

Togethr Trustees

Whistleblower Protection Policy

Applies to	Eligible whistleblowers
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Owner/s	Head of Risk

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Togethr Trustees Pty Ltd ABN 64 006 964 049

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1. Introduction

Togethr Trustees Pty Ltd (the Trustee), the Trustee of both the Equip and MyLifeMyMoney Superannuation Funds, is committed to ensuring that all officers and employees act in a lawful and ethical manner and encourages an open environment in which suspected unlawful or unethical behaviour is reported. The Whistleblower Protection Policy provides protection to eligible whistleblowers (as defined in section 3 below) who report matters regarding suspected unlawful or unethical behaviour.

Our attitude is that it is better to receive too much information than too little. We encourage employees to speak up when they see something that they do not believe is right. We recognise that at times employees may not feel comfortable raising matters through the normal management channels. We have therefore implemented mechanisms whereby employees and others can report their concerns freely and without fear of repercussion. This Whistleblower Protection Policy (the Policy) outlines these mechanisms and facilitates the reporting of such conduct.

2. Roles and Responsibilities

2.1 Board

The Board, in conjunction with the Chief Executive Officer, is responsible for setting a culture throughout the organisation that encourages an open environment in which unlawful or unethical behaviour is not tolerated and suspected unlawful or unethical behaviour is reported. The Board is responsible for approving changes to the Whistleblower Protection Policy.

2.2 Audit and Compliance Committee

The Audit and Compliance Committee is responsible for establishing this Policy and overseeing its implementation. The Committee is responsible for reviewing proposed changes to the Whistleblower Protection Policy and recommending them to the Board for approval.

2.3 Chief Executive Officer

The Chief Executive Officer (CEO) is responsible for:

- Setting the culture and taking a “lead by example” approach to encouraging an open environment in which suspected unlawful or unethical behaviour is reported;
- Determining who will be involved in the investigation of any reported matter; and
- Ensuring that all staff comply with this Policy.

2.4 Employees

Employees are required to be vigilant and report instances of suspected reportable conduct in accordance with this Policy and to comply with the Whistleblower Protection Policy at all times.

2.5 Head of Risk

The Head of Risk is the designated Whistleblower Investigation Officer. The Whistleblower Investigation Officer is authorised by the Trustee to receive disclosures and has responsibility for conducting preliminary investigations into reports received from a whistleblower.

The Head of Risk is responsible for monitoring and evaluating the implementation and maintenance of the Whistleblower Protection Policy. Where any allegations reported under this policy relate to the conduct of the Head of Risk, the Executive Officer - Governance & Risk or the Executive Officer - People & Enablement (as deemed appropriate in the circumstances) will act as the Whistleblower Investigation Officer.

3. What is a whistleblower?

An individual is considered to be an eligible whistleblower in relation to a regulated entity (including a superannuation trustee) if they are, or have been, any of the following:

- a. an officer of the regulated entity;
- b. an employee of the regulated entity;
- c. an individual who supplies services or goods to the regulated entity (whether paid or unpaid);
- d. an employee of a person that supplies services or goods to the regulated entity (whether paid or unpaid);
- e. an individual who is an associate of the regulated entity;
- f. for a regulated entity that is a superannuation entity:
 - i) an individual who is a trustee (within the meaning of the Superannuation Industry (Supervision) Act 1993), custodian (within the meaning of that Act) or investment manager (within the meaning of that Act) of the superannuation entity; or
 - ii) an officer of a body corporate that is a trustee, custodian or investment manager of the superannuation entity; or
 - iii) an employee of an individual referred to in subparagraph (i) or a body corporate referred to in subparagraph (ii); or

- iv) an individual who supplies services or goods to an individual referred to in subparagraph (i) or a body corporate referred to in subparagraph (ii) (whether paid or unpaid); or
- v) an employee of a person that supplies services or goods to an individual referred to in subparagraph (i) or a body corporate referred to in subparagraph (ii) (whether paid or unpaid);
- g. a relative of an individual referred to in any of paragraphs (a) to (f);
- h. a dependant of an individual referred to in any of paragraphs (a) to (f), or of such an individual's spouse;
- i. an individual prescribed by the regulations for the purposes of this paragraph in relation to the regulated entity.

4. When can I make a disclosure?

Eligible disclosures made by an eligible whistleblower will qualify for protection under the Corporations Act if the discloser has reasonable grounds to suspect that the information concerns misconduct, an improper state of affairs or circumstances, or pertains to conduct that constitutes an offence under the Corporations Act, the ASIC Act, the SIS Act or represents a danger to the public or the financial system. Refer to the Corporations Act section 1317AA for the full list of eligible disclosures.

Examples of what may be disclosed includes:

- fraud;
- corrupt conduct;
- dishonest or adverse behaviour;
- legal or regulatory non-compliance;
- breach of the Code of Conduct;
- an unsafe work-practice;
- any other conduct which may cause financial or non-financial loss to the entity or be otherwise detrimental to the interests of the entity; or
- any other disclosure matter as defined in the Corporations Act 2001.

5. To whom can I make a disclosure?

Eligible disclosures may be made to any of the following:

- a. Manager;
- b. Executive;
- c. Trustee Director;
- d. Internal and External Auditors;
- e. APRA;
- f. ASIC;
- g. Prescribed Commonwealth Authority;
- h. Eligible recipient*; and
- i. Legal practitioner.

**Eligible recipients for superannuation entities include:*

a) an officer;

c) an actuary;

d) an individual who is a trustee of the superannuation entity;

e) a director of a body corporate that is the trustee of the superannuation entity;

f) a person authorised by the trustee of the superannuation entity to receive disclosures that may qualify for protection under this Part.

6. How do I make a disclosure?

We encourage the reporting of suspected unethical, illegal, fraudulent or undesirable conduct, or contraventions to legislative requirements and will ensure that those who make a report can do so without fear or intimidation, disadvantage or reprisal.

Where an employee is not able, does not feel comfortable, or has previously tried, to disclose through normal channels (for example, through their manager or senior executive, or via internal complaints processes), the matter can be reported to us through the available channels as follows:

For matters pertaining to Equip super:

Web: www.your-call.com.au or www.whistleblowing.com.au at any time.

Telephone: Your-Call Disclosure Management Services **1300 798 101** between the hours of 7 p.m. to 10 p.m. Monday to Friday (AEST excluding public holidays).

For matters pertaining to CSF:

Stopline reporting options are:

Web-based access: <http://csf.stoplinereport.com>

By phone: 1300 304 550

By fax: (03) 9882 4480

By email: csf@stopline.com.au

By post: CSF Pty Ltd Case Manager c/o Stopline Locked Bag 8 Hawthorn East VIC 3123

By smart phone app: Stopline (iTunes App store or Google Play)

Disclosures may be made anonymously through these channels. Disclosures will be kept confidential to the extent possible, subject to the need to meet legal and regulatory requirements. Disclosures that involve a threat to life or property, illegal activities or legal action may require actions that do not allow for complete anonymity.

Disclosures made to other parties (e.g. APRA or ASIC) will need to be made directly with them via the contact details listed on their websites.

7. How are whistleblowers protected?

The Trustee is committed to protecting any whistleblower who discloses reportable conduct. Whistleblowers must have reasonable grounds for their disclosure in order for the protection provisions to apply.

In the first instance, the Trustee will endeavour to maintain the anonymity of a whistleblower (this may not always be possible during an investigation). Where it is not possible to maintain the anonymity of the whistleblower, the whistleblower may request that an alternative means of protection such as relocation or leave of absence be provided to remove the risk of unfair treatment or detriment during the investigation process.

Employees involved in the investigation of a disclosure are required to protect and maintain the confidentiality of the discloser and not victimise the whistleblower. Failure to do so is a serious matter and is subject to disciplinary action.

Unsubstantiated allegations which prove to have been made maliciously, or knowingly to be false, will be viewed as a serious disciplinary offence. While a whistleblower will be protected for making a disclosure, whistleblowing provisions do not protect a person from civil or criminal liability for their

own involvement in an illegal act or any wrongdoing including those which they are disclosing. However, there may be some situations where the fact that a disclosure has been made will be taken into account as a mitigating factor when considering disciplinary or other action.

Employees should be aware that personal work-related grievances (such as interpersonal conflicts between the discloser and another employee, decisions about employment/promotion, etc), or disclosures that do not meet the requirements of an eligible disclosure (as above), will in most cases not qualify for protection under the Corporations Act. These disclosures may be protected if they relate to systemic issues or are made to a legal practitioner when obtaining legal advice.

Employees should refer to the Code of Conduct for further information. The Code of Conduct outlines the standard of conduct that is acceptable to the company, vendors, customers and employees. The Trustee expects all employees to act with the highest standard of integrity and behaviour.

8. How will my disclosure be treated?

The Trustee is committed to ensuring that whistleblowing events are investigated thoroughly and handled sensitively. We endeavour to conduct investigations that are timely, confidential, fair and objective. Each situation will be unique and will be guided by the principles and procedures outlined below (a flow chart is also provided in Appendix A).

8.1 Preliminary investigation

When a disclosure is received, the Whistleblower Investigation Officer will conduct a preliminary investigation that encompasses the following:

- make a preliminary assessment on whether the information is valid and credible;
- assess whether the complaint is trivial or not made in good faith;
- determine how serious the complaint is, including the potential personal and entity damage, and consider if this might be a systemic issue;
- identify any critical issues that may require immediate attention, such as on-going concerns, urgent safety or security matters, or potentially criminal acts;
- ascertain possible sources of information that would provide sufficient evidence to prove or disprove the disclosure; and
- note the time that has elapsed between the event and the report.

At the end of the preliminary investigation, the Whistleblower Investigating Officer should make a determination if a whistleblowing matter has occurred and whether the matter has substance. Where it is determined that a matter requires further investigation, an investigation team will be

established. The members of the investigation team will be determined by the CEO and may include external professionals including the Trustee's internal auditor. Where an allegation has been made against the CEO, the members of the investigation team will be determined by the Executive Officer - People & Enablement and the Executive Officer - Governance & Risk.

8.2 [Confidentiality Assessment](#)

The Whistleblower Investigation Officer will:

- Assess how likely it is that the whistleblower's confidentiality will be maintained, including:
 - Whether the whistleblower had previously announced they would report this matter.
 - Whether their identity could be guessed when the allegation is released (i.e. whether there are few people who would have access to the information).
 - The possible ramifications for the whistleblower of confidentiality not being maintained: including from the alleged, within and outside of the company.
 - Where it is considered likely that the confidentiality of the whistleblower will not be maintained, the Whistleblower Investigation Officer will consider, and where possible implement, further measures to protect the identity of the whistleblower or to protect the whistleblower from potential detriment.
- Set up a secure drive on SharePoint for documents only accessible by the relevant investigators;
- Secure paper files in a locked cupboard; and
- Ensure that the matter is not disclosed to the person who the allegation is against until agreed by the investigation team.

8.3 [Conflicts Assessment](#)

The investigation team will identify and disclose any conflicts they may have in relation to the investigation. This will include consideration of:

- their relationship with the whistleblower or the alleged;
- whether the allegation may impact any performance metrics of the members of the investigation team; and
- any other matters that may be relevant to the investigation.

Where a conflict is identified that may, or may be perceived to, influence a member of the investigation team, the matter will be referred to the Conflicts Officer. The Conflicts Officer will determine whether a replacement member of the team should be appointed.

8.4 Investigation

The investigation team should consider the following matters when conducting an investigation:

- If known, the whistleblower should be made aware of the start of the investigation and the members of the investigation team.
- If possible, the whistleblower should be asked to clarify any matters which are still unclear and be asked for any additional information they have.
- The investigation team should be sensitive to the whistleblower's possible fear of reprisal and be aware of the statutory protections provided to the whistleblower.
- Any information considered by the investigation team must be kept as part of the investigation record.
- Where interviews are required, they should be conducted in person with notes taken that are signed and dated by the participants.
- Documentation related to the investigation should be authenticated and where possible original copies of documents should be kept in the investigation file.
- In respect of matters concerning the Fit and Proper status of a Responsible Person, the matter must initially be referred to the Chief Executive Officer who may engage an external professional to assist with the investigation. The matter must also be reported to the Board, but retention of anonymity must be assured.

8.5 Post-investigation

The Trustee is committed to implementing any findings and recommendations of any investigation with a view to rectifying any wrongdoing as far as are practicable in the circumstances.

In respect of contraventions of the Corporations Act, the ASIC Act, the SIS Act, the Prudential Standards, prudential guidelines or relevant Trustee policies, the Head of Risk will be responsible for reporting findings and recommendations to the Audit and Compliance Committee for consideration. Where required, matters are also to be referred to regulators (or the police for criminal matters).

8.6 Procedural fairness:

The Trustee is committed to the fair treatment of its employees and uses the following as guidelines in its investigations:

- the person who is the subject of the disclosure is entitled to know the allegations made against them and given the right to respond (knowing the identity of the person who made the allegation is not a part of natural justice, and should not be shared);
- if the investigator is contemplating making a report adverse to the interests of any person, that person must be given the opportunity to respond and to put forward further material that may influence the outcome of the report;
- any defence made by a person should be set out in the report without bias;
- all relevant parties to a matter should be heard and their submissions considered;
- those investigating the disclosure of wrongdoing should not have a personal or direct interest in the matter being investigated;
- all proceedings must be carried out fairly and without bias. Care should be taken to exclude perceived bias from the process; and
- the investigator must be impartial in assessing the credibility of the employee making the disclosure and any witnesses. Where appropriate, conclusions as to credibility should be included in the investigation report.

8.7 Protecting the whistleblower

Throughout the investigation process, certain steps should be taken to protect the whistleblower including:

- ensure confidentiality is maintained where possible;
- maintain regular communication with the whistleblower; and,
- ensure the whistleblower is aware of the Employee Assistance Program.

8.8 Protecting the alleged

At the earliest possible opportunity (generally the assessment phase), the employee who is the subject of the disclosure should be given an opportunity to respond to the generalities of the allegations made against them. Procedures should be established to avoid unnecessary harm to that individual who is the focus of the disclosure while the investigation is underway, particularly as an investigation might exonerate them from any wrongdoing. They should also be made aware of the Employee Assistance Program.

9. Reporting

Reports received through the Whistleblower website or hotline are prepared in a confidential manner and are monitored by the Head of Risk, Executive Officer - Governance & Risk and the Executive Officer - People & Enablement.

A summary of any disclosure under the Whistleblower Protection Policy will be provided to the Audit and Compliance Committee on a quarterly basis. Anonymity and confidentiality requirements will be observed.

Following the conclusion of an investigation, the Audit and Compliance Committee will also be provided with a report outlining any recommendations and actions for consideration.

10. Availability of the policy

This Whistleblowing Protection Policy is made available to all employees and directors on the company intranet. Changes to the policy will be notified by email to all employees by the Head of Risk.

11. Review

This Policy will be reviewed at least every 2 years or on a material change in the risk profile of the company or any respective whistleblowing legislation.

Appendix A. Whistleblowing Process Flow

This flowchart provides a high-level summary of the process

Illegal activity or undesirable conduct identified

- Instances of suspected unethical, illegal, fraudulent or undesirable conduct involving staff, contractors or other stakeholders.
- Serious contraventions of the legislative requirements (e.g. Corps Act, SIS Act, etc), prudential requirements or Trustee policies.

Conduct reported through one of the available options

- Option 1: Report to a manager, executive, director or auditor
- Option 2: Report to ASIC/APRA or another eligible recipient
- Option 3: Report using the whistleblower hotlines provided (can be done anonymously)

Investigation

- Preliminary investigation by the Whistleblower Investigation Officer (typically the HoR if not conflicted)
- Investigation team determined by CEO if required
- Investigation is conducted in a timely, confidential, fair and objective manner
- Investigation follows legislated whistleblowing provisions
- Information to be held securely and in strict confidence

Implement findings and recommendations

- Rectify any wrongdoings (as far as practicable)
- HoR to conduct any additional investigations required
- Where required, matters will be referred to regulators (or the police for criminal matters)
- Reports, findings and recommendations are made to the ACC for consideration