

Whistleblower Protection Procedure

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Multicap Group (Multicap) encourages individuals to come forward where they may have concerns that Multicap is 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.

Scope

Unless expressly stated, this procedure applies to the Multicap Group of companies comprising Multicap Limited (ABN: 40 120 240 686), Open Minds Australia Limited (ABN 19 009 687 030), Allinto Australia Limited (ABN 84 655 217 691), Arbourwell Limited (ABN 48 655 217 913) and any other subsidiaries that may be officially added to the Multicap Group from time to time.

Roles and Responsibilities

Role	Responsibility
Directors	<ul style="list-style-type: none">• Be informed of any material concerns raised that call into question the culture of the organisation.
Group Chief Executive Officer (CEO)	<ul style="list-style-type: none">• Ensure policy enacted appropriately.
Executive Leadership Team (ELT)	<ul style="list-style-type: none">• Ensures procedures correctly followed.• Take immediate action following any whistleblower disclosure.• Review and analyse any whistleblower disclosures.
Senior/Regional Leadership Team	<ul style="list-style-type: none">• 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 put in place.
General Manager Safety & Quality	<ul style="list-style-type: none">• First point of contact with external service provider for whistleblowing services.• Report to Board, CEO and ELT on reports received.• Support internal disclosure recipients and investigators as required.• Coordinate support for whistleblowers as required.
People Experience Team	<ul style="list-style-type: none">• Take immediate action in response to all allegations of dishonest or illegal activity including abuse or suspected abuse.• Provide procedures, tools and templates to support systematic identification, reporting and minimization of dishonest or illegal activity including abuse, neglect and exploitation and risk management including supporting managers with reporting requirements.
All Workers (employees)	<ul style="list-style-type: none">• Undertake risk assessments as and when directed by managers.• Implement control measures in accordance with this procedure.• Report instances or suspected instances of dishonest or illegal activity including abuse, neglect or exploitation.

Process

Whistleblower

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

- (a) an officer, worker or volunteer;
- (b) a supplier of goods or services (whether paid or unpaid), including their workers;
- (c) an associate;
- (d) a relative of an individual referred to in items (a) or (b) above; or
- (e) a dependent of an individual referred to in items (a) or (b) above, or of such an individual’s spouse.

Reportable conduct

A whistleblower is protected for disclosures made to “eligible recipients” where the whistleblower had reasonable grounds to suspect the information indicates a contravention of the *Corporations Act 2001 (Cth)* (Corporations Act) or other laws, or where disclosures of information concerns “reportable conduct”, being misconduct or an improper state of affairs or circumstances in relation to Multicap. This 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, (and will still be protected even if their disclosure turns out to be incorrect).

For example, reportable conduct may involve:

- fraud, money laundering or misappropriation of funds;
- dishonest or unethical behaviour and practices;
- suspected violence, abuse, neglect or exploitation by members of staff, other customers or other members of the community;
- offering or accepting a bribe;
- financial irregularities;
- failure to comply with, or breach of, legal or regulatory requirements; or
- 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.

Matters which are not about reportable conduct, such as purely personal work-related grievances, are not protected under this procedure or the Corporations Act and should be raised in accordance with Feedback and Complaints Management and/ or *Employee Grievance Resolution Procedure* instead. However, such matters may be protected under other legislation including the *Fair Work Act 2009 (Cth)*. A personal work-related grievance refers to a matter which concerns a Multicap workers’s employment (or former employment) which may have implications for them personally but does not have significant implications for Multicap or its business and does not involve allegations of misconduct or an improper state of affairs or circumstances. Personal work-related grievances may involve:

- an interpersonal conflict with another worker;
- a decision by Multicap 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.

However, in certain circumstances concerns about a personal work-related grievance should still be raised in accordance with this procedure, such as if:

- the personal work-related grievance includes information about reportable conduct, or concerns about reportable conduct includes or is accompanied by a personal work-related grievance;
- the worker knows or has reasonable grounds to suspect that the personal work-related grievance concerns a breach of employment or other laws punishable by imprisonment for a period of 12 months or more, represents a danger to the public or otherwise suggests misconduct beyond your personal circumstances;
- the worker is suffering from or has been threatened with detriment for raising their concerns in accordance with this procedure, or for seeking legal advice or legal representation about the operation of the whistleblower protections under the *Corporations Act*.

Eligible Recipient

A whistleblower can disclose their concerns to certain "eligible recipients", whose role it is to receive disclosures which qualify for protection. Eligible recipients include Multicap Directors, Multicap executive managers, Multicap's external financial auditor, ASIC and/ or anyone else authorised by Multicap to receive disclosures. Disclosures made to anyone other than an eligible recipient will not be protected by law.

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 Multicap this includes the CEO, and members of the Executive Leadership Team.

Whistleblowers may choose to disclose their concerns using Multicap's external provider, KPMG FairCall.

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. Such disclosures will also be protected under the *Corporations Act*, even if the legal practitioner concludes that their concerns do not relate to an eligible disclosure.

Emergency and Public Interest Disclosures

“Emergency disclosures” is where whistleblowers can make protected disclosures 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 Multicap or to the natural environment.

A whistleblower can make a “public interest disclosure” where 90 days have passed after making a disclosure and the whistleblower still reasonably believes that:

- action has not been taken; and
- further disclosure is in the public interest.

The whistleblower must give written notice to Multicap before making a public Interest disclosure as defined above.

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

Process for whistleblowers

Anyone who becomes aware of any known or suspected incidences of misconduct, dishonest or illegal activity, including violence, abuse, neglect or exploitation are encouraged to raise their concerns with Multicap. Multicap’s Feedback and Complaints Management 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 they should raise their concern directly with one of the people listed as an eligible recipient.

If a whistleblower does not feel comfortable including details of their identity, they can make an anonymous disclosure. An anonymous disclosure is still eligible for protection under law. If the whistleblower decides to remain anonymous over the course of and after the investigation, no investigations will be carried out to try and identify them.

It is acknowledged that it may be difficult to investigate the disclosure properly if it is made anonymously and is not possible to contact the whistleblower. If the whistleblower feels comfortable doing so, they should 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.

Investigation

Initial assessment of disclosures

Disclosures will initially be referred to the General Manager Safety & Quality (or the Chief People Officer in their absence), who will carry out an initial assessment of:

- the mixture of issues raised by the disclosure, including whether it is a protected disclosure under this procedure and the Corporations Act;
- the actual risks of detrimental conduct faced by all individuals involved in the disclosure (and, where appropriate, take action); and
- the appropriate steps for both responding to the disclosure and the whistleblower’s welfare.

If the disclosure is covered by this procedure and further investigation of the matters raised in the disclosure is warranted, the disclosure will be referred to the person who will conduct the investigation.

Investigation of disclosure

The objective of an investigation of a disclosure is to determine whether there is enough information or evidence to substantiate or refute the matters reported in the disclosure.

Where an investigation needs to be undertaken, Multicap will ensure it is objective, fair and independent. Therefore, any person appointed to investigate a disclosure will be independent of the whistleblower and any individuals who are the subject of the disclosure, as well as any connected staff members.

The person appointed to complete the investigation will usually be the Chief People Officer or delegate who has received training on how to investigate disclosures. If however:

- it is considered that additional specialist skills or expertise are necessary; and/or
- if the disclosure concerns any member of the Board or any senior managers of Multicap,

an external investigator may be appointed to conduct the investigation, either in conjunction with, or independently of, an internal appointee.

Any investigations concerning allegations of suspected violence, abuse, neglect or exploitation by other members of staff, other customers, or other members of the community will be supported by the Employee Experience team and dealt with in accordance with *Responding to Violence, Abuse, Neglect and Exploitation Procedure*.

At the end of an investigation, the person conducting the investigation will submit a de-identified report to the 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 remedy any reportable conduct and ensure that it does not recur.

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

A copy of the report will also be provided to the General Manager Safety & Quality, who, where it is appropriate to do so, will provide the whistleblower with a copy as well as maintain a de-identified record of all concerns raised and actions taken under this procedure.

Ongoing support for whistleblowers

Unless the whistleblower has chosen to remain anonymous and cannot be contacted, after the General Manager Safety & Quality has completed their initial assessment of the disclosure, they will discuss with the whistleblower what kind of support and protection they need. For instance, it might be appropriate for the whistleblower to have:

- a leave of absence during the investigation;
- alternative employment arrangements;
- counselling or other professional services for the distress caused by the reportable conduct which led to the disclosure being made by the whistleblower; and
- assistance in developing strategies to help the whistleblower minimise and manage stress, time or performance impacts, or other challenges resulting from the disclosure or its investigation.

Keeping whistleblowers informed

Unless the whistleblower has chosen to remain anonymous and cannot be contacted, Multicap will (through the General Manager Safety & Quality and the external service provider where applicable):

- confirm receipt of the disclosure by the person conducting the investigation and establish a process, including expected timeframes, for reporting to the whistleblower the progress of the investigation;
- contact the whistleblower as soon as practicable after the disclosure has been referred to the person conducting the investigation to discuss their welfare and to discuss whether they require any additional support;
- inform the whistleblower at the earliest possible opportunity if the person conducting the investigation determines that there is insufficient information or evidence to warrant further investigation; and
- inform the whistleblower of the final outcome of the investigation.

Ensuring fair treatment of individuals mentioned in a Disclosure

The General Manager Safety & Quality will also ensure that:

- if 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 *Feedback and Complaints Management* and/or *Employee Grievance Resolution Procedure*, about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken; and
- any person who is the subject of a disclosure receives appropriate support services.

Protection of the whistleblower

This procedure is designed to ensure that no one will be subject to or threatened with detrimental conduct (whether by act or omission) by Multicap, its workers or anyone else whose conduct is within Multicap control if that person believes or suspects that a person has made, may have made, proposes to make or could make a Disclosure, and the belief or suspicion is the reason, or part of the reason, for their conduct towards that person.

Examples of detrimental conduct may include:

- dismissal as an worker;
- injury in the course of the person's employment;
- 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;
- damage to the person's reputation;

- damage to the person's business or financial position; or
- any other damage,

but will not include situations where such conduct is appropriate in the circumstances, such as:

- administrative action that is reasonable for the purpose of protecting the person from detrimental conduct (such as the actions detailed above); and
- managing unsatisfactory work performance, if the action is in line with Multicap's performance management framework.

All Multicap workers have an important responsibility concerning the welfare of the whistleblower within the organisation. All Multicap personnel 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); and
- Multicap fails to take reasonable precautions and exercise due diligence to prevent that detrimental conduct.

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 Multicap is 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 which could be used to identify them, the person who received their disclosure will ask the whistleblower to consent to this information being disclosed to the necessary personnel dealing with 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. For example, this may include:

- redacting any personal information;
- referring to the whistleblower in a gender-neutral context; and
- 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 stored and dealt with securely.

Concerns about breaches of confidentiality and victimising behaviour

It is against the law for Multicap to fail to take reasonable precautions to protect a person from actual or threatened detrimental conduct as described in section 7 or for Multicap to breach a

whistleblower's confidentiality (where the whistleblower has made a protected disclosure).

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

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)); and
- administrative liability (e.g. disciplinary action for making the disclosure).

However, these protections do not apply in relation to any misconduct the person has engaged in that is revealed in their disclosure. However, in some limited circumstances, a full and frank admission may be a mitigating consideration in respect of disciplinary or other action.

Relevant Legislation

- *Corporations Act 2001 (Cth)*
- *Fair Work Act 2009 (Cth)*