

Whistleblower Policy



1. Purpose

The Corporations Act 2001 (Cth) and the Tax Administration Act 1953 (Cth) provide for protections for whistleblowers.

The purpose of this Policy is to enable people to raise concerns regarding situations where they believe that the employer, or anybody connected with employer, has acted in a way that constitutes serious wrongdoing, including unethical, illegal, corrupt or other inappropriate conduct, and to provide protections for those who raise such matters.

This Policy includes information about the following:

including information about:

- a) The types of disclosures that qualify for protection;
- b) The protections available to whistleblowers;
- c) Who disclosures can be made to and how they can be made;
- d) How SCC will support whistleblowers and protect them from detriment;
- e) How SCC will investigate disclosures;
- f) How SCC will ensure fair treatment of employees who are the subject of or are mentioned in Disclosures; and
- g) How this Policy is to be made available to officers, employees and volunteers of SCC.

2. Scope of the Whistleblower Policy

This policy applies to Southern Cross Care (Tasmania) Inc.'s ("SCC") governing body, employees, volunteers, contactors and consultants, whether or not they are an employee, and to all other service providers and suppliers.

3. Policy Statement

Southern Cross Care (Tasmania) Inc. (SCC) is committed to transparency and to building an environment in which people feel free to raise legitimate issues relating to any aspect of SCC's operations. SCC is also committed to protecting eligible whistleblowers from detriment.

SCC is committed to acting with integrity in accordance with our purpose and values and the SCC way. This policy encourages people to recognise and report any misconduct or wrongdoing or other conduct that is against our purpose and values, and/or contravenes ethical conduct, regulations and the law. Following disclosure, SCC will protect the whistleblower and ensure they do not experience any adverse consequences as a result of raising matters covered under these provisions. While this policy is designed to support and protect all whistleblowers, formal protection under the Corporations Act can only be accessed where the disclosure relates to a disclosable matter.

As stated in the ASIC Regulatory Guide 270, "transparent whistleblowers policies are essential to good risk management and corporate governance. They help uncover misconduct that may not otherwise be detected. Often, such wrongdoing only comes to light because of individuals (acting alone or together) who are prepared to disclose it, sometimes at great personal and financial risk."

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This policy has been designed to encourage the reporting of issues covered under whistleblower regulations and to protect those who legitimately raise such concerns.

4. Procedure(s)

4.1 What disclosures are protected?

A disclosure will 'qualify' for protection under the Whistleblower Policy if:

- a) It is a disclosure by an 'eligible whistleblower' to:
 - I. Australian Securities and Investments Commission (ASIC), the Commissioner of Taxation (in relation to tax matters), a prescribed Commonwealth authority or a legal practitioner; or
 - II. An 'eligible recipient'
- b) The discloser has 'reasonable grounds' to 'suspect' that the disclosed information concerns a disclosable matter.

Public interest and emergency disclosures also qualify for protection.

5. Who is an 'eligible whistleblower'?

5.1 The following persons are capable of being 'eligible whistleblowers':

- a) An officer of SCC, which for the purposes of this policy includes the Executive and Board members; or
- b) An employee of SCC; or
- c) A volunteer of SCC; or
- d) An individual who supplies goods or services to SCC (whether paid or unpaid) or an employee of a supplier; or
- e) A resident or client of SCC.

5.2 An 'eligible whistleblower' also includes an individual who:

- a) Previously held any of the above positions or functions; or
- b) Is a relative, dependent or spouse of the individuals set out above in section 5.1.

6. What information will be a disclosable matter?

6.1 What is a 'disclosable matter'?

A disclosable matter is information that:

- a) Concerns misconduct¹ or an improper state of affairs or circumstances² in relation to the operations of SCC;
- b) Indicates SCC or one of its or their officers or employees has engaged in conduct that constitutes an offence against, or a contravention of, the:
 - I. Corporations Act 2001 (Cth);
 - II. Australian Securities and Investments Commission Act 2001 (Cth); and any instrument made under these Acts;
- c) Constitutes an offence against or a contravention of any other law of the Commonwealth that is punishable by imprisonment for 12 months or more;
- d) Represents a danger to the public or the financial system.

- e) The misconduct or an improper state of affairs can also be in respect of tax affairs.

Disclosable matters do not necessarily involve a contravention of a law. For example, 'misconduct or an improper state of affairs or circumstances' could involve conduct that, whilst not unlawful, indicates a systemic issue of concern that the relevant regulator should know about to properly perform its functions. It may also relate to dishonest or unethical behaviour and practices, conduct that may cause harm, or conduct prohibited by standards or code(s) of conduct. Also, information that indicates a significant risk to public safety or

An eligible whistleblower who makes a disclosure must have 'reasonable grounds to suspect' the information to qualify for protection. This means that even if a disclosure turns out to be incorrect, the protections will still apply provided the eligible whistleblower had 'reasonable grounds to suspect' that the information was valid and genuine.

Disclosures that are not about a disclosable matter are not covered by this Policy and do not qualify for protection under the Whistleblower Policy. However, such disclosures may be protected under other legislation, such as the Fair Work Act 2009 (Cth), for example, personal work-related grievances (set out below).

¹ Section 9 of the Corporations Act 2001 defines misconduct to include 'fraud, negligence, default, breach of trust and breach of duty'.

² The Corporations Act 2001 does not define improper state of affairs or circumstances. the stability of, or confidence in, the financial system is a disclosable matter, even if it does not involve a breach of a particular law.

6.2 Personal work-related grievances

A disclosure does not qualify for protection to the extent that the information disclosed:

- Concerns a personal work-related grievance of the eligible whistleblower; or
- Does not concern a contravention, or an alleged contravention of the detriment provisions.

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

The information concerns a grievance about a matter relating to the eligible whistleblower's employment, or former employment, having (or tending to have) implications for the eligible whistleblower personally, and the information:

- Does not have significant implications for SCC, or another regulated entity, that do not relate to the discloser; and
- Does not concern conduct, or alleged conduct, referred to in paragraph 5.1(b), 5.1(c), or 5.1(d) of this Policy.

Examples of personal work-related grievances include:

- An interpersonal conflict between the discloser and another employee;
- A decision relating to the employment, transfer or promotion of the discloser;
- A decision relating to the terms and conditions of employment of the discloser; or
- A decision to suspend or terminate the employment of the discloser, or otherwise to discipline or performance manage the discloser.

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Disclosures about personal work-related grievances should be raised under SCC’s existing grievance policy (See Grievance Policy) which matters will also be carefully reviewed by SCC in accordance with that policy.

7. Who can receive a disclosure?

For the protections under the Whistleblower Policy to apply, a disclosure must be made directly to an 'eligible recipient'. These contacts are detailed below as Authorised Recipients. If you are an eligible whistleblower, your disclosure qualifies for protection from the time it is made to an eligible recipient, regardless of whether you or the recipient recognises that the disclosure qualifies for protection at that time. The list of Authorised Recipients also includes an authorised external recipient – who is external to SCC – to whom disclosable matters can also be reported under this Policy.

7.1 Eligible recipients within Southern Cross Care (Tasmania) Inc.

SCC encourages you to make a disclosure to any of the contacts set out below (referred to as the Authorised Recipients) – each of whom has relevant experience and/or training to deal with such matters. Appointed Authorised Recipients can be contacted in the following ways:

| | |
|---|--|
| <p>Robyn Boyd Chief Executive Officer Southern Cross Care (Tasmania) Inc. PO Box 815, Moonah, TAS, 7009 Ph: 03 6146 1808 robyn.boyd@scctas.org.au</p> | <p>Turin Prasantha Chief People Officer Southern Cross Care (Tasmania) Inc. PO Box 815, Moonah, TAS, 7009 Ph: 03 6146 61800 turin.prasantha@scctas.org.au</p> |
| <p>Executive Management Team (EMT) The most appropriate EMT member to the area of disclosure</p> <p>Chief Experience Officer Ph: 03 6146 1876</p> <p>Chief Financial Officer Ph: 03 6146 1820</p> <p>Executive Manager Residential Care Ph: 03 6146 1835</p> <p>Executive Manager Integrated Services Ph: 03 6146 1861</p> <p>Executive Manager Estate Development Ph: 03 6146 1826</p> | <p>Judith Fishlock Acting Board Chair Southern Cross Care (Tasmania) Inc. PO Box 815, Moonah, TAS, 7009 Ph: 03 6146 1800 jmfishlock@yahoo.com.au</p> |
| <p>Quartz Consulting Pty Ltd Human Resource Consulting (external provider) Ph: 1300 936 223</p> | <p>Whistleblower Service Ph: 0429 963 544 protecteddisclosure@quartzconsultin.com.au</p> |

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Whilst SCC encourages disclosures to the listed Authorised Recipients, if it relates to the CEO or a Director of SCC, it may be raised directly with the Board Chair of SCC, who can be contacted as above or to the appointed external provider (contact details as noted above).

If you do not feel comfortable raising your disclosure with any of the Authorised Recipients, you can also raise it with any of the following:

- a) An officer or senior manager of SCC or a related body corporate;
- b) The auditors or actuaries of SCC or a related body corporate (including a member of an audit team conducting an audit); or
- c) A lawyer for the purpose of taking advice about whistleblower protections.

7.2 Disclosure to external regulatory bodies

While it is SCC's preference for disclosures to be made to the listed Authorised Recipients - to give SCC the opportunity to investigate and deal with them - an eligible whistleblower may choose to raise disclosable matters outside of SCC with:

- a) The external provider, Quartz Consulting Pty Ltd, who is appointed as an Authorised Recipient (See contact details above); or
- b) Australian Securities and Investments Commission (ASIC); or
- c) A Commonwealth authority prescribed in the Corporations Regulations.

This policy does not affect any mandatory reporting requirement that SCC may have under any other Commonwealth or State/Territory law.

7.3 Disclosure to a legal practitioner

A report of a disclosable matter will also be protected if it is made to 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*.

7.4 Public interest disclosures

There is an additional category of disclosures called 'public interest disclosures' that qualify for protection. These can be made to journalists and Members of Parliament (Commonwealth, State or Territory) but only if the eligible whistleblower complies with the following strict requirements:

The eligible whistleblower must have first made a qualifying disclosure to ASIC or a prescribed Commonwealth authority:

- a) At least 90 days has passed since the qualifying disclosure was made;
- b) The eligible whistleblower does not have reasonable grounds to believe that action is being, or has been, taken to address the matters to which the qualifying disclosure related;
- c) The eligible whistleblower has reasonable grounds to believe that making a public interest disclosure would be in the public interest;
- d) After 90 days has passed, the eligible whistleblower must give the body to which the qualifying disclosure was originally made, a written notification that:
 - i. Includes sufficient information to identify the qualifying disclosure;
 - ii. States that the eligible whistleblower intends to make a public interest disclosure;
- e) The extent of the information disclosed in the public interest disclosure is no greater than to inform the journalist or Member of Parliament of the misconduct or improper state of affairs or circumstances, or other conduct falling within the scope of the Whistleblower Policy.

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7.5 Emergency disclosures

There is an additional category of disclosures called 'emergency disclosures' that qualify for protection. These can be made to journalists and Members of Parliament but only if the discloser complies with the following strict requirements:

- a) The discloser must have first made a qualifying disclosure to ASIC or a prescribed Commonwealth authority;
- b) The discloser has reasonable grounds to believe that information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;
- c) The discloser gave notice to the body to which the qualifying disclosure was made that states:
 - I. That they intend to make an emergency disclosure;
 - II. Includes sufficient information to identify the qualifying disclosure;
- d) The extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or Member of Parliament of the substantial and imminent danger.

8. Anonymous Disclosures

An eligible whistleblower can choose to make a disclosure anonymously. For example, they may do so because of concerns about their identity becoming known. If such concerns exist, an eligible whistleblower may prefer to adopt a pseudonym for the purposes of their disclosure (not their true name) – or to create an anonymous email address to submit their disclosure to an Authorised Recipient. Regardless, anonymous disclosures are still capable of being protected under The Whistleblower Policy.

In some cases, though, it may be more difficult for SCC to investigate an anonymous disclosure. However, it may be possible to address this if the provides a means of contact for any follow up questions (e.g., via an anonymous email address).

9. Protections

Important protections relating to confidentiality and detriment apply to eligible whistleblowers who report disclosable matters in accordance with the Whistleblower Policy.

SCC takes contraventions of these protections very seriously and may take disciplinary action against anyone for doing so. If you have any particular concerns about this, you can raise them with an Authorised Recipient.

Civil and criminal sanctions may also apply for breaches of these protections.

Strict confidentiality obligations apply in respect of any disclosures that qualify for protection under Whistleblower protection.

Unless the eligible whistleblower consents, it is illegal for a person to disclose an eligible whistleblower's identity or any information that may lead to their identification (subject to the exceptions set out below).

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SCC is committed to ensuring the confidentiality of eligible whistleblowers. There may be some circumstances when SCC may ask eligible whistleblowers to consent to the disclosure of their identity - or information that may lead to their identification. This consent may be needed to appropriately investigate and resolve the matter and/or prevent the disclosable matter occurring again.

9.1 Confidentiality

If an eligible whistleblower does not consent to their identity being disclosed, it will still be lawful to disclose their identity to:

- a) ASIC, the AFP or the Commissioner of Taxation (in relation to tax matters);
- b) A legal practitioner for the purposes of obtaining legal advice or legal representation about the disclosure; or
- c) To a body prescribed by the Corporations Regulations.

It will also be lawful to disclose information that may lead to the identification of the individual if this is reasonably necessary for the purpose of investigating the disclosure (provided SCC takes all reasonable steps to reduce the risk that the eligible whistleblower will be identified as a result of the disclosure).

ASIC or the AFP can 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 to help the authority in the performance of its functions or duties.

If there is a breach of confidentiality, an eligible whistleblower can lodge a complaint with an Authorised Recipient or a regulator such as ASIC for investigation.

If your disclosure qualifies for protection set out in this Policy, it is likely you may be asked to provide consent to the disclosure of your identity or information that is likely to lead to your identification. This would only be to facilitate any investigation and/or resolution of the matter. If consent is withheld, it may not be possible to adequately investigate and respond (if at all) to the disclosure.

9.2 Southern Cross Care (Tasmania) cannot pursue action against the discloser.

An eligible whistleblower is protected from any civil liability, criminal liability, administrative liability (including disciplinary action) for making a qualifying disclosure in accordance with

the Whistleblower Policy, and no contractual or other remedy may be enforced or exercised, against the eligible whistleblower on the basis of a qualifying disclosure.

However, the protections do not grant immunity for any misconduct a Discloser has engaged in that is revealed in their disclosure.

9.3 Detriments and threats of detriment prohibited.

The protections also make it unlawful for a person to engage in conduct against another person that causes or will cause a detriment:

- a) In circumstances where the person believes or suspects that the other person or a third person made, may have made, proposes to make or could make a qualifying disclosure;
- b) If the belief or suspicion held by that person is the reason or part of the reason for their conduct.

Threats of detriments will also be unlawful if the person making the threat intended to cause fear that a detriment would be carried out or was reckless as to whether the person against whom it was directed would fear the threatened detriment being carried out.

Threats may be express or implied, conditional or unconditional. A discloser (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.

The meaning of 'detriment' is very broad and includes:

- a) Dismissing an employee;
- b) Injuring an employee in their employment;
- c) Altering an employee's position or duties to their disadvantage;
- d) Discriminating between an employee and other employees;
- e) Harassing or intimidating a person;
- f) Harming or injuring a person;
- g) Damaging a person's property, reputation, business or financial position; and
- h) Any other damage to a person.

It may be necessary during the course of an investigation to take reasonable administrative action to protect an eligible whistleblower from detriment (e.g. changing the whistleblower's reporting line if the disclosure relates to a manager). Such conduct will not be detrimental conduct. A disclosure will also not prohibit SCC from managing (in the ordinary way) any separate performance issues that may affect the work of an eligible whistleblower.

A whistleblower may be subject to disciplinary action if, in the course of investigating a disclosure, SCC determines that the eligible whistleblower was complicit in the misconduct or improper state of affairs or has otherwise acted in an improper way.

If an eligible whistleblower believes they have suffered detriment they can lodge a complaint with an Authorised Recipient or a regulator such as ASIC for investigation. An eligible whistleblower can also seek their own independent legal advice.

9.4 Court orders

Courts are given broad scope to make orders remedying a detriment or threatened detriment. These include injunctions, compensation orders (including against individual employees and their employer), reinstatement, exemplary damages and the making of apologies. Civil and criminal sanctions also apply to breaches of the Whistleblower Policy.

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9.5 Alternate Protections

Disclosures may also amount to the exercise of a workplace right by an employee or contractor. SCC and its employees are prohibited under the *Fair Work Act 2009* (Cth) from taking adverse action against employees or contractors because they exercised or propose to exercise any workplace rights.

10. Further steps and investigation of disclosures

SCC will acknowledge receipt of a disclosure within a reasonable period, assuming the 'eligible whistleblower' can be contacted (including through anonymous channels). SCC will assess disclosures to determine whether:

- a) They fall within the Whistleblower Policy;
- b) An investigation is required – and if so, how that investigation should be carried out.

Generally, if an investigation is required, SCC will determine:

- a) The nature and scope and timing of the investigation;
- b) Who should lead the investigation – including whether an external investigation is appropriate;
- c) The nature of any technical, financial or legal advice that may be required to support the investigation; and
- d) The anticipated timeframe for the investigation.

Where practicable, SCC will keep the eligible whistleblower informed of the steps taken or to be taken (or if no action is to be taken, the reason for this), and provide appropriate updates, including about the completion of any investigation. However, the extent of the information provided, or whether it will be provided at all, will be subject to applicable confidentiality considerations, legal obligations and any other factors SCC considers relevant in the particular situation.

SCC may not be able to undertake an investigation, or provide information about the process etc., if it is not able to contact the discloser, for example, if a disclosure is made anonymously and has not provided a means of contact.

11. Support and fair treatment

SCC is committed to transparency and to building an environment in which people feel free to raise legitimate issues relating to SCC's operations. SCC is also committed to protecting eligible whistleblowers from detriment.

When a qualifying disclosure under The Whistleblower Protection Policy is made, SCC will reiterate the requirements of this Policy to relevant individuals to ensure the protections are not undermined.

Disciplinary action up to and including dismissal may be taken against any person who causes or threatens to cause any detriment against a whistleblower.

In addition, SCC's usual Employee Assistance Program (EAP) services will be available to all whistleblowers and other employees affected by the disclosure, should they require that support.

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If the disclosure mentions or relates to employees of SCC other than the eligible whistleblower, SCC will take steps to ensure that those individuals are treated fairly. Typically, this would include giving those persons an opportunity to respond to the subject matter of the disclosure having regard to the principles of procedural fairness. In addition, action would only be taken against such a person if there is cogent evidence of wrongdoing.

12. Vexatious disclosures

A discloser will only be protected if they have objectively reasonable grounds to suspect that the information which they disclose concerns misconduct or an improper state of affairs or circumstances of other conduct falling within the scope of the Whistleblower Protection Policy.

The protections under the Whistleblower Protection Policy will not extend to vexatious complaints. If any investigation of a disclosure demonstrates that it was not made on objectively reasonable grounds, it will not be protected.

Depending on the circumstances, it may be appropriate for SCC to take disciplinary action against any person who does not have objectively reasonable grounds for their disclosure. Such action may include the termination of employment.

13. Roles and Responsibilities

13.1 Board

The Board will ensure that the Whistleblower Policy is enforced, regularly reviewed, transparent, and applied consistently. In serious cases, a complaint may require the Board to investigate and to provide a response. The Board will follow the required standards in handling Whistleblower complaints as outlined below.

The Board will appoint, support and resource the Whistleblower Protection Officer (“WPO”) delegations. The Board’s Audit and Risk Committee will:

- a) Oversee the number and nature of complaints received annually and logged on the Whistleblower Complaints Register;
- b) Ensure that they have been handled satisfactorily;
- c) Ensure that appropriate corrective action has been implemented in each instance; and
- d) Ensure that trends in matters raised are identified and addressed.

13.2 Whistleblower Protection Officer (WPO)

The WPO is responsible for ensuring that Whistleblower Complaints are logged onto a Whistleblower Complaints Register which is maintained by the office of the Chief Executive Officer (CEO) for SCC.

13.3 Chief Executive Officer

The CEO is responsible for ensuring the Whistleblower Policy is upheld and will inform the Board of any concerns relating to complaints, dispute resolution and whistleblowing that may present risk to SCC, its employees, consumers, reputation, operations or other activities.

The CEO will maintain a Register of Whistleblower Complaints. The CEO will provide regular reports to the Board and the Audit and Risk Committee related to Whistleblower Complaints.

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The CEO will hold relevant Executive Management Team members accountable to this policy and procedure.

13.4 Executive Management Team (EMT)

The CEO will work with the EMT to promote the existence of the Whistleblower Policy to all employees.

The EMT is responsible for monitoring and responding to any complaint dispute resolution or whistleblowing risk or concerns arising within SCC’s business activities which are brought to their attention.

13.5 Chief Operating Officer (COO) and Quality Directorate

The COO and Quality Directorate will ensure SCC procedures, practices, plans and operations align with this policy.

13.6 Learning and Development

Learning and Development will work to support awareness and understanding of employees’ responsibilities under this policy.

13.7 Managers

Managers are required to put in place practices to implement the principles set out in this procedure. However, this Policy will prevail to the extent of any ambiguity or inconsistency between this procedure and those practices.

Managers will demonstrate a commitment to a “speak-up” culture and will reinforce the required standards in handling complaints as outlined below.

13.8 Employee and Volunteers

All employees and volunteers will adhere to the principles and commitments under the Whistleblower Policy and will take all reasonable care to ensure that their actions or omissions are not in breach of the Policy nor directly or indirectly encourage others to breach the Policy.

13.9 Associated Stakeholders

All associated stakeholders operating with or on behalf of SCC are responsible for understanding and abiding by the principles and relevant commitments under the Whistleblower Policy and to advise their primary contact point within SCC promptly of any issues that may arise.

14. Supporting documents and References

14.1 Government legislation:

- The Corporations Act 2001 (Cth)*
- Tax Administration Act 1953 (Cth)*
- Whistleblower rights and protections – Australian Securities & Investments Commission

14.2 SCC documents:

- Grievance Policy
- Counselling and Discipline Policy
- Code of Conduct

14.3 Other:

This Policy will be made available to employees and officers via SCC Company Document Management System (IonMy).

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For further information on whistleblowing protections and general information on whistleblowing can be obtained from the ASIC website - <https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/>

This Policy is not intended to go beyond the legislation. This Policy is not a term of any contract, including any contract of employment and does not impose any contractual duties, implied or otherwise, on SCC. This Policy will be regularly reviewed and may be varied by SCC from time to time.

14.4 Policy Review and Implementation

This policy is to be reviewed by the Executive Manager People and Culture. This policy is to be reviewed at least every 2 years or when changes are necessary in line with Continuous Improvement or Legislative Changes. This policy is effective as of the issue date.

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