

## 2223 Whistleblower Reporting Policy v14.0

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# 1. Purpose

- [1] Teachers Mutual Bank Limited (**TMBL**) is required to implement a Whistleblower Policy (**Policy**) which is aligned to the nature, size and scale of TMBL's business, in accordance with its obligation as a regulated entity under the *Corporations Act 2001 (Cth)* (**Act**) and is required to comply with the whistleblower provisions set out under the Act. In addition to the legislative requirements, an effective whistleblower protection framework is essential for the overall risk management, corporate governance and culture of TMBL.
- [2] The purpose of this Whistleblower Policy is to:
- (a) establishes a mechanism within TMBL in which persons can safely raise concerns and challenge misconduct and improper practices;
  - (b) encourage the 'blame free' reporting of Reportable Conduct and ensure persons who report Reportable Conduct can do so safely, securely and with confidence that they will be protected and supported;
  - (c) promote a healthy and balanced culture of compliance throughout TMBL;
  - (d) promote a healthy and safe working environment;
  - (e) reinforce TMBL's commitment to its corporate governance obligations;
  - (f) confirm TMBL's commitment to protecting Whistleblowers from retaliation or adverse action as a result of reporting Reportable Conduct;
  - (g) set out the rights and protections that will be afforded to Eligible Whistleblowers, including the right to anonymity; and
  - (h) provide transparency on how TMBL receives, handles and investigates disclosure.
- [3] TMBL encourages persons to report Reportable Conduct. Early detection of Reportable Conduct allows TMBL to take appropriate action to limit harm to the Whistleblower and in particular provide protections to the Whistleblower so that they can do so without fear of intimidation, disadvantage or reprisal.
- [4] The ultimate responsibility for this Whistleblower Policy, its implementation and the encouragement of persons to whom this Policy applies to, lies with the Board of Directors.

## 1.1. Scope

- [5] This Policy applies to:
- (a) the Board and each director and officer;
  - (b) all employees (whether permanent or casual, full-time or part-time, trainees or secondees);
  - (c) volunteers, work experience placements, members or customers;

- (d) individuals who supply goods and services to TMBL (such as contractors, suppliers, consultants and auditors) whether through a company, partnership, sole trader or labour hire arrangement; and
- (e) individuals identified as Eligible Whistleblowers including all relatives, dependants or spouses of an individual listed above (such as relatives, dependants or spouses of current and former employees, contractors, consultants, service providers, suppliers and business partners).

## 1.2. Related policies and standards

[6] This Policy should be read in conjunction with the Code of Conduct

- Australian Standard 8004-2003 "Whistleblowing protection programs entities"
- 2227 AML-CTF Program
- 2221 Conflict of Interest Policy
- 2260 Financial Crimes Control & Investigations Policy
- 2204 Privacy Governance Framework
- 3313 Human Resources Policy
- 3339 IT Acceptable Usage Policy
- Risk Management Framework
- Compliance Incident Management and Breach Reporting Framework

## 2. Process overview

[7] The process by which TMBL manages and responds to disclosures of Reportable Conduct is summarised as follows (refer to the process chart in Schedule 1):

- (a) a person becomes aware of or has a reasonable suspicion of a Reportable Conduct;
- (b) the person is encouraged to use TMBL's normal reporting processes unless those procedures are not appropriate in that particular instance (for example, where the person wishes to remain anonymous or the person who they would normally report the matter to is involved or complicit with the Reportable Conduct);
- (c) when it is requested, anonymity will be strictly observed (unless disclosure of the Whistleblower's identity is with their consent or required by law). All Whistleblower Reports are taken seriously, however it may not be possible to fully investigate anonymous reports;

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- (d) the Whistleblower should provide as much particulars and details about the Reportable Conduct in the Whistleblower Report (and to the extent possible, provide the report in writing). The Whistleblower may make the disclosure to a Designated Officer, the Whistleblower Protection Officer, legal practitioner or regulators or journalists or parliamentarians in accordance with section 6 - [To whom can you report and how to report](#);
  - (e) once a Whistleblower Report is received, the Whistleblower Protection Officer will assess the report and refer it to the appropriate person and/or channel for investigation in accordance with section 8 of this Policy;
  - (f) the Board will receive:
    - i. high level, de-identified, notification of any Whistleblower Report;
    - ii. updates at each Board meeting on the status of Whistleblower Reports and investigations into those reports; and
    - iii. regular updates on any trends identified in Whistleblower Reports.
- [8] TMBL is committed to protecting Whistleblowers from retaliation or adverse action as a result of reporting Reportable Conduct. Whistleblowers who report Reportable Conduct in good faith and honestly will be protected to the full extent required by law and will not be subject to any form of personal disadvantage, such as termination of employment, demotion, any form of harassment, discrimination or bias (in any form).

## 3. Key Whistleblower Roles

### 3.1. Whistleblower Protection Officer

- [9] TMBL has appointed the Company Secretary as the Whistleblower Protection Officer.
- [10] The role of the Whistleblower Protection Officer is to:
- (a) be the person to whom an Eligible Whistleblower may make a Whistleblower disclosure;
  - (b) maintain the confidentiality and anonymity of the Whistleblower;
  - (c) protect the Whistleblower from adverse repercussions and detriment;
  - (d) keep in regular contact with the Whistleblower;
  - (e) provide updates and any findings of the investigation to the Whistleblower;
  - (f) review and consider any complaints made by the Whistleblower regarding the investigation or any adverse repercussions or detriment suffered as a result of their Whistleblower disclosure under this Policy; and
  - (g) escalate any matter the Whistleblower Protection Officer considers appropriate.

- [11] The Whistleblower Protection Officer will provide monthly updates to the Board on the status of Whistleblower Reports and investigations into those reports (including updates on material incidents reported under this Policy). Any information (unless consent is given by the Whistleblower) will not contain information that identifies the Whistleblower.

### **3.2. Whistleblower Investigations Officer**

- [12] TMBL has appointed the Head of Digital Protection as the Whistleblower Investigations Officer. From time to time, TMBL may use an independent third party to investigate due to the nature or complexity of the matter raised in the Whistleblower disclosure.
- [13] In any case, the Whistleblower Investigations Officer will maintain the independence, confidentiality and anonymity of the Whistleblower. They will conduct the investigation in a timely, fair and impartial manner.

### **3.3. Whistleblower Executive Champion**

- [14] TMBL has appointed a Whistleblower Executive Champion whose role is to oversee the overall effectiveness of the Whistleblower Protection Framework and ensure it delivers on the objectives outlined in this Policy. Through this oversight, TMBL seeks to ensure that the effectiveness of the Whistleblower Protection Framework is monitored (including as appropriate by independent assessments) and actions are taken to embed improvements where appropriate.
- [15] The Whistleblower Executive Champion is also tasked with responding to any complaints or escalations relating to breaches or potential breaches of this Policy.
- [16] The Whistleblower Executive Champion is the Chief Executive Officer, or their delegate.

### **3.4. Whistleblower Designated Officers**

- [17] TMBL has appointed internal and external Designated Officers for both tax and non-tax related matters (see Schedule 3 – Designated Officers and their contact details).
- [18] The role of the Designated Officer is to receive Whistleblower Reports and ensure that all required information is captured (see section 7.1 of this Policy).

### **3.5. The Board**

- [19] The Board is responsible for the overall governance of the Whistleblower framework. The Board will receive regular reports about the effectiveness of the Policy and processes.

- [20] The Board, through the Chair, will hold the Chief Executive Officer accountable for the implementation and effectiveness of the program as “Whistleblower Executive Champion”.
- [21] The Board will receive:
- (a) high level, de-identified, notification of any Whistleblower Report;
  - (b) updates at each Board meeting on the status of Whistleblower Reports and investigations into those reports; and
  - (c) regular updates on any trends identified in Whistleblower Reports.

## 4. Who can report Reportable Conduct?

- [22] An individual is an Eligible Whistleblower (**Whistleblower**) and can take advantage of the protections set out in this policy, if they are:
- (a) a Relevant Person (as defined in section 1.1 (Scope));
  - (b) make a Protected Disclosure (as defined in section 5 (What matters can be reported?)); and
  - (c) that disclosure is made to a person who is an Eligible Recipient (as defined in section 6 (To whom can you report and how to report)).

## 5. What matters can be reported?

### 5.1. Reportable conduct

- [23] Whistleblowers are encouraged to report Reportable Conduct under this Policy if they reasonably suspect that conduct, or a state of affairs exists, in relation to TMBL that is any of the following:
- (a) misconduct, or an improper state of affairs or circumstances, in relation to TMBL;
  - (b) misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of TMBL and where they consider the information may assist the recipient to perform functions and duties in relation to the tax affairs of TMBL;
  - (c) in contravention of any law administered by ASIC or APRA. For a full list of laws administered by ASIC or APRA, please refer to Schedule 4—Statutes a Whistleblower may suspect have been contravened for the purpose of reporting Reportable Conduct;
  - (d) conduct that represents a danger to the public or the financial system even if this conduct does not involve a breach of a particular law; or

- (e) conduct that is an offence against any law of the Commonwealth, where the offence is punishable by imprisonment for a period of 12 months or more.

(collectively referred to as **Reportable Conduct**).

[24] Reportable Conduct also includes conduct that:

- (a) may or may not involve a contravention of any law;
- (b) may include conduct that indicates a systemic issue in TMBL;
- (c) relates to dishonest or unethical behaviour and practices;
- (d) may relate to business behaviour and practices that may cause consumer harm.
- (e) is prohibited under TMBL's Code of Conduct;
- (f) is an exception to an excluded personal work-related grievance as defined in section 5.2 - Personal work-related grievances.

[25] Without limiting the type of conduct that can be reported under this Policy, examples of conduct that would constitute as Reportable Conduct and would be protected under this Policy includes conduct that is:

- (a) in breach of TMBL's Code of Conduct or policies and standards;
- (b) fraudulent or corrupt, such as money laundering, evading tax or misappropriation of funds;
- (c) illegal such as theft, the sale or use of prohibited substances, violence or threatened violence, harassment or criminal damage to property;
- (d) unethical such as acting dishonestly, altering records without cause or permission, making false entries in records, engaging in questionable financial practices, offering or accepting a bribe;
- (e) in breach of a law administered by ASIC or APRA and a law of the Commonwealth punishable by 12 months imprisonment or more. Examples include insolvent trading, failure to keep accurate financial records, falsification of accounts, failure by an officer to discharge their statutory director's duties or failure by a director to give notice of material personal interest relating to the affairs of TMBL;
- (f) endangering health and safety or causing damage to the environment.
- (g) giving rise to the possibility of causing financial or non-financial loss to TMBL, likely to damage the financial position or prudential reputation of TMBL, or that might otherwise be detrimental to the interest of TMBL;
- (h) engaging in (or threatening to) reprisal, discrimination, harassment, victimisation or adverse action causing damage to a person who has made a report or is believed or suspected to have made or be planning to make a report of Reportable Conduct under this Policy; and
- (i) deliberate concealing of any of the above.

[26] Whistleblowers can still qualify for protection under this Policy even if the allegation of the Reportable Conduct made turns out to be incorrect. While it is not the responsibility of a



Whistleblower to prove the allegations which are the subject of a disclosure, a mere allegation with no supporting information is unlikely to be considered as having 'reasonable grounds to suspect'. It is also important to ensure the information reported is, to the best of Whistleblower's knowledge, true.

- [27] If a person is unsure whether a particular matter falls within this policy, they can seek further guidance from the Whistleblower Protection Officer or their own independent legal advice.

## 5.2. Personal work-related grievances

- [28] Subject to clauses [31] and [32] below, Reportable Conduct generally does not include personal work-related grievances.
- [29] Examples of personal work-related grievances include complaints an employee or former employee may hold concerning any of the following:
- (a) interpersonal conflicts with another employee;
  - (b) employment terms and conditions;
  - (c) disciplinary or performance management process; or
  - (d) suspension or termination of employment.
- [30] TMBL has grievance procedures in place that enables employees to raise personal work-related grievances in accordance with the Human Resources (HR) Policy.
- [31] Exception to this is where:
- (a) the personal work-related grievance relates to detrimental conduct suffered by the Whistleblower because of making a previous report under this Policy or seeking legal advice about whistleblower protections under this Policy or the whistleblower regime under the Corporations Act or Tax Act, and accordingly it may be appropriate to report the grievance as a Reportable Conduct; or
  - (b) the personal work-related grievance has significant implications for TMBL and wider ramifications than for the Whistleblower personally, and accordingly, it may be appropriate to report the grievance as a Reportable Conduct.
- [32] Without limiting the types of matters, examples of personal work-grievances that could be reported as a Reportable Conduct and protected under this Policy include:
- (a) mixed reports. For example where a concern regarding misconduct involving TMBL is accompanied by a personal work-related grievance, or a personal work-related grievance includes information about misconduct involving TMBL.
  - (b) where the matter suggests a behaviour or conduct extending beyond the individual's personal circumstances. For example an individual claim of bullying has indicated that there may be a more general culture of bullying or harassment within a division or department of TMBL.
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- (c) TMBL or its officers (or managers) has breached an employment (or other) law punishable by more than 12 months imprisonment, or has engaged in conduct that represents a danger to the public.

[33] If unsure whether a grievance is a Reportable Conduct under this Policy or a personal work-related grievance that is more appropriately managed through the Human Resources (HR) Policy, TMBL encourages the individual to seek guidance from the Whistleblower Protection Officer or seek independent legal advice.

### **5.3. Matters that will not be given protection**

[34] All reports concerning Reportable Conduct are treated with the utmost seriousness. However, to ensure all persons who make such reports are treated fairly and that the resources devoted to the investigation of such matters are not wasted, protection under this Policy will not be available where the report is:

- (a) trivial or vexatious in nature and without substance; or
- (b) unsubstantiated allegations which are found to have been made maliciously or knowingly to be false.

[35] TMBL will view such reports seriously and the person may be subject to disciplinary action that could include:

- (a) for employees – suspension or termination of employment; and
- (b) for non-employees, cessation of service or the business relationship.

## **6. To whom can you report and how to report**

[36] Disclosures can be received by:

- an Eligible Recipient; and
- journalists and members of Commonwealth, state or territory parliament, under certain circumstances.

[37] An Eligible Recipient is a defined term under the applicable whistleblower protection laws. Disclosures by an Eligible Whistleblower will be protected under the law when the disclosures are made to the following:

- (a) a director, company secretary, other officer or senior manager of TMBL;
- (b) TMBL's auditor or a member of TMBL's internal audit team;
- (c) a Designated Officer;

- (d) a legal practitioner for the purposes of seeking legal advice;
- (e) the regulator such as ASIC or APRA;
- (f) a journalist or parliamentarian under limited circumstances (see section 7.5 for limited circumstances).

[38] Whistleblowers can report Reportable Conduct directly to the regulator or external Designated Officers without making a prior report to TMBL.

## 6.1. Contents of Whistleblower Report

[39] A Whistleblower Report should contain the following information about the Reportable Conduct, in a clear and factual way:

- (a) the Whistleblower's full name, address and preferred contact details. While there is no requirement for a Whistleblower to provide these details, and Whistleblower Reports can be made anonymously or under a pseudonym (refer to section 6.5 -[Anonymity](#)), if the Whistleblower is comfortable doing so, this information would greatly assist TMBL to investigate the Reportable Conduct and provide the Whistleblower with appropriate protections from any detrimental conduct;
- (b) the person (or persons), division or department which the Reportable Conduct relates to;
- (c) the nature of the alleged misconduct including, where relevant, details of the person (or persons), division or department believed to have committed the wrongdoing, or is aware of, or involved in, the wrongdoing;
- (d) when and where the misconduct occurred or whether the misconduct is occurring;
- (e) any other persons who may verify the claim or possible witnesses;
- (f) if the Whistleblower is concerned about any possible victimisation or acts of reprisal for reporting the matter, or have been subject to detrimental conduct for a previous Whistleblower Report, and any assistance or support sought from TMBL; and
- (g) any supporting information (for example emails, documents, text messages, file notes or photos).

[40] Where further information is required, the Whistleblower Protection Officer or the Whistleblower Investigations Officer will contact the Whistleblower directly.

## 6.2. Designated Officers

[41] TMBL encourages Whistleblowers to report Reportable Conduct to the Designated Officers in the first instance.

[42] TMBL has authorised each Designated Officer to receive Whistleblower Reports. Each of the following persons are Designated Officers:

- (a) Directors and executives of TMBL;
- (b) Internal and external auditors including team members (whilst conducting an audit);
- (c) Internal and external actuaries; and
- (d) any other person nominated by the Board as a Designated Officer.

- [43] TMBL encourages all individuals to raise concerns so that it can identify and address wrongdoing as early as possible. If the individual feels comfortable raising concerns within the usual business environment or with their direct manager they should do so. Alternatively, if this is not possible or the individual considers it more appropriate in the circumstances to report the matter as a whistleblower, TMBL has implemented reporting channels that an individual can use. An individual should choose an option which suits the individual's circumstances and level of comfort.
- [44] For the most up-to-date list of the Designated Officers and how to contact them, refer to Schedule 3—Designated officers and their contact details of this Policy.

### 6.3. Legal practitioners

- [45] Whistleblowers may report Reportable Conduct to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower regime under the Corporations Act or Tax Act. Such reports are protected under this Policy, Corporations Act or Tax Act even in the event that the legal practitioner concludes that the report does not relate to a Reportable Conduct.

### 6.4. Regulators

- [46] Whistleblowers may report Reportable Conduct to regulators such as ASIC, APRA or ATO or any other Commonwealth authority prescribed by regulation. When reporting Reportable Conduct to a regulator, the Whistleblower will qualify for protection under this Policy. For the most up-to-date method of reporting Reportable Conduct to the regulator, refer to the links below or alternatively contact the regulator directly.

Regulator	How to report a Reportable Conduct	Contact details
ASIC	<a href="https://asic.gov.au/about-asic/contact-us/how-to-complain/report-misconduct-to-asic/">https://asic.gov.au/about-asic/contact-us/how-to-complain/report-misconduct-to-asic/</a>	Website: <a href="https://asic.gov.au/about-asic/contact-us/">https://asic.gov.au/about-asic/contact-us/</a> Telephone: 1300 300 630
APRA	<a href="https://www.apra.gov.au/become-a-whistleblower-and-make-a-public-interest-disclosure">https://www.apra.gov.au/become-a-whistleblower-and-make-a-public-interest-disclosure</a>	Website: <a href="https://www.apra.gov.au/contact-us">https://www.apra.gov.au/contact-us</a> Telephone: 1300 558 849
ATO	<a href="https://www.ato.gov.au/general/gen/whistleblowers/">https://www.ato.gov.au/general/gen/whistleblowers/</a>	Website: <a href="https://www.ato.gov.au/">https://www.ato.gov.au/</a> Telephone: 1800 060 062

## 6.5. Journalists or parliamentarians

- [47] Whistleblowers may report Reportable Conduct to journalists or parliamentarians where such disclosures meet the definition of **public interest** or **emergency disclosure** (see definition of these terms in clauses [48](#) and [49](#) of this Policy). If the disclosure meets the definition of public interest disclosure or emergency disclosure, then the Whistleblower will qualify for protection under this Policy.
- [48] TMBL encourages the person to seek independent legal advice before making a public interest disclosure or emergency disclosure.
- [49] Importantly, in order to meet the criteria of a public interest disclosure or an emergency disclosure, the person must ensure that:
- (a) a disclosure must have previously been made to ASIC, APRA or a prescribed body and written notice provided to the body to which the disclosure was made; and
  - (b) in the case of a public interest disclosure, the Whistleblower must have waited at least 90 days since the disclosure was made to ASIC, APRA or a prescribed body.
- [50] A **public interest disclosure** means a disclosure of information to a journalist or parliamentarian where:
- (a) at least 90 days have passed since the discloser made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation;
  - (b) the discloser does not have reasonable grounds to believe that action is being, or has been taken, in relation to their disclosure;
  - (c) the discloser has reasonable grounds to believe that making a further disclosure of the information is in the public interest; and
  - (d) before making the public interest disclosure, the discloser has given written notice to the body referred to in paragraph [\(a\)](#) (i.e. the body to which the previous disclosure was made) that:
    - (i) includes sufficient information to identify the previous disclosure; and
    - (ii) states that the discloser intends to make a public interest disclosure.
- [51] An **emergency disclosure** is the disclosure of information to a journalist or parliamentarian where:
- (a) the discloser has previously made a disclosure of the information to ASIC, APRA or another Commonwealth body prescribed by regulation;
  - (b) the discloser has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and
  - (c) before making the emergency disclosure, the discloser has given written notice to the body in paragraph [\(a\)](#) (i.e. the body to which the previous disclosure was made) that:
    - (i) includes sufficient information to identify the previous disclosure; and

- (ii) states that the discloser intends to make an emergency disclosure; and
- (iii) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.

## 6.6. Anonymity

- [52] Whistleblowers may report Reportable Conduct anonymously and can still be protected under this Policy and the Corporations Act. Whistleblowers may choose to remain anonymous over the course of the investigation and after the investigation is finalised. All Whistleblower Reports are taken seriously and anonymity is respected.
- [53] Whistleblowers can refuse to answer questions in the Whistleblower Report or with a Designated Officer, Whistleblower Protection Officer, Whistleblower Investigation Officer or any other persons managing or dealing with the report, if they feel could reveal their identity any time.
- [54] TMBL has implemented the following process to protect the anonymity of the Whistleblower:
- (a) The Whistleblower may adopt a pseudonym when dealing with TMBL (in particular where the Whistleblower's identity is known to their supervisor, the Designated Officer or the Whistleblower Protection Officer and the Whistleblower does not want to disclose his or her identity).
  - (b) Where the Whistleblower chooses to be anonymous, TMBL encourages the Whistleblower to maintain ongoing two-way communication with TMBL in order for the Designated Officer, the Whistleblower Protection Officer or the Whistleblower Investigation Officer to ask follow up questions or provide feedback on the investigation. It is not always possible to fully investigate anonymous Whistleblower Reports.

## 6.7. Partial or full disclosure of identity

- [55] If the Whistleblower Report has not been made anonymously or an anonymous Whistleblower consents to partial or limited disclosure of their identity (for example, in the situation, where the Whistleblower consents to disclosing their identity to the Whistleblower Protection Officer or the Whistleblower Investigation Officer), TMBL will use best endeavours to ensure that the Whistleblower's identity remains confidential.
- [56] Whistleblowers who fully disclose their identity when making the Whistleblower Report under this Policy can expect TMBL to provide the Whistleblower will all the protections under this Policy and appropriate support. They also will enable the Whistleblower Investigation Officer with an opportunity to clarify or seek further information from the Whistleblower. Without further information, TMBL may be unable to fully investigate the Whistleblower Report.

## 7. Protections under this Policy

- [57] TMBL will ensure that Whistleblowers (whether an Eligible Whistleblower or not) who report Reportable Conduct in accordance with this Policy:
- (a) have their identity protected in accordance with Protection of identity of whistleblowers section; and
  - (b) are protected from detrimental conduct in accordance with section 7.2 - [Protection from detrimental conduct](#) .
- [58] An Eligible Whistleblower will qualify for protections available under the whistleblower regime of the Corporations Act or Tax Act if the report qualifies for protection under the Corporations Act or Tax Act.
- [59] TMBL will ensure that any person who is mentioned in a Whistleblower Report is treated fairly.

### 7.1. Protection of identity of whistleblowers

- [60] TMBL is committed to protecting the identity of Whistleblowers under this Policy.
- [61] TMBL will take the following steps to ensure the confidentiality of the identity of an Eligible Whistleblower:
- (a) Where the Whistleblower Report is received by:
    - (i) the Whistleblower Protection Officer, they will seek permission from the Whistleblower to share their identity with a restricted number of persons who may be involved in managing or investigating the Whistleblower Report. Only persons who have been both authorised by the Whistleblower and are directly involved in handling and investigating the Whistleblower Report will be made aware of the Whistleblower's identity (subject to the Whistleblower's consent) or information that is likely to lead to the identification of the Whistleblower.
  - (b) Where the Whistleblower does not consent to the disclosure of their identity or share their identity with particular persons involved in managing or investigating the Whistleblower Report (for example, the appointed Whistleblower Investigation Officer), the Whistleblower Protection Officer will disclose the information in the report only if all of the following are satisfied:
    - (i) the information does not disclose the identity of the Whistleblower. All personal information or reference to the Whistleblower will be redacted. The Whistleblower will be referred to in a gender-neutral context.
    - (ii) they have taken all reasonable steps to reduce the risk that the Whistleblower will be identified from the information. Where possible, the Whistleblower Protection Officer may contact the Whistleblower to assist in identifying certain aspects of the report that could inadvertently identify the Whistleblower.

(iii) It is reasonably necessary for investigating the matters raised in the report.

- (c) All Whistleblower Reports and all communications and documents relating to the report (such as investigation notes and related matters) will be stored confidentially and securely within the confidential Whistleblowing register and maintained by the Whistleblower Protection Officer for no less than 7 years, accessible only by those directly involved in managing and investigating the report.
- (d) All communications and documents relating to the Whistleblower Report such as investigation notes and related matters will only be sent via encrypted email and printed to a secured printer where access is only available to those directly involved in managing and investigating the report.
- (e) All persons managing and investigating the Whistleblower Report will receive training in their obligations in respect of the confidentiality of a Whistleblower's identity and how to ensure the security of information and communications in respect of the Whistleblower Report.

[62] Whistleblowers should be aware that disclosure of the identity of the Whistleblower is permitted where:

- (a) the Whistleblower has consented to the disclosure of their identity;
- (b) the disclosure is made by TMBL to ASIC, APRA or a member of the Australian Federal Police;
- (c) the disclosure is made by TMBL to a legal practitioner for the purpose of obtaining legal advice regarding the whistleblower regime under the Corporations Act or Tax Act.

[63] It is illegal for a person to identify the Whistleblower or disclose any information that is likely to lead to the identification of the Whistleblower outside of the above permitted circumstances.

[64] Whistleblowers should be aware that other persons may be able to establish their identity in circumstances such as:

- (a) they have made reference to making a Whistleblower Report to other persons or that they are considering making such a report;
- (b) they have complained or raised concerns with other people about the subject matter of the Whistleblower Report;
- (c) they are one of a small team that has access to the information subject of the Whistleblower Report;
- (d) they disclose information that was told to them in confidence.

[65] Whistleblowers can lodge a complaint about an alleged breach of the confidentiality of their identity with:

- (a) the Whistleblower Protection Officer or any member of the Board; or
- (b) to the regulator such as ASIC or APR; or
- (c) the Australian Financial Complaints Authority (AFCA).



[66] Any concerns or issues relating to how TMBL develops and implements measures for ensuring confidentiality of Whistleblowers can be raised with the Whistleblower Protection Officer.

## 7.2. Protection from detrimental conduct

[67] TMBL has adopted procedures designed to protect Whistleblowers who report Reportable Conduct in good faith and honestly.

[68] No person may victimise, retaliate against or cause detriment to someone else (or threaten to do so) because of a belief that that person has made or will make a Whistleblower Report or a protected disclosure under the Corporations Act or Tax Act. TMBL will not tolerate retaliation or causing detriment in this way against any Whistleblower who has or may make a Whistleblower Report (or any member of the investigation team). Disciplinary action may be taken against any person who engages in such detrimental conduct.

[69] Examples of detrimental conduct for the purposes of clause [61](#) include:

- (a) dismissal or termination of an employee;
- (b) injury of an employee in their employment;
- (c) alteration of an employee's position or duties to their disadvantage;
- (d) discrimination between an employee and another employee;
- (e) harassment or intimidation of a person;
- (f) harm or injury to a person, including psychological harm; or
- (g) damage to a person's property or reputation or financial position or business or any other type of damage.

[70] Retaliation or causing detriment in this way is Reportable Conduct (see clause [31]). If the Whistleblower has suffered any such detriment, or has any concerns in relation to the progress of an investigation of a Whistleblower Report or how it is conducted, they may contact the Whistleblower Protection Officer.

[71] However, reasonable management and administrative action conducted in a reasonable manner by TMBL does not constitute detrimental conduct against Whistleblowers or another person. Examples of which includes (but not limited to):

- (a) performance management or disciplinary processes conducted in accordance with the Human Resources (HR) Policy; or
- (b) actions taken to protect the Whistleblower or another person from detriment such as permitting the person to undertake work from another location, assigning the person to another role or modifying the workplace reporting lines.

[72] As soon as possible after receiving a Whistleblower Report under this Policy, the Whistleblower Protection Officer will assess the risk of detriment to the Whistleblower or another person, arising from the report. Where appropriate, strategies will be developed to:

- (a) explain the support services available to the Whistleblower and other persons including TMBL's Employee Assistance Program.
- (b) assist the Whistleblower and any other person to manage the stress, time and performance impacts resulting from the disclosure or its investigation.
- (c) protect the Whistleblower or any other person, from detriment, such as permitting the performance of work from another location, assignment to another role, or modifications to the workplace or reporting lines.
- (d) remind those who have access to, and/or managing and handling the Whistleblower Report and its investigation about their obligations in respect of confidentiality, detrimental conduct, managing conflicts of interest, and the fair treatment of the Whistleblower and other persons mentioned in the report.
- (e) to the extent reasonable in the circumstances, remedy the effects of any detriment already suffered.

[73] While all reasonable steps will be taken to protect Whistleblowers, TMBL is not able to provide the same level of protection to Whistleblowers who are not directly employed by TMBL at the time of the Whistleblower Report is made, including former Eligible Whistleblowers and external third parties.

[74] Whistleblowers or other persons who believes they have suffered detriment arising from detrimental conduct may:

- (a) report their concern in accordance with the reporting procedure for Reportable Conduct in accordance with section 6 - To whom can you report and how to report .
- (b) seek assistance from the Whistleblower Protection Officer.
- (c) seek independent legal advice.

[75] Whistleblowers or other persons who have suffered loss because of detriment suffered arising from detrimental conduct may seek compensation and other remedies through the courts.

### **7.3. Other protections available to Whistleblowers**

[76] Where an Eligible Whistleblower reports Reportable Conduct that qualifies for protection under the Corporations Act or Tax Act, the Whistleblower is protected from any of the following in relation to the disclosure:

- (a) civil liability. For example, legal action against the Whistleblower for breach of an employment contract, duty of confidentiality or another contractual obligation.
- (b) criminal liability. For example, the attempted prosecution of the Whistleblower for unlawfully releasing information or other use of the report against the Whistleblower in a prosecution (other than making a false disclosure).
- (c) administrative liability. For example, disciplinary action for making the report.

- [77] The protections available to Whistleblowers qualifying for protection under the Corporations Act do not grant the Whistleblower immunity for any misconduct that the Whistleblower has engaged in that is revealed in their Whistleblower Report.
- [78] Whistleblowers may also have access to other statutory protections under anti-discrimination and equal opportunity legislation, and the *Fair Work Act 2009* (Cth), or under the common law and their contracts of employment or engagement with TMBL.

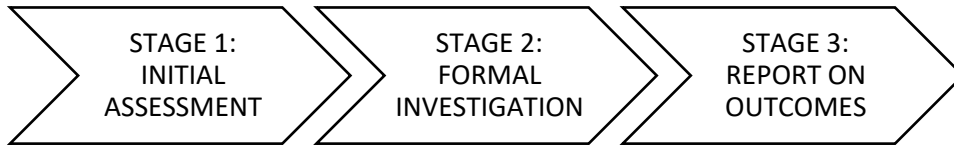
## **7.4. Fair treatment of persons mentioned in Whistleblower Reports**

- [79] TMBL will ensure the fair treatment of all persons mentioned in a Whistleblower Report. TMBL will:
- (a) assess each report on its merits and investigate as appropriate;
  - (b) advise the person the subject of a report as and when required by principles of natural justice and procedural fairness and where appropriate having regard to the nature of the report prior to:
    - (i) taking external action such as referring the matter to a regulator or law enforcement agency; and/or
    - (ii) commencing a formal investigation.
  - (c) advise the person when the conduct raised in the report if proven could lead to allegations of misconduct being made against that person subject of the report which in turn could lead to disciplinary action;
  - (d) advise the person of the outcome of the investigation into the report but will not provide a copy of the investigation report or associated material.
- [80] If a Whistleblower has any complaints or concerns about the manner in which the investigation is being handled, they can raise their concerns with the Whistleblower Protection Officer. The Whistleblower Protection Officer may escalate the complaint or concern to the Whistleblower Executive Champion. Where the complaint or concern is regarding the Whistleblower Protection Officer, the Whistleblower may address their complaints or concerns directly to the Whistleblower Executive Champion.

## **8. Investigating reportable conduct**

### **8.1. Key stages of the Investigation Process**

- [81] The key steps of investigating Reportable Conduct are set out below (and expanded on in Schedule 4 – Key stages of the Investigation Process):



*Stage 1: Initial Assessment:*

- (a) **Whistleblower report received:** If the Whistleblower has disclosed their contact details in the Whistleblower Report, then the Designated Officer will notify the Whistleblower that they have received the report no later than five (5) business days from receipt of the report.
- (b) **Notification of report:** After receiving the Whistleblower Report, the Designated Officer will notify the Whistleblower Protection Officer of the Whistleblower Report. Unless the Whistleblower has consented to the disclosure of their identity, the Designated Officer will not disclose information in the report unless:
- (i) the information does not include the Whistleblower's identity;
  - (ii) it has removed information relating to the Whistleblower's identity or other information that is likely to lead to the identification of the Whistleblower has been removed (such as the Whistleblower's name, position title, gender etc); and.
  - (iii) it is reasonably necessary for investigating the issues raised in the report.
- (c) In certain situations it will be appropriate for the Designated Officer to report the Whistleblower Report directly to the following persons and for the assessment detailed in paragraph (d) to be undertaken by that person:
- (i) The Board if the report relates to the Whistleblower Protection Officer, The Chair of the Risk & Compliance Committee if the report relates to key management personnel (including the Chief Executive Officer, Deputy Chief Executive Officer, Chief Risk Officer or Chief Internal Auditor).
  - (ii) The Chair of the Audit Committee if the report relates to the Chair of the Risk & Compliance Committee.
- (d) **Review and assessment of report:** The Whistleblower Protection Officer (or the person referred to in paragraph (c)) has determined that the report should be investigated, the investigation process will depend on the nature of the matter being investigated. The objective of an investigation into a Whistleblower Report is to determine whether there is enough evidence to substantiate or refute the Reported Conduct. Where an investigation is deemed necessary, the Whistleblower Protection Officer or the person referred to in paragraph (c) will:
- (i) determine the nature and scope of the investigation;

- (ii) the person(s) within and/or outside TMBL that should lead the investigation;
- (iii) the timeframe for the investigation;
- (iv) the nature of any technical, financial or other specialist advice that may be required to support the investigation;
- (v) whether the Whistleblower has disclosed their identity to the Whistleblower Protection Officer, seeking consent for the identity to be disclosed to the Whistleblower Investigation Officer.

*Stage 2: Formal Investigation:*

- (e) Where the Whistleblower Report is referred to for investigation, the investigation will be conducted on a confidential and strictly 'need to know' basis, having regard to any potential conflicts of interest and any concerns the Whistleblower expresses about the involvement of particular personnel. All investigations will be thorough, objective fair and be conducted independent of the Whistleblower, person(s), division(s) or department(s) mentioned in the Whistleblower Report.
- (f) Subject to paragraph [\(d\)](#), the Whistleblower Protection Officer is responsible for reviewing the Whistleblower Report and must:
  - (i) determine whether the report:
    - (1) falls within the scope of this Policy or is more appropriate managed under another TMBL Policy;
    - (2) triggers a requirement for TMBL to seek legal advice in respect of its legal obligations including the conduct of a factual investigation into the Whistleblower Report to assist in the provision of that advice; and
    - (3) should be investigated and by whom;
  - (ii) assess the risk of any detrimental conduct to the Whistleblower or any other person because the report has been made;
  - (iii) determine whether the report is sufficiently serious to either:
    - (1) notify the Board; and/or
    - (2) in consultation with the Board, notify an external entity including a regulator or law enforcement agency. Under these circumstances, the Whistleblower Protection Officer may disclose the identity of the Whistleblower to ASIC, APRA or a member of the Australian Federal Police.

*Stage 3: Report on outcomes:*

- (g) **Investigation of Report:** The Whistleblower Investigations Officer will document the nature and scope of their investigation and findings in a report, maintaining confidentiality. The report will be provided to the Whistleblower Protection Officer and/or the Board within 90 days unless circumstances require a longer period to investigate. The Whistleblower Protection Officer or the person referred to in paragraph [\(c\)](#) will provide feedback, where

appropriate, to the Whistleblower regarding the progress and outcome of, and actions arising from, any investigation. The frequency and timeframe of providing updates regarding the investigation depends on the nature and scope of the matter being investigated.

- (h) **Request for further information:** If the Whistleblower has disclosed their identity and contact details, the Whistleblower Protection Officer (or the person referred to in paragraph [\(c\)](#)) may contact the Whistleblower for further information in order to investigate the report.
- (i) If the Whistleblower is not satisfied with the outcome of an investigation into their Whistleblower Report, they may write to the Whistleblower Protection Officer seeking a review of the findings of the report.

## 8.2. Considerations during the Investigation Process

- [82] If the Whistleblower Report was made anonymously and the Whistleblower has not maintained two-way communication with TMBL, the assessment in paragraphs 80(c) or (d) and any decision to undertake an investigation, and the conduct of any investigation, will be based solely on the Whistleblower Report. If the Whistleblower Report was made anonymously and the Whistleblower has maintained two-way communication with TMBL, the Whistleblower can refuse to answer questions they feel could reveal their identity at any time, including during any follow-up conversation about, or investigation into, the Whistleblower Report.
- [83] TMBL will focus on the quality of the information concerning the Reportable Conduct, not the motivation of the Whistleblower.
- [84] TMBL will ensure all records forming part of the investigation are kept confidential and stored securely in accordance with TMBL's IT Acceptable Usage Policy and section 13 of this Policy.

## 9. Seeking advice or support about this Policy

- [85] TMBL strongly encourages persons who have questions about this Policy, to seek independent legal advice or support, including where:
  - (a) they are unsure:
    - (iv) whether they are covered by this Policy;
    - (v) whether their concerns qualify as a Reportable Conduct; or
    - (vi) as to whom they should report Reportable Conduct.
  - (b) they are the subject of a Whistleblower Report or a witness in an investigation of a Whistleblower Report and seek support or assistance.

- (c) they are seeking information about the type of protections and immunities available to Whistleblowers and other persons under this Policy and the Corporations Act and Tax Act.

[86] Persons can raise issues, queries and concerns regarding this Policy with any of the following persons:

- (a) line manager or supervisor.
- (b) the Whistleblower Protection Officer.
- (c) an independent lawyer if they are seeking legal advice on the operation of the whistleblower regime under the Corporations Act or Tax Act.
- (d) TMBL's Employee Assistance Program.

A Whistleblower who is a current or former employee of TMBL, is able to access the company's confidential counselling service, Uprise, on 1300 209 371

## 10. Accessibility and training

[87] People and Culture will ensure that a summary of the Policy is published on TMBL's website and take reasonable steps to ensure that Whistleblowers are aware of, and understand the Policy, and the types of behaviour or scenarios that are reportable as Reportable Conduct, including through induction procedures and regular training.

[88] Training will be provided at induction for management, new employees and officers and in an ongoing manner as part of refresher training for existing employees. Specialist training will be provided to staff members who have specific responsibilities (such as the Whistleblower Protection Officer). Completion of training will be recorded in TMBL's training register.

[89] Whistleblower Reports will be retained in TMBL's confidential Whistleblowing register and maintained by the Whistleblower Protection Officer for no less than seven (7) years. The Whistleblowing register will not reveal the identity of any Whistleblower that made a report (either directly or by implication) and strict procedures will be adopted in relation to accessing the register.

## 11. Breaches of this Policy

[90] TMBL takes breaches of this Policy very seriously. Breaches of this Policy may result in serious consequences including disciplinary action by TMBL, in accordance with TMBL's consequence management framework, and civil or criminal penalties.

## 11.1. Legal consequences for non-compliance

[91] An individual who is found not to have complied with this Policy may be subject to civil or criminal liability for a breach of the Corporations Act. In particular:

- (a) if an individual is found to have engaged in conduct that caused a Whistleblower to suffer detriment, that individual may be liable for up to 30 penalty units, 6 months in prison, or both; and
- (b) if an individual is found to have disclosed information breaching the Whistleblower's right to anonymity and confidentiality, that individual may be liable for 120 penalty units or imprisonment for 2 years, or both; and
- (c) in addition, a court may also impose a further pecuniary fine on an individual of up to \$200,000.

## 11.2. Employment related consequences for non-compliance

[92] In addition to any civil or criminal consequences under the Corporations Act 2001 (Cth) for non-compliance with the Whistleblower obligations, an employee of TMBL who does not comply with this Policy, will be subject to disciplinary action in accordance with the terms of TMBL's consequence management framework. Action taken by TML may include the termination of employment.

## 11.3. Reporting breaches of this Policy

[93] Breaches of this Policy will be reported in accordance with TMBL's Compliance Incident Management and Breach Reporting Framework. However, depending on the extent of the breach due to the sensitive and confidential nature of whistleblowing, the breach may be handled through a separate reporting process.

## 12. Reporting

[94] TMBL is committed to monitoring the effectiveness of this Policy and ensuring compliance with its legal obligations. The effectiveness of this Policy and compliance with legal obligations will be monitored through the following reporting:

Name of Report	Audience	Preparer	Timing	Description
Whistleblower Investigation Summary	Board	Whistleblower Protection Officer	Ad hoc	Reporting on the receipt, ongoing investigation and final



				outcome of whistleblower investigations (while maintaining the Whistleblower's confidentiality)
Periodic Reports	Risk Management Committee	Whistleblower Protection Officer	Bi-Annually	Periodic reporting on performance of the Whistleblower Protection Framework
Whistleblower Protection Updates	Whistleblower Executive Champion	Whistleblower Protection Officer	Ad hoc	Periodic reporting on performance of the Whistleblower Protection Framework including complaints, escalations breaches/ potential breaches of this Policy, whistleblowing trends, insights into culture
Whistleblower Protection Framework Review	Risk Management Committee	Company Secretary	Annually	Review of Whistleblower Protection Framework taking into account whistleblowing trends, insights into culture and key learnings from investigations

### 13. Record keeping

[95] TMBL places great importance on ensuring the whistleblowing process is adequately evidenced by appropriate records and those records are securely maintained. At a minimum, the following types of records should be maintained:

- (a) the Whistleblower Disclosure;
- (b) the investigation report and related evidence, communications and records;
- (c) communications with the Whistleblower and any other stakeholders involved in the process;
- (d) internal/external reporting on the whistleblower matter.

[96] Due to the sensitive nature of whistleblower matters, the records above must be kept separate from day-to-day systems, strictly confidential and with restricted access. The storage location of records should be informed by general principles of legal professional privilege, confidentiality and security.

- [97] All records relating to the whistleblowing process will be retained for a minimum of 7 years.
- [98] The Whistleblower Protection Officer must ensure there is a clear process in place for secure record keeping and that all relevant parties involved in the process are properly informed of this process.

## 14. Document Governance

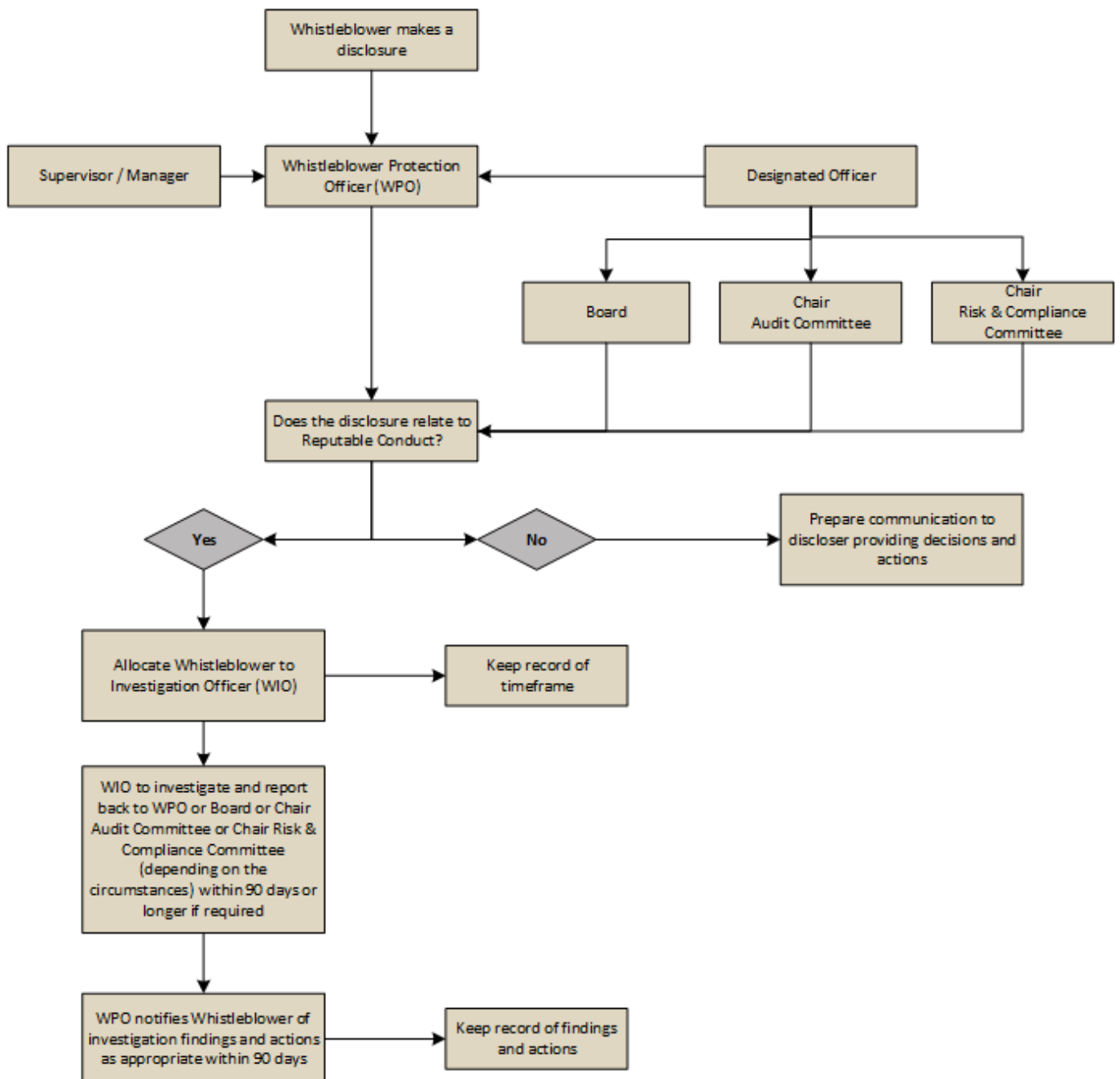
- [99] This Policy will be reviewed every two years or as a material change arises, by the Company Secretary to ensure that it remains effective and relevant to TMBL and that it continues to comply with relevant laws.
15. Changes arising from the review and all other material changes to this Policy must be approved by the Board. Non-material changes to this Policy may be approved by the Company Secretary where updating outside of the review cycle for this Policy is required.

## Glossary of terms

Term	Meaning in this document
<b>APRA</b>	means the Australian Prudential Regulation Authority.
<b>ASIC</b>	means the Australian Securities and Investment Commission.
<b>ATO</b>	means the Australian Taxation Office.
<b>Corporations Act</b>	means the <i>Corporations Act 2001</i> (Cth).
<b>Designated Officer</b>	means the persons listed in section 7.2 and Schedule 3.
<b>Eligible Recipient</b>	means the persons defined in clause 7.
<b>Eligible Whistleblower</b>	means the persons defined in clause 4(a).
<b>KMP (key management personnel)</b>	defined as those persons having authority and responsibility for planning, directing and controlling the activities of TMBL, directly or indirectly, including any director (whether executive or not) of TMBL.

<b>Misconduct</b>	as defined in section 9 of the Corporations Act, includes fraud, negligence, default, breach of trust and breach of duty.
<b>Personal work-related grievance</b>	means grievances relating to a person's current or former employment that have implications for the individual personally, and is not Reportable Conduct.
<b>Reportable Conduct</b>	has the meaning given in clause <a href="#">[20]</a> .
<b>Tax Act</b>	means the <i>Tax Administration Act 1953</i> (Cth)
<b>TMBL</b>	means Teachers Mutual Bank Limited and the entities controlled by it, including Tertiary Travel Service Pty Ltd.
<b>Whistleblower</b>	means a person who has made, proposes to make or could make a Whistleblower Report.
<b>Whistleblower Investigation Officer</b>	means the person assigned to investigate the Whistleblower Report in accordance with <a href="#">Investigating reportable conduct</a> section.
<b>Whistleblower Protection Officer</b>	means the person designated as the Whistleblower Protection Officer.
<b>Whistleblower Report</b>	means a report of Reportable Conduct made pursuant to this Whistleblower Policy.

## Schedule 1—Whistleblowing Reporting Process Chart



## **Schedule 2—Statutes a Whistleblower may suspect have been contravened for the purpose of reporting Reportable Conduct**

Laws that are administered by ASIC and APRA are as follows:

- Corporations Act.
- Australian Securities and Investments Commission Act 2001 (Cth).
- Banking Act 1959 (Cth).
- Financial Sector (Collection of Data) Act 2001 (Cth).
- National Consumer Credit Protection Act 2009 (Cth).
- An instrument made under any of the laws in this Schedule 2

## Schedule 3—Designated officers and their contact details

### 1. Reportable Conduct that do not relate to the tax affairs of TMBL:

No	Position title	Name	Contact details
<b>Internal Designated Officers</b>			
1	Whistleblower Protection Officer	Fred Taweel	<a href="mailto:ftaweel@tmbl.com.au">ftaweel@tmbl.com.au</a> Mobile: 0414 974 425
2	Whistleblower Investigation Officer	Con Nikolaou	<a href="mailto:cnikolaou@tmbl.com.au">cnikolaou@tmbl.com.au</a> Mobile: 0414 404 947
3	Chair of Risk & Compliance Committee	Michael O'Neill	<a href="mailto:moneill@tmbl.com.au">moneill@tmbl.com.au</a>
4	Chair of Audit Committee	Andrew Kearnan	<a href="mailto:akearnan@tmbl.com.au">akearnan@tmbl.com.au</a>
5	Chief Executive Officer	Steve James	<a href="mailto:sjames@tmbl.com.au">sjames@tmbl.com.au</a> Mobile: 0409 040 156
6	Company Secretary	Fred Taweel	<a href="mailto:ftaweel@tmbl.com.au">ftaweel@tmbl.com.au</a> Mobile: 0414 974 425
7	Directors of TMBL	Maree O'Halloran (Chair) Andrew McCready (Deputy) Murat Dizdar The Hon. Verity Firth Linda Green Andrew Kearnan Melissa Reynolds Emeritus Professor William Ford Michael O'Neill	<a href="mailto:mohalloran@tmbl.com.au">mohalloran@tmbl.com.au</a> <a href="mailto:amccready@tmbl.com.au">amccready@tmbl.com.au</a> <a href="mailto:mdizdar@tmbl.com.au">mdizdar@tmbl.com.au</a> <a href="mailto:vfirth@tmbl.com.au">vfirth@tmbl.com.au</a> <a href="mailto:lgreen@tmbl.com.au">lgreen@tmbl.com.au</a> <a href="mailto:akearnan@tmbl.com.au">akearnan@tmbl.com.au</a> <a href="mailto:mreynolds@tmbl.com.au">mreynolds@tmbl.com.au</a> <a href="mailto:wford@tmbl.com.au">wford@tmbl.com.au</a> <a href="mailto:moneill@tmbl.com.au">moneill@tmbl.com.au</a>
8	Executives of TMBL	Steve James (CEO)  Nichole Banks  Glenn Becker  Carolyn Murphy  Vicki Leaver  Chris Olter  Erica Pickford	<a href="mailto:sjames@tmbl.com.au">sjames@tmbl.com.au</a> Mobile: 0409 040 156  <a href="mailto:nbanks@tmbl.com.au">nbanks@tmbl.com.au</a> Mobile: 0447 788 105  <a href="mailto:gbecker@tmbl.com.au">gbecker@tmbl.com.au</a> Mobile: 0467 804 693  <a href="mailto:cmurphy@tmbl.com.au">cmurphy@tmbl.com.au</a> Mobile: 0433 118 225  <a href="mailto:vleaver@tmbl.com.au">vleaver@tmbl.com.au</a> Mobile: 0427 973 005  <a href="mailto:colter@tmbl.com.au">colter@tmbl.com.au</a> Mobile: 0400 353 095  <a href="mailto:epickford@tmbl.com.au">epickford@tmbl.com.au</a> Mobile: 0437 695 510

		Glenn Sargeant  Alan Waugh	<a href="mailto:gsargeant@tmbl.com.au">gsargeant@tmbl.com.au</a> Mobile: 0413 880 787 <a href="mailto:awaugh@tmbl.com.au">awaugh@tmbl.com.au</a> Mobile: 0408 418 564
<b>External Designated Officers</b>			
9	Appointed Auditor	Grant Thornton Australia Ltd Contact: Claire Gilmartin	<a href="mailto:Claire.gilmartin@au.gt.com">Claire.gilmartin@au.gt.com</a> Phone: 61+2 8297 2469

## 2. Reportable Conduct that relates to the tax affairs of TMBL:

No	Position title	Name	Contact details
<b>Internal Designated Officers</b>			
1	Whistleblower Protection Officer	Fred Taweel	<a href="mailto:ftaweel@tmbl.com.au">ftaweel@tmbl.com.au</a> Mobile: 0414 974 425
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3	Chair of Risk & Compliance Committee	Michael O'Neill	<a href="mailto:moneill@tmbl.com.au">moneill@tmbl.com.au</a>
4	Chair of Audit Committee	Andrew Kearnan	<a href="mailto:akearnan@tmbl.com.au">akearnan@tmbl.com.au</a>
5	Chief Executive Officer	Steve James	<a href="mailto:sjames@tmbl.com.au">sjames@tmbl.com.au</a> Mobile: 0409 040 156
6	Company Secretary	Fred Taweel	<a href="mailto:ftaweel@tmbl.com.au">ftaweel@tmbl.com.au</a> Mobile: 0414 974 425
7	Employee who have functions or duties that relate to the tax affairs of TMBL	Glenn Sargeant	<a href="mailto:gsargeant@tmbl.com.au">gsargeant@tmbl.com.au</a> Mobile: 0413 880 787
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## Schedule 4—Key stages of the Investigation Process

### *Stage 1: Initial Assessment*

Upon receipt of a disclosure, the Whistleblower Protection Officer will assess the disclosure to determine:

- whether the disclosure falls within the definition of a Protected Disclosure; and
- if so, whether a formal investigation is required.

As part of the initial assessment, the Whistleblower Protection Officer will assess the risk of detriment to the Whistleblower or any other person in relation to the disclosure. The Whistleblower Protection Officer will ensure appropriate measures are in place to protect the Whistleblower during the investigation process, which take into account the level of assessed risk.

A disclosure received by an Eligible Recipient (other than a Whistleblower Protection Officer or the whistleblower's legal adviser), should be immediately referred to a Whistleblower Protection Officer with the consent of the Whistleblower, so that the disclosure can be assessed and mechanisms for protecting and safeguarding the Whistleblower can be implemented.

### *Stage 2: Formal Investigation*

If further investigation is appropriate, the matter will then be referred to the Whistleblower Investigations Officer for formal investigation.

In preparing for the investigation, the Whistleblower Investigations Officer will:

- confirm their independence;
- determine the nature and scope of the investigation;
- consider whether any technical, financial or legal advice may be required to support the investigation; and
- assess the appropriate timeframe to conduct the investigation.

The investigation will be conducted in a fair and impartial manner by the Whistleblower Investigations Officer (or by their delegate), independently of the business unit or persons to which the allegations relate. However, if it is appropriate, the subject of the allegations may be contacted to respond to the allegations.

It may be necessary to contact the Whistleblower to obtain further information regarding the disclosure. Communications with the Whistleblower will be made through the Whistleblower Protections Officer. It is important that the Whistleblower cooperates and assists with the investigation process as much as possible. The ability of the Whistleblower Investigations Officer to conduct an investigation may be limited or prevented from proceeding if the disclosure has been made anonymously or the Whistleblower refuses to provide information to the Whistleblower Investigations Officer.

### *Stage 3: Report on outcomes*

Once the investigation has been completed, the Whistleblower Investigations Officer will provide a report setting out the findings of the investigation to the Whistleblower Protection Officer.

The report will include a summary of the allegations and the evidence. The report will also provide a final determination, being that any allegation was:

- substantiated;
- partially substantiated;
- unable to be substantiated; or
- disproven.

It is the Whistleblower Investigations Officer's responsibility to ensure that the investigation is conducted in a timely manner. Where possible, the investigation will be completed within 90 days of TMBL being notified of the issue. If this is not possible, the Whistleblower will be advised of the longer time period needed to investigate the matter and as far as appropriate, the reasons for the extended period.

The Whistleblower Protection Officer and Whistleblower Investigations Officer will ensure fair treatment of employees who are mentioned in a disclosure that qualifies for protection, including those who are the subject of a disclosure.

If at any time the Whistleblower has concerns as to how the investigation is being conducted or is not satisfied with the outcome, they may express these concerns to the Whistleblower Protection Officer or any Eligible Recipient (which includes ASIC or APRA).