

# 2223 Whistleblower Protection Policy

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# 1. Purpose

Teachers Mutual Bank Limited (the “**Bank**”) is committed to the highest standards of legal, ethical and moral behaviour.

As part of the Bank’s “speak up” culture, this Policy is designed to encourage the reporting of misconduct and wrongdoing by ensuring that Eligible Whistleblowers can disclose misconduct and wrongdoing regarding the Bank without fear of detriment.

The purpose of this Policy is to:

- Encourage reports about suspected misconduct or an improper state of affairs at the Bank;
- Ensure that those who report concerns can do so safely, and with confidence that they will be protected and supported;
- Provide a transparent framework around how concerns will be received, handled and investigated; and
- Meet the Bank’s legal and regulatory obligations under s 1417AI of the *Corporations Act 2001* (Cth) (the “**Corporations Act**”).

No one should be personally disadvantaged for reporting a wrongdoing. The Bank is committed to maintaining an environment where legitimate concerns can be reported without fear of retaliatory action or retribution.

This policy is important because it helps people covered by this Policy feel safe speaking up about problems or poor behaviour. It aims to ensure that concerns are handled quickly and fairly, and that people who raise concerns are protected from retaliation. In this way, the policy strengthens trust and honesty within the Bank.

## 2. Who can make a disclosure under this Policy?

The following categories of people are covered by this Policy:

- Directors and officers of the Bank;
- Current and former employees who are permanent, part-time, fixed-term or temporary, including interns and secondees;
- Suppliers of services or goods to the Bank including their employees (e.g. current and former contractors, consultants, service providers and business partners);
- Any business associates; and
- A relative, dependent or spouse of any of the above.

A person who falls into one of the above categories is called an **Eligible Whistleblower**. In this Policy, references to “**you**” are references to an Eligible Whistleblower.

### 3. Availability of this Policy and advice

#### 3.1. Availability

This Policy will be available to all staff via the GetSmart intranet and to all others via the Bank's websites. References to this Policy is included in the Code of Conduct which is included in the induction of all new staff and made clear to contractors and suppliers via their contracts.

#### 3.2. Advice

An individual can contact the Chief Legal Officer and Company Secretary to seek accurate and confidential information about:

- How this Policy works;
- What this Policy covers; and
- How a disclosure might be handled without making a disclosure.

### 4. Roles and responsibilities for this Policy

<b>Board</b>	<p>Has ultimate responsibility for this Policy.</p> <p>Understand and comply with their responsibilities as Eligible Recipients.</p>
<b>Board Audit Committee</b>	<p>Oversee the Whistleblower Protection Framework in accordance with clause 4.25 of the Board Audit Committee Charter, including:</p> <ul style="list-style-type: none"> <li>• reviewing, and making recommendations to the Board in relation to this Policy, including recommending making changes to the Board for approval where required;</li> <li>• reviewing (with management), and making recommendations to the Board in relation to compliance with, and the adequacy and effectiveness of, the Whistleblower Protection Framework;</li> <li>• subject to confidentiality and other whistleblower protection requirements, reviewing reports from management and others in relation to significant incidents, themes and other trends arising from reports under or otherwise in connection with, the Whistleblower Protection Framework, and where required making recommendations to the Board;</li> <li>• reviewing reports from management and others in relation to significant incidents, themes and trends arising from reports under, or otherwise in connection with, the Whistleblower Protection</li> </ul>

	<p>Framework, and, where required, making recommendations to the Board.</p> <p>The Board Audit Committee also has other oversight responsibilities under its Charter relating to confidential reporting mechanisms (clause 4.26)</p>
<b>CEO, Executive Team and Senior Leaders</b>	Understand and comply with their responsibilities as Eligible Recipients.
<b>Chief Legal Officer and Company Secretary</b>	<p>Acts as the Whistleblower Protection Officer (<b>WPO</b>) under this Policy.</p> <p>Owns this Policy.</p> <p>Safeguards the interests of Eligible Whistleblowers.</p> <p>Applies this Policy to Disclosable Matters.</p> <p>Receives reports of Disclosable Matters.</p> <p>Assesses and considers Disclosable Matters.</p> <p>Coordinates investigations and reporting.</p>
<b>Employees and other Eligible Whistleblowers</b>	<p>Comply with this Policy.</p> <p>Complete whistleblower training.</p>

Further information on roles and responsibilities in relation to whistleblower complaints is set out in Annexure A.

## 5. What to disclose under this Policy

### 5.1. Misconduct or an improper state of affairs

The Bank encourages anyone covered by this Policy to report information that concerns misconduct or an improper state of affairs or circumstances at the Bank. This includes information relating to conduct that a discloser has reasonable grounds to suspect<sup>1</sup>:

- Is fraudulent or corrupt;
- Is illegal, such as theft, drug sale or use, violence, criminal damage to property or other breaches of State, Federal or territory legislation;
- Is unethical, such as acting dishonestly, altering company records, willfully making false entries in the financial records, engaging in questionable accounting practices;

<sup>1</sup> "Reasonable grounds to suspect" means facts or circumstances that are not just a mere suspicion that would satisfy an ordinary person that there is a reasonable basis for disclosure.

- Breaches Bank policies (i.e. Conflict of Interest Policy, Financial Crimes Control & Investigations Policy, Human Resources Policy, Code of Conduct) or other ethical statements, including conflicts of interest or the improper giving or receiving of gifts or hospitality;
- May involve modern slavery practices or related human rights abuses;
- Is potentially damaging to the Bank such as maladministration or substantial waste of resources;
- Is seriously harmful or potentially seriously harmful to a Bank employee, such as deliberate unsafe work practice or willful disregard to the safety of others in the workplace;
- May cause serious financial or non-financial loss to the Bank or damage its reputation or be otherwise seriously contrary to Bank interests;
- Breach of any tax laws or misconduct or improper state of affairs or circumstances in relation to the tax affairs of the Bank; or
- Involves another kind of serious impropriety including retaliatory action against anyone raising a concern under this Policy.

These matters are called **Disclosable Matters** and are covered by this Policy.

Disclosure of matters which are not covered by this Policy do not qualify for whistleblower protections under the Corporations Act.

If there is doubt about whether an issue is a Disclosable Matter, please contact the Chief Legal Officer and Company Secretary for more information before making a disclosure.

## 5.2. Concerns covered by other policies and procedures

Concerns that relate solely to personal work-related grievances are more appropriately dealt with under the Bank's Human Resource Policies and are **not** generally covered by this Policy. Examples of a personal work-related grievance include:

- an interpersonal conflict between the discloser and another employee;
- a decision that does not involve a breach of workplace laws;
- a decision about the engagement, transfer or promotion of the discloser;
- a decision about the terms and conditions of engagement of the discloser; or
- a decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

However, you may use the channels available under this Policy if:

- you are uncomfortable using the Bank's other Complaints /Systems /Policies to raise your concerns,

- you have tried to raise the concern via these avenues and feel your concern has not been addressed,
- your concern amounts to a breach of employment or workplace health and safety laws;
- your concern relates to a danger to the public or any person;
- your information suggests misconduct beyond your personal circumstances; or
- your concern is about your treatment when you have made or been going to make a report under this Policy.

In these cases, the Bank will review the information provided and determine the most appropriate channel for managing the matter .

Concerns raised by a member about how the Bank has handled a product or service issue that is outside the scope of this Policy are covered by the Bank's complaints policy.

Sometimes a report may include information about multiple issues, some within scope of this Policy and some outside scope. In those cases, the WPO will coordinate an initial assessment and may involve relevant stakeholders (for example People & Culture, Legal, Finance, Risk or the Bank's external hotline provider) to ensure each issue is managed through the most appropriate process. This will be done confidentially and on a need-to-know basis.

### **5.3. How much information should be disclosed?**

You should provide as much specific detail in your report as you can, including times, dates, places and people involved. Please provide any documents or evidence to support your concern if you have them.

### **5.4. False disclosures**

To make a disclosure under this Policy, you must have reasonable grounds to suspect something is wrong when you report it. You do not have to have proof , but you must act honestly and in good faith. You will still be protected if your concern turns out to be unsubstantiated provided you made your disclosure honestly and in good faith.

It is a serious breach of this Policy to knowingly raise false information or allegations. Any instances of this will lead to disciplinary action, including dismissal.

## **6. How to make a disclosure under this Policy**

When you make a disclosure under this Policy, you can expect to be heard, supported and protected.

### **6.1. Who do I disclose to?**

We want you to feel comfortable to raise concerns at the Bank, and so we have a number of channels

you can report to:

- **Senior managers of the Bank:** A 'senior manager' is an executive within the Bank, other than a Director or Chief Legal Officer and Company Secretary, who: makes or participates in making decisions that affect the whole, or a substantial part, of the business of the Bank, or who has the capacity to significantly affect the Bank's financial standing. At TMBL, this refers to the Chief Executive Officer and the Executives who report directly to the Chief Executive Officer.
- **Directors and officers of the Bank:** A director is a person appointed to the office of Director of the Bank. An 'officer' includes a Director, the Chief Legal Officer and Company Secretary, and a person who makes or participates in making decisions that affect all or a substantial part of the business of the Bank, or who has the capacity to affect significantly the Bank's financial standing.
- **Whistleblower Protection Officer (WPO) (Chief Legal Officer and Company Secretary):** A person authorised by the Bank to receive disclosures that may qualify for protection. See Section 1317AAC(1)(d) of the Corporations Act. The Bank has authorised the Chief Legal Officer and Company Secretary to be the WPO.
- **Whistleblowers Hotline:** The Bank's 24/7 external Whistleblowers Hotline operated by PKF Integrity. You can make a disclosure by calling 1800 714 285 (toll free), accessing the PKF Integrity Services website: <https://talkintegrity.com/?tmb>, or via email: [mutualbankhotline@pkf.com.au](mailto:mutualbankhotline@pkf.com.au).
- **Auditor:** The Bank's internal or external auditor (i.e. Grant Thornton). Disclosures to the auditor can be made via the Whistleblowers Hotline or the WPO, who will facilitate contact with the auditor if requested.

These people are called **Eligible Recipients**.

Up-to-date contact details for Eligible Recipients are available on the Bank's intranet (GetSmart) on the Whistleblowing page. This information is maintained to ensure contact details remain current. If you do not have access to the Bank's intranet (for example, for suppliers and former staff members), you may make a disclosure via the Whistleblowers Hotline using the contact details set out in this Policy.

We hope you feel that you can talk to us first about your concern, but if not, you can also contact:

- the Australian Securities and Investments Commission ("**ASIC**") – see <https://www.asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/how-asic-handles-whistleblower-reports/>
- the Australian Prudential Regulation Authority ("**APRA**") – see <https://www.apra.gov.au/become-a-whistleblower-or-make-a-public-interest-disclosure>
- the Australian Taxation Office ("**ATO**") (if your concern relates to misconduct or an improper state of affairs relating to taxation) – see <https://www.ato.gov.au/about-ato/whistleblowers>

If your concern is about the conduct of a senior person or you believe the above reporting channels may be conflicted, please see Annexure A for a breakdown of further roles, responsibilities and escalation

guidelines.

## 6.2. How can I make a disclosure?

You can make the report via email, letter, telephone or in person inside or outside of business hours, and can do so anonymously, confidentially or openly. It will help us if you can be clear in your communications that you are reporting under this Policy.

## 6.3. Public interest disclosures

A public disclosure can be made to journalists or a parliamentarian but only if:

- (a) 90 days have passed since you made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation;
- (b) You do not have reasonable grounds to believe that action is being, or has been taken, in relation to your disclosure;
- (c) You have 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, you have given written notice to the body to which the qualifying disclosure was originally made, a written notification that:
  - (i) Includes sufficient information to identify the previous disclosure; and
  - (ii) States that you intend to make a public interest disclosure.

To ensure you are protected by law, you should take independent legal advice before taking any such step. It is important that you understand the criteria for making a public interest disclosure.

## 6.4. Emergency disclosures

An emergency disclosure can be made to journalists and parliamentarian but only if:

- (a) You have previously made a disclosure of the information to ASIC, APRA or another Commonwealth body prescribed by regulation;
- (b) You have reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more person or to the natural environment;
- (c) Before making the emergency disclosure, you have given written notice to the body in that:
  - (i) Includes sufficient information to identify the previous disclosure; and
  - (ii) States that you intend to make an emergency disclosure; and
- (d) 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.

To ensure you are protected by law, you should take independent legal advice before taking any such step. It is important that you understand the criteria for making an emergency disclosure.

## 6.5. Anonymous reports

You can choose to report anonymously (you do not have to give your name to anyone) and if so, you can choose to remain anonymous while you make the disclosure, over the course of any investigation and afterwards.

If you choose to raise your concern anonymously, we would prefer it if you do it via the Whistleblowers Hotline and enable the third-party provider (PKF Integrity) to contact you. PKF Integrity have a three-way communication message board that enables PKF Integrity, TMBL and the complainant to continue two-way or three-way communication to effectively progress the complaint. This step enables follow-up questions and a feedback mechanism to the complainant.

If we cannot contact you at all, we will not be able to:

- ask for further information, which may inhibit a proper and appropriate inquiry or investigation into your report; or
- provide you with feedback on the progress or outcome of your report.

## 6.6. Confidential reports

We will treat your identity and all concerns raised under this Policy as confidential. This means that the recipient of your concerns cannot disclose your identity or any information in your disclosure that is likely to identify you unless:

- we have your consent; or
- they are disclosing it to ASIC, APRA or the Australian Federal Police, or to a lawyer for the purposes of obtaining legal advice.

In some cases it may not be possible to prevent a person's identity being inferred from the nature, detail or context of a disclosure, even if the Bank does not disclose it.

A person can disclose the information contained in a report without your consent if:

- the information does not include your identity as the reporter;
- we have taken all reasonable steps to reduce the risk that the reporter will be identified from the information; or
- it is reasonably necessary for investigating the issues raised in the disclosure. Any disclosure for investigation purposes will be limited to what is reasonably necessary and made on a need-to-know basis, and the Bank will take reasonable steps to minimise the risk that the discloser is identified.

We will take all reasonable steps to reduce the risk that you will be identified as the one who made the report, including:

- training recipients of reports (see section 6.1) on how to maintain confidentiality;
- removing as much identifying information as we can when we pass your concern on to be investigated or escalated to the board; and
- keeping all our records of disclosures locked down with access only to the WPO and any other persons authorised by the WPO on a need-to-know basis for the purposes of assessing, investigating or managing the disclosure.

## 6.7. What will happen to my concern once I report it?

Once you have made your report, the recipient of your report (see section 6.1) will pass on the information in your report to the WPO (Chief Legal Officer and Company Secretary) who will assess it to

determine:

- if it falls within this Policy or is more appropriately dealt with by another policy or procedure;
- if an investigation is required and, if so, who will investigate it; and
- any risks to you or your identity being revealed and how to mitigate them to ensure you are protected.

If your report relates to the conduct of the Chief Legal Officer and Company Secretary, please make this clear in your report and your concern will be dealt with by the CEO (see **Annexure A** for guidance).

If you make the report via the Whistleblowers Hotline, a qualified PKF Integrity investigator will:

- pass on the information concerned in your report to the Chief Legal Officer and Company Secretary (or the CEO if the concern is about the Chief Legal Officer and Company Secretary);
- give you a unique identifying number to enable you to provide further information or seek a status update in relation to your report; and
- not pass on your contact details unless you have provided these and consented to your personal details being provided to the Bank.

## 7. Investigation

All reports will be taken seriously and carefully considered. The best way forward to stop or prevent the wrongdoing identified in a report will be determined by the WPO. In many cases this may be an investigation, but some matters will be handled differently (e.g. by audits, changes to policies or controls etc).

If the Bank determines that it will need to investigate a disclosure, the Bank will need to determine:

- the nature and scope of the investigation;
- the person(s) within and/or outside the entity that should lead the investigation;
- the nature of any technical, financial or legal advice that may be required to support the investigation; and
- the timeframe for the investigation.

### 7.1. Fair treatment

Investigations must be conducted in a fair and independent manner. The exact process, extent and timeframes of an investigation may vary depending on the nature and complexity of the report, but all investigations must be conducted by someone independent from the business unit and staff concerned.

If an allegation is made against you, we will support and treat you fairly by ensuring:

- a fair and independent assessment of the concern;
- keeping the details of the report, any allegations contained in it confidential to those who need to know;
- a fair and independent investigation process in accordance with an established investigation procedure; and
- as far as we are permitted under law, if there is evidence of wrongdoing by you, this evidence will

be put to you prior to a decision to take disciplinary action against you.

The Bank recognises that this situation may be stressful. Staff will have access to the Bank's Employee Assistance Program and should talk to the investigator about any support that you need.

## 7.2. Review

If you are not satisfied with the outcome of an investigation, the Bank has a process for a review of whether the Bank's policy, processes and procedures have been followed.

The Bank does not have to reopen an investigation and can end a review if it finds that the investigation was conducted properly, or new information is either not available or would not change the findings of the investigation.

A discloser may also lodge a complaint with a regulator, such as ASIC, APRA or the ATO, if they are not satisfied with the outcome of the Bank's investigation.

If a review occurs, it will be conducted by an officer who is not involved in handling and investigating disclosures.

The review findings may be provided to the Board or the Board Audit Committee

## 8. Protections and support for disclosers

When you are considering making a report or afterwards, you can contact the WPO if you need support. Staff will also have access to the Bank's Employee Assistance Program.

We are committed to providing our employees, contractors, suppliers and others with an environment in which they can safely raise concerns about misconduct (see section 9).

We will take all reasonable steps to protect those who report, including assessing the risks to you as a reporter and developing an appropriate support plan.

We will not tolerate detrimental conduct towards a person because they have made a disclosure under this Policy. Any person who engages in detrimental conduct may be subject to disciplinary action.

Detrimental conduct may include:

- termination of your employment;
- change of your employment position or duties to your disadvantage;
- discrimination between you and other employees of the same employer;
- harassment or intimidation;
- harm or injury, including psychological harm such as humiliation or distress;
- damage to your property, reputation, business or financial position.

If you have been involved in misconduct that you have disclosed under this Policy, we may take your disclosure into consideration when considering any appropriate outcome or disciplinary action.

However, reporting under this Policy will not give you immunity from disciplinary action or from regulatory or criminal actions.

## 8.1. Penalties for breaching confidentiality or detrimental conduct

It is a criminal offence and a breach of this Policy if anyone:

- discloses the identity, or information that may lead to the identification, of a person that had made a report, other than in accordance with this Policy; or
- threatens or engages in conduct that causes any detriment to a person who has made or could make a report under this Policy because of their report or intention to report.

The Bank may also be liable for the actions of its staff if this occurs and as such will take disciplinary action, including potential dismissal, against any staff member who performs the actions set out above.

If you have made a report and believe that:

- your confidentiality has been breached; or
- you have suffered or been threatened with retaliatory action or detrimental action for making a report;

please report it under this Policy so we can protect you and stop the detrimental action. You can also report it to ASIC, or the Australian Tax Office (where your report relates to taxation matters).

## 8.2. What will I know about the investigation?

We will seek to update all those who report under this Policy every two weeks. You will also be informed when your report has been closed.

We will provide you with an appropriate level of detail taking into consideration the confidentiality of the investigation and the privacy of other staff.

# 9. Legal protections

In addition to the protections we provide to those who make reports under this Policy, there are also strong protections under law.

## 9.1. Protection under the Corporations Act

The Corporations Act gives protection to those who raise whistleblowing reports in line with this Policy if they:

- are an individual described in section 2 above or an associate of the Bank (within the meaning of the Corporations Act);
- have reasonable grounds to suspect that the information they are reporting concerns misconduct or an improper state of affairs relating to the Bank (reports about personal work-related grievances will not attract the protections of the Corporations Act); and
- make the disclosure to:
  - a person designated to receive a report under section 6.1 of this Policy;

- an internal or external auditor of the Bank;
- a legal practitioner for the purpose of obtaining legal advice or representation in relation to the operation of the statutory protections under the Corporations Act;
- the Australian Securities and Investments Commission; or
- the Australian Prudential Regulation Authority.

Anonymous disclosures made in accordance with the above will be protected under the Corporations Act.

The Corporations Act also provides protections for public interest disclosures and emergency disclosures which meet specific requirements prescribed by the Corporations Act. It is important for you to understand the criteria for making a public interest or emergency disclosure before you do so. See sections 6.3 and 6.4 above for information about public interest and emergency disclosures.

The protections available under the Corporations Act to an individual who meets the requirements above, in accordance with the Corporations Act, include:

- the right to have their identity protected;
- the right to be protected from detrimental action or any form of victimisation;
- a requirement for the Bank to take reasonable steps to reduce the risk that the person who makes the report will be identified as part of any investigation process conducted under this Policy;
- the right not to be required to disclose their identity before any court or tribunal;
- the right to compensation and other remedies;
- the right to be protected from civil, criminal or administrative liability (including disciplinary action) from making the disclosure or from contractual or other remedies on the basis of the disclosure; and
- the right to be protected from the admissibility of the information provided in evidence against the person in each case in accordance with the provisions of that legislation.

## 9.2. Protections under the Tax Administration Act

The *Taxation Administration Act 1953* (Cth) (“**Tax Administration Act**”) provides protection for disclosures of information that indicate misconduct or an improper state of affairs in relation to the tax affairs of an entity or an associate of an entity where the person considers the information may assist the recipient of that information to perform functions or duties in relation to the tax affairs of the entity or an associate.

Protection is provided for disclosures made to the Australian Commissioner of Taxation, any person or agency specified in section 6.1 of this Policy or the Tax Administration Act. The protections available to someone who makes a protected disclosure under the Tax Administration Act are the similar to those outlined above in section 9.1 above under the Corporations Act.

## 10. Monitoring and review of this Policy

This Policy will be reviewed at least once every 2 years by the Chief Legal Officer and Company Secretary.

Quarterly reports will be made by the Chief Legal Officer and Company Secretary to the Board on the effectiveness of this Policy and general trends relating to whistleblowing. Serious matters raised under this Policy will be notified to the CEO and Board as appropriate.

The Board Audit Committee oversees the Whistleblower Protection Framework (which includes this Policy), and in that role reviews this Policy and makes recommendations to the Board in relation to this Policy. See section 4 of this Policy for further details.

# Annexure A

## Escalation processes

Where a disclosure relates to a member of the Executive team including the CEO, then the disclosure should be made to:

- a. WPO; or
- b. Directors of TMBL; or
- c. PKF Integrity; or
- d. A third party such as the auditor or regulator.

Where a disclosure relates to the TMBL directors and officers, Chair or another Board Member, then the disclosure should be made to:

- a. PKF Integrity; or
- b. WPO; or the
- c. CEO
- d. A third party such as the auditor or a regulator.

## Roles and responsibilities

### Whistleblower Protection Officer (WPO)

The Chief Legal Officer and Company Secretary is the Bank's WPO.

The role and responsibilities of the WPO have been designed to ensure appropriate separation from the Bank's management. The person undertaking the role should have the appropriate background, experience and skill set to manage the defined roles and responsibilities, as outlined below.

The role of the WPO must be independent of management.

If the WPO receives a disclosure that implicates a person in their reporting line that is senior to them, then to manage any potential conflict of interest, the WPO can escalate the disclosure to either the CEO, the Chair of the Board or another Board member.

Where the above circumstances arise, the WPO (providing there is not a conflict of interest – see below for further details if this occurs) should work with the appropriate officer or senior manager and the outsourced provider/s (if required) to manage the disclosure and progress it to an appropriate resolution.

The WPO will also be responsible for:

- Assessing the risk of detriment or adverse action to the whistleblower and / or other implicated individuals. Depending on the level of risk, whistleblower circumstances etc, this may need to be managed by the outsourced provider PKF Integrity.
- Managing ongoing communication protocols with the whistleblower.
- Working with other key stakeholders at the Bank (and PKF Integrity) to assess the disclosure content to determine the type of misconduct involved and the most effective course of action. Where possible, the approach should be collaborative but on a "need to know" basis to ensure confidentiality is maintained.

- Ensuring appropriate resources and suitably qualified individuals (internal or external) are engaged to conduct any investigation (if required).
- Managing the resolution of the disclosure, ensuring appropriate and secure communication to key internal stakeholders.
- Considering the legal implications of disclosures of misconduct including, where appropriate, the need to undertake investigations under the protection of legal professional privilege or the requirement to notify the relevant regulator.
- Advising the whistleblower that they can report their matter to a regulator such as the Australian Securities Investment Commission (“ASIC”).

### **The Bank’s CEO, Chair of the Board or Board member**

If the Bank’s CEO, Chair of Board or a Board member receives a whistleblower disclosure, they will work with the outsourced provider PKF Integrity to manage the disclosure and progress it to resolution.

If the disclosure is about the WPO or presents a conflict of interest for the WPO, then the officer or senior manager that has received the complaint will work with PKF Integrity (if necessary) to manage the disclosure and progress it to resolution. Further considerations for the officer or senior manager are outlined below.

### **Outsourced provider**

In most circumstances, any disclosure received by the Outsourced Provider PKF Integrity will be provided to the WPO.

However, where a disclosure implicates the WPO, then PKF Integrity would provide the disclosure to the parties outlined in the escalation processes above.

Where a whistleblowing disclosure is made to PKF Integrity, the CEO, WPO, Chair of the Board, or other Board member should work with PKF Integrity to assess and mitigate any risks that may be apparent from the details contained in the disclosure, such as but not limited to:

- legal and/or reputational risks in respect of how the disclosure is to be handled
- excessive time taken to appropriately resolve the disclosure
- lack of skilled and experienced internal resources to effectively investigate the disclosure
- the complexity of the subject matter of the disclosure which is related to the availability of appropriately skilled and experienced internal resources
- confidentiality concerns associated with internally managing the disclosure
- the seniority of the person who is the subject of the disclosure
- actual or perceived conflicts of interest on the part of Bank employees managing the disclosure.