



resimac

WHISTLEBLOWER POLICY

RESIMAC GROUP LTD

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1. Introduction

The Resimac Group (Resimac Ltd and all its related entities, hereon 'Resimac') is committed to the highest standards of ethical behaviour in the conduct of its business activities. It encourages employees, associates, contractors and members of the general public, to report instances of reportable conduct, whether actual or suspected. These include conduct, which is:

- dishonest;
- fraudulent;
- corrupt;
- illegal (including theft, drug sale/use, violence or threatened violence and criminal damage against property);
- in breach of Commonwealth or State legislation or local authority by-laws;
- unethical (representing a breach of Resimac's Code of Conduct, or conduct which is otherwise unethical);
or
- results in an unsafe work practice

or which involves conduct in more than one of these categories

Reportable conduct includes any other conduct, which is:

- serious and improper and / or
- may cause financial or non-financial loss to the Group, or be otherwise detrimental to the interests of the Group.

(The definitions of key terms used in this policy are detailed at the end of the document)

Any employee, associate, contractor, or member of the general public who makes such a report will be supported and protected by Resimac. All reports received will be investigated, in line with best practice and the identity of the whistleblower will be kept confidential, within the definition of this policy.

The Corporations Act 2001, as recently amended, provides additional support to whistleblowers (as defined by the Act). An Information Sheet on the protections and methods of reporting provided by the law, is at Appendix C.

2. Purpose

The purpose of this policy is to establish and implement a whistleblower protection program which:

- encourages the reporting of behaviour that may result in financial or non-financial loss, or reputational damage to the Group;
- enables an organisation to deal effectively with reports received from whistleblowers so that the latter's identity and the information reported, remains confidential;
- protects whistleblowers against reprisal by any person, internal or external to the Group
- provides the infrastructure to support the whistleblower program
- plays a key role in detecting reportable conduct and assists in achieving good corporate governance.

- complies with applicable legislation

This policy applies to:

- employees, directors, associates and contractors of the Resimac Group and includes persons who have had a past relationship with the Group
- a supplier of goods or services to the Group and the employees of a supplier
- spouses, dependents and other relatives of those listed above
- any instance of reportable conduct for which a third party is responsible
- any instance of reportable conduct, reported by a third party

This policy is available via the Resimac intranet and external website and should be read in conjunction with the Resimac Code of Conduct.

3. The Whistleblower Process

3.1. Preparing to Make a Whistleblower Report

Whenever possible, a whistleblower should use the normal escalation processes for reporting improper conduct. For employees of Resimac, the initial notification should be made to an immediate supervisor or manager. If there is a reason preventing this notification, for example:

- the whistleblower does not otherwise feel comfortable disclosing the matter to their supervisor and / or manager ;
- the whistleblower believes that their supervisor and / or manager is responsible for, or involved in the reportable conduct ; or

a whistleblower report should be considered.

Whistleblower reports may also be made by phone. If a verbal (or other informal) report has been made and the person making the report is not satisfied that the report has been adequately investigated, the whistleblower should submit a written report.

3.2. What Information will be Needed, When Making a Report ?

When making a report in person or by phone, you will be asked to provide information regarding the matter you wish to report. This may include:

- The name, job title and location of those involved in the reportable conduct;
- The nature of the conduct;
- The period for which the conduct has been occurring;
- The date when the conduct first became known;
- How the conduct became known;
- Whether evidence of misconduct is available, and if so, what type
- Details of any witnesses;

- any concerns you may have that reprisals or recriminatory action may be taken against you, as a consequence of making the report;
- any other relevant information;
- whether you wish to remain anonymous
- your personal details, if you do not wish to remain anonymous; and
- any other relevant information.

Resimac respects your right to report anonymously and welcomes all reports made in accordance with this policy. As a practical point for anonymous reports, we will not be able to provide you with progress reports on the investigation or the outcome.

3.3. Making a Reporting

If after due consideration, you wish to make a report under this policy, the alternate contact details are:

Phone: Internal (ext.) 2361
External: 02 9248 0361
Email: whistle.blower@resimac.com.au
Post: Head of Internal Audit
Level 9, 45 Clarence Street
Sydney NSW 2000

For written reports, a template is attached as Appendix A.

4. Protection of Whistleblowers

Whistleblowers have the right to remain anonymous. Should the whistleblower choose to divulge his/her identity, it will be disclosed only where necessary for the purposes of investigation.

Information received from a whistleblower will be held in the strictest confidence and will only be disclosed to persons external to the investigation, if:

- a) the whistleblower consents in writing to the disclosure; or
- b) Resimac is compelled by law, to disclose the information

(for 'qualifying disclosures' as defined in the Corporations Act 2001, it is an offence for any individual to disclose the matters reported in any other circumstances).

Resimac will take the steps necessary to protect whistleblowers and ensure that they are not disadvantaged on account of making the report. 'Disadvantage' includes:

- dismissal
- demotion
- any form of harassment
- discrimination
- any form of bias

Should the whistleblower believe that a reprisal of some sort has been taken against him/her, he/she has an automatic right of referral to the Whistleblower Protection Officer, as referenced below.

5. Investigations

Whistleblower Reports will be subject to thorough investigation, to substantiate or refute the claim/s made. Investigations will follow best practice and will be independent of the business unit concerned, the whistleblower and the subject(s) of the reportable conduct.

The rules of natural justice will be observed, for example, the investigation will be conducted without bias and the person against whom the allegation is made will be given the opportunity to respond. The overriding aim is for the investigation to be considered fair, by all parties.

Where an allegation is significant and may have serious consequences, consideration will be given to the employment of a third party investigator.

Where the whistleblower has not asked to remain anonymous, they will be informed of the following, within 10 working days:

- the identity of the officer(s) investigating their concern and how they can be contacted;
- any further information required regarding the allegation
- if requested, a summary of the whistleblower's report and how the business proposes to deal with the report

During the course of the investigation, the officer(s) conducting the investigation will communicate regularly with the whistleblower.

Upon receipt of a whistleblower report, the Chief Executive Officer will be informed that a report has been received. No further detail concerning the report will be shared with the Chief Executive Officer while the investigation is in progress.

6. Personnel

The following personnel have responsibility for receiving and reviewing reports and for conducting the investigation in accordance with this policy.

6.1. The Whistleblower Protection Officer

The Human Resources Manager has been appointed as the Whistleblower Protection Officer for the Resimac Group. The Protection Officer's role is to safeguard the whistleblower's interests and to ensure compliance with Resimac policies and the applicable legislation.

The types of protection which Resimac may make available will depend on the situation, but may include:

- monitoring and managing the behaviour of other employees related to the reported incident;
- offering a paid leave of absence while a matter is investigated;

- rectification of any detriment a whistleblower may have suffered, as a result of the report or investigation; or
- protecting the interests of other staff members [including person(s) accused of misconduct].

The Protection Officer has direct access to independent financial, legal and operational advisors. In the absence of the Human Resources Manager, or should the allegation have been made against the Human Resources Manager, the General Manager Governance, Change and Culture, will act as the Protection Officer.

6.2. The Whistleblower Investigations Officer

The Head of Internal Audit is the Whistleblower Investigations Officer for Resimac. The role of this Officer is to investigate the substance of reports received and determine whether there is evidence to support the matters raised.

When an investigation is in progress, the Officer will provide an update to the Audit Committee at each meeting, on the progress of the investigation and the application of the Whistleblower Process to the report received. The identity of the whistleblower(s) will not be disclosed.

Contact details for the Protection Officer and Investigations Officer are at Appendix B.

6.3. Completion & Reporting

The Investigations Officer will complete the investigation within a reasonable timeframe, dependent on the nature of the allegation and the amount of evidence provided.

Upon completion, the Officer will prepare a report, which will reference:

- the key witness statements;
- other available evidences; and where applicable,
- a remediation plan, approved by senior management.

The final report will be shared with the Chair of the Audit Committee, the Chair of the Risk and Compliance Committee and the Chief Executive Officer. The Board of Directors will be informed by the Chair of the Audit Committee. Reports will also be provided to the external auditors, as appropriate.

The Chief Executive Officer will provide feedback to the Investigations and Protection Officers, regarding the report findings and the implementation of any related recommendations.

Should the Chief Executive Officer be accused of reportable conduct, or where they have a close relationship with the person against whom the accusation is made, the Investigations and Protection Officers will report directly to the Chair of the Audit Committee, with regard to the report and investigation.

The determination made by the investigation will finalise the whistleblower process. However, should the whistleblower believe that the matter they raised has not been dealt with adequately, they should refer the matter to the Company Secretary, who will advise the Chair of the Audit Committee of the whistleblower's concern.

The Investigations Officer will be responsible for reporting any criminal acts to the Police. If the whistleblower's notification relates to a regulatory breach, it will be dealt with in accordance with Resimac's Incident Reporting Policy and Procedures.

7. External Reporting

Whistleblower reports can be made to the Police, if there are grounds to believe that a crime has been or will be, committed.

If you have made an internal report of the matter, which has not been properly addressed you have a legal right to contact:

- a legal practitioner, for the purpose of obtaining legal advice, or legal representation in relation to the disclosure ; or
- the relevant regulatory body; or
- a member of Resimac’s external audit team; or
- an actuary employed by Resimac

The law provides protection to eligible whistleblowers who make an external report of a qualifying disclosure. Please refer to Appendix C for further information.

8. False Reporting & Failure to Report

Any employee who:

- has made a false report, purporting to be a whistleblower; or
- is aware of reportable conduct, but chooses not to report it.

will be subject to disciplinary proceedings, in accordance with Resimac policies and procedures.

In the event that a third party makes a false report or fails to report serious misconduct, they may be liable to legal action.

9. Unauthorised Release of Information

Should an employee become aware of any information provided by a whistleblower, they must not release the information to a person who is not involved in the investigation or resolution of the matter. Similarly, the whistleblower’s identity, or any information that may lead to his/her identification, must not be released. A breach of these restrictions will be regarded as a serious disciplinary matter.

10. Education & Training

New employees are required to undertake training designed to promote awareness of corrupt practices that could arise, within the Group’s operations. The training will include:-

- advice on the prevention of fraud and corruption
- the importance of reporting corrupt and illegal practices
- the Group’s approach and response to malicious or vexatious reporting ; and
- the Group’s Code of Conduct.

11. Visibility & Communication

Resimac's commitment to the investigation of reportable conduct will be confirmed periodically in communications to employees, agents, contractors and other relevant third parties and the policy is available on the Group's website, www.resimac.com.au.

12. Definitions

Corruption:

Dishonest activity in which a director, executive, manager, employee or contractor of an entity acts in a manner which is contrary to the interests of the entity and abuses his/her position of trust in order to achieve personal gain or advantage for themselves, or for another person or entity.

Fraud:

Dishonest activity causing actual or potential financial loss to any person or entity, including theft of money or other property by employees or persons external to Resimac. This activity is considered fraudulent whether or not there is deception at the time, immediately before or immediately following the activity.

Dishonest activity includes the deliberate falsification, concealment or destruction of documentation, used or intended for business purposes, or the improper use of information, or an employee's position within Resimac.

Whistleblower:

A person who makes, attempts to make, or wishes to make a report in connection with reportable conduct. A whistleblower may or may not wish to remain anonymous.

Document Control

Document:	Whistleblower Policy
Owner:	Head of Internal Audit
Review:	Every 2 years (or as required)
Version:	v2019.01
Related Documents:	▪ Resimac Code of Conduct

Commercial in Confidence

The information contained in this document is confidential and proprietary to Resimac Group Limited (“Resimac”). It must be held in strict confidence and not disclosed, duplicated or used in whole or in part for any purpose without the written consent of Resimac. Every attempt has been made to ensure the information contained herein has been obtained from reliable sources. Resimac does not guarantee the accuracy or completeness of the information presented and accepts no liability for any loss or damage arising in connection with the use of the information.

Appendix A – Whistleblower Report

Whistleblower Report

INFORMATION REQUIRED	RESPONSE
Name, job title and location of perpetrator/s:	
Nature of the conduct (e.g. fraud, corruption etc.):	
Details of the conduct :	
Date when suspected matter first became known:	
Approximate period that the suspected matter has been occurring:	
How suspected matter became known:	
Whether evidence of claim is available, and if so, what type	
Details of any witnesses:	
Are you concerned that reprisals or recriminatory action may be taken against you as a consequence of lodging this report?	
Any other relevant information:	
Do you wish to remain anonymous?:	<input type="checkbox"/> Yes <input type="checkbox"/> No

B. DETAILS OF WHISTLEBLOWER (ONLY TO BE COMPLETED IF YOU DO NOT WISH TO REMAIN ANONYMOUS)	
Name:	
Job Title:	
Location:	
Immediate Manager:	
Personal mobile number:	
Personal email address:	

C. CONSENT
I consent to the use of the information provided in this report, in accordance with Resimac’s policies and all relevant laws and regulations. <input type="checkbox"/> Yes

Any whistleblower reporting which is suspected to be improper will be protected by this policy and all correspondence will be held in the strictest confidence. False reporting of conduct is a serious matter and the person concerned will be subject to disciplinary action.

Appendix B – Contact Details

Whistleblower Protection Officer

Position: Human Resources Manager
Name: Liza Jones
Contact: P: 02 9248 0361
E: liza.jones@resimac.com.au

Whistleblower Investigations Officer

Position: Head of Internal Audit
Name: Andy Maffin
Contact: P: 02 9248 6556
E: andy.maffin@resimac.com.au

Note: in the absence of the Human Resources Manager or if the allegation is against the Human Resources Manager or Head of Internal Audit, please contact:

Name: Danielle Corcoran
Contact: E: danielle.corcoran@resimac.com.au

Appendix C – Legal Protection of Whistleblowers

The Corporations Act 2001 ('the Act'), as recently amended, provides support to whistleblowers, as defined within the Act.

RESIMAC is a regulated entity for the purpose of the Act. A disclosure of reportable conduct by a whistleblower qualifies for protection under the Act if:

- a) the discloser is an **eligible whistleblower** in relation to a regulated entity; and
- b) the disclosure is made to an **eligible recipient** in relation to the regulated entity.

Reports made in accordance with the Resimac Whistleblower Policy will also meet the requirements of the Act.

The legal protections provided to whistleblowers are very similar to those set out in this policy. In addition, the law provides for **Emergency Disclosure** of reportable conduct, where there is an imminent risk of serious harm or danger to:

- a) public health or safety ; or
- b) the general, financial system

if the information is not acted on immediately and a prior report to an eligible entity has not received a response, within a reasonable time period.

A whistleblower is also protected by law, where a report is made to the Commissioner of Taxation to assist the Commissioner in performing duties in relation to an entity to which the whistleblower is associated.

In the extreme circumstances listed above, Resimac recommends that a whistleblower obtains the appropriate legal advice, before making a disclosure

For more information on the protections available to whistleblowers under the law, please refer to the website of the Australian Securities and Investments Commission at www.asic.gov.au