officer

SAAFE Limited

PO Box 66, Pooraka, SA 5095

10 8.5. An anonymous disclosure may be submitted under cover of a pseudonym or anonymous email address if preferred, and SAAFE Ltd. will ensure anonymity is maintained (as with confidentiality) throughout its investigation process following receipt of an anonymous disclosure.

15 8.6. SAAFE Ltd. will acknowledge receipt of a disclosure made to it within a reasonable period of time, except in circumstances where no contact details have been provided to enable a response. In the first instance, it will assess the disclosure to ascertain whether:

(i) it is a qualifying disclosure that falls within the Whistleblower Protection Scheme;

20 (ii) an investigation is required, and if so, how that investigation should be carried out; and

(iii) whether the disclosure should be forwarded to an external agency or body.

8.7. Where an investigation is required, SAAFE Ltd. will then determine:

25 (i) the nature and scope and timing of the investigation;

(ii) who should lead the investigation, including whether the appointment of an external investigator is appropriate;

(iii) the nature of any technical, financial or legal advice that may be required to support the investigation; and

30 (iv) the anticipated timeframe for the investigation.

8.8. Where possible to do so, SAAFE Ltd. will keep the whistleblower informed of the steps taken or to be taken as part of the investigation (or if no action is to be taken, the reason for this), and provide updates on the progress of the investigation if it considers appropriate to do so, taking into account confidentiality and other legal and fiduciary obligations.

35 8.9. SAAFE Ltd. acknowledges the rights of eligible whistleblowers to make 'public interest disclosures' or 'emergency disclosures' to Members of Parliament or journalists in certain circumstances pursuant to the *Corporations Act 2001* (Cth). This Whistleblower Policy does not affect any mandatory reporting requirement that SAAFE Ltd may have
40 under any other Commonwealth or State/Territory law.

9. Confidentiality

- 5 9.1. Strict confidentiality obligations apply in respect of any qualifying disclosures made in accordance with this policy. Unless the whistleblower consents, it is unlawful for the recipient of a disclosure to disclose a whistleblower's identity or any information that may lead to their identification, except where otherwise permitted by law as set out below.
- 10 9.2. SAAFE Ltd. is committed to ensuring the confidentiality of any eligible whistleblower. There may be some circumstances when SAAFE Ltd. may ask a whistleblower to consent to the disclosure of their identity, or information that may lead to their identification if required in order to investigate and/or resolve the matter.
- 15 9.3. If the whistleblower does not consent to their identity being disclosed for the purpose of the investigation or resolution (noting that by doing so it may hinder or prohibit that process or outcome), SAAFE Ltd. will nonetheless be lawfully entitled to disclose the identity of a non-consenting whistleblower, if it considers necessary, to:
- (i) ASIC, the AFP or the Commissioner of Taxation (in relation to tax matters);
 - (ii) a legal practitioner for the purposes of obtaining legal advice or legal representation about the disclosure; or
 - (iii) a body prescribed by the Corporations Act Regulations.
- 20 9.4. ASIC or the AFP may disclose the identity of an eligible whistleblower, or information that is likely to lead to the identification of the discloser, to a Commonwealth, State or Territory authority if deemed necessary to assist the authority in carrying out its functions or duties.
- 25 9.5. A whistleblower who considers their confidentiality has been breached may lodge a complaint with an Authorised Recipient, or an external regulator (such as ASIC) for investigation.

10. Immunity for whistleblowers

- 30 10.1. An eligible whistleblower is to be protected from certain civil liability, criminal liability and administrative liability (including disciplinary action) associated with the making of a qualifying disclosure, and no contractual or other remedy may be enforced or exercised against the whistleblower on the basis of a qualifying disclosure.
- 35 10.2. An eligible whistleblower will not, however, be protected from liability pursuant to this policy in circumstances where the whistleblower has themselves engaged in misconduct, or was complicit in the misconduct or improper state of affairs the subject of the disclosure.

11. Protection from detriments and threats of detriment

- 40 11.1. SAAFE Ltd. will take reasonable steps to ensure that an eligible whistleblower is not subject to any form of detriment, victimisation, discrimination, adverse treatment, harassment or prejudice because they have made a qualifying disclosure or a report under this policy (or is in any way connected to or associated with a report made under this policy, including as a witness).
- 45 11.2. Any persons found to be engaging in victimisation or other prohibited conduct against a whistleblower in breach of this policy will be subject to disciplinary action and/or other legal consequences.

11.3. Prohibited conduct in relation to a whistleblower for the purpose of this policy includes:

- (i) dismissing an employee;
- (ii) injuring an employee in their employment;
- 5 (iii) altering an employee's position or duties to their disadvantage;
- (iv) discriminating between an employee and other employees;
- (v) harassing or intimidating a person;
- (vi) harming or injuring a person;
- 10 (vii) damaging a person's property, reputation, business or financial position;
and
- (viii) any other damage to a person.

11.4. For the avoidance of doubt, reasonable administrative action taken during the course of an investigation in order to protect an eligible whistleblower from detriment (including, for example, changing the whistleblower's reporting line if the disclosure relates to a manager) will not be considered detrimental or prohibited conduct for the purpose of this policy. Similarly, a disclosure made in accordance with this policy will not restrict SAAFE Ltd. from managing (in the usual course, and in accordance with the relevant employment laws) any separate and/or unrelated performance issues pertaining to an eligible whistleblower.

11.5. An eligible whistleblower who believes that they have suffered detriment as a result of having made a disclosure should immediately notify an Authorised Recipient, noting that any such breaches of the Whistleblower Protection Scheme may attract civil or criminal sanctions.

25 **12. Support and fair treatment**

12.1. SAAFE Ltd. is committed to ensuring that any disclosures made under this Whistleblower Policy are treated in a fair and just manner, and that adequate support is offered to the whistleblower themselves, as well as any other person affected by the disclosure. SAAFE Ltd. offers an Employee Assistance Program (EAP) that is available to all employees, should they require support at any time.

12.2. SAAFE Ltd. will take all reasonable steps to ensure that any individuals identified in a qualifying disclosure are afforded natural justice and procedural fairness, including by way of strict confidentiality and the opportunity to respond to any allegations against them.

35 **13. Vexatious disclosures**

13.1. Disclosures deemed to be objectively unreasonable or vexatious complaints will not be afforded protection under the Whistleblower Protection Scheme or this policy.

13.2. SAAFE Ltd. may, if it considers necessary, take disciplinary action against any person who does not have objectively reasonable grounds for a disclosure.

14. Oversight of this policy

14.1. In addition to those aforementioned as Authorised Recipients of a disclosure, the Audit Finance and Risk Committee (**AFR**) of SAAFE Ltd. will be responsible for the

oversight and enforcement of this whistleblower policy. Primary responsibilities of the AFR in this regard include:

- (i) Case review: examining all significant whistleblowing disclosures to ensure fairness, accuracy, and thorough assessment and/or investigation of a disclosure;
- (ii) Action verification: ensuring that actions and decisions taken by SAAFE Ltd. align with the findings and conclusions of any investigation;
- (iii) Policy enhancement: regularly reassessing the whistleblower policy, reviewing feedback and making recommendations as to any improvements or adjustments to be made.

14.2. Stakeholders are encouraged to provide feedback to SAAFE Ltd. on this Whistleblower Policy (including its Annexures A and B), the whistleblowing process implemented pursuant to this policy and any associated steps taken by SAAFE Ltd. Feedback may be provided anonymously if desired.

15. Access to Whistleblower Policy

15.1. This policy (including Annexures A and B) will be made available to all employees and officers of SAAFE Ltd. via the SAAFE Ltd. MS Teams environment, and to external stakeholders via SAAFE Ltd.'s website.

15.2. Further information on whistleblowing protections and general information on whistleblowing can be obtained from:

- (i) [Whistleblowing | ASIC](#)
- (ii) [Public Interest Disclosure Act 2018](#)
- (iii) [ICAC's Public Interest Disclosure Guidelines](#)
- (iv) [Independent Commission Against Corruption Act 2012](#)
- (v) [Public Interest Disclosure Act 2013](#)

16. Review of Whistleblower Policy

16.1. This policy will be reviewed by SAAFE Ltd. on a regular basis and may be varied from time to time.

Date: April 2024

Approved by: [Rohan Wighton]