



Whistleblower Protection Policy

Innovation Centre Sunshine Coast Pty Ltd ACN 094 885 177
and all related entities ("IC" or "IC Group")

Approved by: Board of IC

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1 Introduction

IC's Code of Conduct and other policies have been developed to align with our values to ensure that we observe the highest standards of fair dealing, honesty and integrity in our business activities.

We are guided by these values. These values are the foundation of how we behave and interact with each other, our members, suppliers, shareholders, and other stakeholders. Together our values reflect the priorities of the business and provide guidance in decision making.

Our IC Whistleblower Protection Policy (this "Policy") has been put in place to ensure employees and other Disclosers can raise concerns regarding any misconduct or improper state of affair or circumstances (including unethical, illegal, corrupt or other inappropriate conduct) without being subject to victimisation, harassment or discriminatory treatment.

Our IC Code of Conduct emphasises the importance of speaking up as a critical component of our values expectations. We are committed to fostering a culture where you feel safe to speak up on matters that concern you.

2 Purpose and Policy Statement

This Policy aims to provide clarity on how IC supports you and to:

- (a) detail the processes and protections provided by IC regarding the disclosure of Reportable Conduct in compliance with the *Corporations Act 2001* (Cth);
- (b) encourage and support Disclosers to report an issue if they reasonably believe someone has engaged in Reportable Conduct;
- (c) outline how IC will deal with whistleblowing reports;
- (d) set out the avenues available to Disclosers to report Reportable Conduct to IC; and
- (e) ensure that Disclosers who disclose Reportable Conduct are protected from any Detriment that may arise as a result of their disclosure.

3 Who does this Policy apply to?

This Policy applies to "Disclosers", which means anyone who is, or has been, any of the following with respect to all entities within the IC Group:

- (a) employees;
- (b) directors;
- (c) officers;
- (d) contractors (including employees of contractors);
- (e) suppliers (including employees of suppliers);
- (f) Members
- (g) Mentors
- (h) associates;



- (i) advisors;
- (j) former employees of a IC Group;
- (k) secondees;
- (l) volunteers;
- (m) consultants; and
- (n) relatives, dependants, spouses, or dependents of a spouse of any of the above.

The protections in this Policy will also apply to anyone who has made a disclosure of information relating to an entity in the IC Group to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to whistleblowing protection laws.

4 Matters that should be reported

Any matter that a Discloser has reasonable grounds to believe is Reportable Conduct or an improper state of affairs or circumstances, is in breach of IC's policies, or the law should be reported in accordance with this Policy.

Reportable matters include any conduct that involves:

- (a) dishonest behaviour;
- (b) fraudulent activity;
- (c) unlawful, corrupt or irregular use of IC funds or practices;
- (d) illegal activities (including theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage against property);
- (e) unethical behaviour, including anything that would breach the IC Code of Conduct;
- (f) improper or misleading accounting or financial reporting practices which amount to improper or misleading accounting or financial reporting practices or impeding internal or external audit processes;
- (g) a breach of any legislation relating to IC's operations or activities, including the *Corporations Act 2001* (Cth) and the *Income Tax Assessment Act 1997* (Cth).
- (h) behaviour that is oppressive, discriminatory or grossly negligent;
- (i) an unsafe work-practice;
- (j) any behaviour that poses a serious risk to the health and safety of any person at the workplace;
- (k) a serious risk to public health, public safety or the environment; or
- (l) any other conduct which may cause loss to IC or be otherwise detrimental to the interests of IC,

(together "**Reportable Conduct**").

This Policy does not apply to a Disclosure by a Discloser to the extent that the information disclosed concerns:



- (a) a personal work-related grievance of the Discloser; or
- (b) a complaint or report of an incident or near-miss for work health and safety purposes (or for work health and safety issues generally, other than as indicated above),

where such conduct does not amount to Reportable Conduct.

4.1 Personal Work-Related Grievances

Personal work-related grievances are not covered under this Policy and should be reported to your supervisor in accordance with the IC Work Health, Safety and Wellbeing Policy. "Personal workplace grievances" means a grievance about any matter in relation to the Discloser's employment, or former employment, having (or tending to have) implications for the discloser personally. This includes:

- (a) an interpersonal conflict between the Discloser and another employee;
- (b) a decision relating to the engagement, transfer or promotion of the Discloser;
- (c) a decision relating to the terms and conditions of engagement of the Discloser; and
- (d) a decision to suspend or terminate the engagement of the Discloser, or otherwise to discipline the Discloser.

However, it does not include:

- (e) any conduct that would be considered victimisation of an individual because they have made, may have made, or propose to make a report under this Policy; or
- (f) a matter that would have significant implications for any member of the IC Group.

4.2 Workplace Health & Safety Issues

Workplace health and safety issues are not covered under this Policy and should be reported to your line manager or Workplace Health & Safety Officer in accordance with the IC Work Health, Safety and Wellbeing Policy.

5 Responsibility to report

The IC Group relies on its employees and Disclosures to help maintain and grow its culture of honest and ethical behaviour. It is therefore expected that any Discloser who becomes aware of Reportable Conduct will make a report.

The IC Group is committed to:

- (a) observing the highest standards of fair dealing, honesty and integrity in its business activities; and
- (b) protecting Disclosers from Detriment that may arise as a result of making a Disclosure of alleged serious wrongdoing or serious misconduct.

6 Making a report regarding Reportable Conduct

6.1 Reporting for Employees

The IC Group has established an independent external Whistleblower Contact Officer as the preferred first contact by Disclosers wishing to report Reportable Conduct ("**Whistleblowing Contact Officer**"). This does not preclude appropriate disclosure to an



officer or senior manager of the Company, or any other officer eligible to receive such information under the *Corporations Act 2001* (Cth).

If you become aware of any behaviour or issue that you believe to be Reportable Conduct, you are encouraged to make a Disclosure to the following appointed independent Whistleblowing Contact Officer: Michael Finney, Senior Associate, Bennett & Philp Lawyers and may be contacted using any of the following methods:

- (a) email to Michael Finney at mfinney@bennettphilp.com.au;
- (b) calling the telephone number +61 7 3001 2999; or
- (c) by post to "Michael Finney, Senior Associate, Bennett & Philp Layers, GPO Box 463, Brisbane, Queensland 4001".

IC takes all reports made under this Policy very seriously. However, if any disclosure made by a Discloser is found to have been made with malicious intent or was knowingly false then the Discloser may be the subject of disciplinary action (which could include, for example, termination of their employment or engagement with IC).

Nothing in this Policy is intended to restrict you from disclosing Reportable Conduct, providing information to, or communicating with a government agency, law enforcement body or a regulator in accordance with any relevant law, regulation or standard applicable in a jurisdiction in which the IC Group operates.

6.2 Supporting Information in a Disclosure Report

When making a Disclosure of Reportable Conduct, Disclosers are encouraged to provide as much information as possible to enable IC and any appointed investigators to investigate the allegation, including:

- (a) any known details related to the Reportable Conduct (e.g. date, time, location);
- (b) any evidence regarding the subject matter of the Disclosure (e.g. documents or emails);
- (c) any names of possible witnesses;
- (d) any steps that have been taken to disclose the matter elsewhere in an attempt to resolve the concern; and
- (e) and provide as much detail as possible of all relevant facts and supporting documentation (if any).

Disclosers are not expected to investigate their concerns to prove their validity prior to making a Disclosure but are expected to have reasonable grounds to suspect the information being disclosed is accurate. IC values and appreciates all genuine Disclosures from Disclosers, even if those reports are not confirmed or substantiated by subsequent investigations. Disclosers will not be penalised if the information turns out to be incorrect. However, you must not make a report you know is not true or is misleading. Where it is found that you knowingly made a false report, this may be a breach of the Code of Conduct and this Policy and will be considered a serious matter that may result in disciplinary action. There may also be legal consequences if you make a knowingly false report.

Information contained in reports and provided by Disclosers in the course of an investigation will be kept confidential, except as required by law or where disclosure is necessary to regulatory authorities, law enforcement agencies or professional advisors to the IC Group.



6.3 Anonymous Reporting

When making a Disclosure, a report can be made anonymously. However, it may be difficult for IC or its investigators to properly investigate or take other action to address the matters disclosed in anonymous reports. In circumstances where the Discloser has not consented to the disclosure of their identity, the matter may be referred for investigation, but the investigator will be required to take all reasonable steps to reduce the risk that the Discloser will be identified as a result of the investigation.

Information about a Discloser's identity and information that is likely to lead to the identification of the Discloser may be disclosed in the following circumstances:

- (a) where the information is disclosed to ASIC, APRA or the Australian Federal Police;
- (b) where the information is disclosed to a legal practitioner for the purpose of obtaining legal advice in relation to the operation of applicable whistleblowing protection laws; or
- (c) where the Discloser consents.

6.4 Reporting to Eligible Recipients

If a Discloser is unable to use the above reporting channel, a disclosure can be made to an "eligible recipient" within the IC Group. Eligible recipients in relation to a IC Group are:

- (a) officers;
- (b) directors;
- (c) senior managers;
- (d) auditors or members of an audit team conducting an audit; and
- (e) actuaries.

Reports to an eligible recipient:

- (f) must be made in person or by telephone; and
- (g) the Discloser must first inform the eligible recipient that they wish to make a report under this Policy.

An eligible recipient may direct the Discloser to make the report to the external whistleblowing service (WCO), if they consider it appropriate in the circumstances.

7 Support and Protections Available to Disclosers

7.1 No Recrimination

A Discloser will not be subject to any civil, criminal or disciplinary action for making a report that is covered by this Policy, or for participating in any subsequent investigation by a IC Group company, unless the report is found to be intentionally misleading or knowingly false.

No employee, officer or contractor of a IC Group company may engage in detrimental conduct against a Discloser who has made or proposes to make a report in accordance with this Policy, because of such report or proposed report.



All reasonable steps will be taken to ensure that a whistleblower will not be subject to any form of victimisation, discrimination, harassment, demotion, dismissal or prejudice, because they have made a report. However, this Policy will not protect the Discloser if they are also involved in or connected to the improper conduct or illegal activities that are the subject of a report.

In addition to the protections described in this Policy, Disclosers may have the benefit of protections available under legislation in relation to whistleblowing. For example, there are broad whistleblower protection regimes under Commonwealth legislation, including the following:

- (a) *Corporations Act 2001* (Cth) – see the Fact Sheet in the annexure for further information;
- (b) *Taxation Administration Act 1953* (Cth);
- (c) *Banking Act 1959* (Cth);
- (d) *Insurance Act 1973* (Cth);
- (e) *Life Insurance Act 1995* (Cth); and
- (f) *Superannuation Industry (Supervision) Act 1993* (Cth).

7.2 Support for Disclosers

Support available for Disclosers includes:

- (a) connecting the Discloser with access to the IC's confidential staff wellbeing and counselling program available to all staff and their immediate household family members. This service is can be accessed by phone, face-to-face, online, video or live chat. It is a confidential program provided by an external company, Benestar. The toll-free number to make an appointment is 1300 360 364. Online access is via [Benestar](#). To access the site, click on the "Benestar Hub Login" (top right) and enter these details: ID: USC Token: USC01.
- (b) appointing appropriate professional human resources support to deal with any ongoing concerns they may have; or
- (c) connecting the Discloser with third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636).

Use of these support services by a Discloser may require the Discloser to consent to disclosure of their identity or information that is likely to lead to the discovery of their identity.

The IC Group will at all times be able to raise and address with you matters that arise in the ordinary course of your employment or contractual relationship (for example, any separate performance or misconduct concerns).

The IC Group may, at its discretion, grant you immunity from internal disciplinary proceedings relating to matters that come to light as a result of your disclosure.

8 Resources

The Board of IC governs and is responsible for the ultimate decision-making power regarding reports and investigations under this Policy.



All IC officers, employees, contractors and suppliers are required to undergo annual awareness training on IC's whistleblower protection program.

9 Reports concerning the MD/CEO or WCO

If a report involves the MD/CEO or the WCO (or all two representatives for the avoidance of doubt), this will be directed to the Chair of the IC Board for investigation and further action.

10 Investigating a report

IC will treat seriously and thoroughly investigate all Disclosures of Reportable Conduct to locate evidence that either substantiates or refutes the allegations made by the Discloser.

Investigations will be conducted by appropriately qualified internal or external investigators depending on the nature of the allegations in a timely, thorough, confidential and unbiased manner in accordance with best practice. The WCO is responsible for the coordination and management of the investigation.

Where a report is made under this Policy, the WCO will investigate the report. Where the WCO deems necessary, the WCO may use an external investigator to conduct an investigation, either in conjunction with the WCO or independently. Where the WCO deems necessary, the WCO may also use an external expert to assist with an investigation. All investigations will be conducted in a fair and independent manner and all reasonable efforts will be made to preserve confidentiality of an investigation.

To avoid jeopardising an investigation, a Discloser who has made a report under this Policy is required to keep confidential the fact that a report has been made (subject to any legal requirements).

Where a Discloser wishes to remain anonymous, the Discloser's identity will not be disclosed to the investigator or to any other person. Information that is likely to lead to the identification of the Discloser can be disclosed without the Discloser's consent, provided that:

- (a) it is disclosed for the purpose of reasonably investigating the matter; and
- (b) all reasonable steps are taken to reduce the risk that the Discloser will be identified.

11 Support for Persons Implicated

No action will be taken against employees or officers who are implicated in a report under this Policy until an investigation has determined whether any allegations against them are substantiated. However, an employee or officer who is implicated may be temporarily stood down on full pay whilst an investigation is in process, or may be temporarily transferred to another office, department or workplace, if appropriate in the circumstances. Any such stand-down or temporary transfer may only continue for the duration of the investigation. If the investigation determines that the allegations are not substantiated, the employee officer must be immediately reinstated to full duties. Any disclosures that implicate an employee or officer must be kept confidential, even if the Discloser has consented to the disclosure of their identity, and should only be disclosed to those persons who have a need to know the information for the proper performance of their functions under this Policy, or for the proper investigation of the report. An employee or officer who is implicated in a disclosure has a right to be informed of the allegations against them, and must be given an opportunity to respond to those allegations and provide additional information, if relevant, in the course of an investigation into those allegations (subject to the Discloser's right to anonymity).

Support available for persons implicated in a report under this Policy includes:



connecting the Discloser with access to the IC's confidential staff wellbeing and counselling program available to all staff and their immediate household family members. This service is can be accessed by phone, face-to-face, online, video or live chat. It is a confidential program provided by an external company, Benestar. The toll-free number to make an appointment is 1300 360 364. Online access is via [Benestar](#). To access the site, click on the "Benestar Hub Login" (top right) and enter these details: ID: USC Token: USC01.

- (a) appointing an independent support person from the human resources team to deal with any ongoing concerns they may have; or
- (b) connecting the person with third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636).

12 Investigation feedback

Wherever possible, and assuming that the identity of the Discloser is known, the Discloser will be kept informed of the progress and outcomes of the investigation, subject to privacy and confidentiality considerations.

If, after conducting the preliminary investigation into the Disclosure, the investigator determines that there is insufficient information or evidence to warrant further investigation, the Discloser will be informed at the earliest possible opportunity. No further action will be taken.

However if, after conducting the preliminary investigation into the Disclosure, the investigator considers further investigation is warranted, a formal investigation may be commenced.

13 Formal Investigations

The formal investigation process is designed to be more rigorous and comprehensive than preliminary inquiries and is typically used for reports concerning matters of an extremely serious nature.

Where practicable, formal investigations will be independent of the business unit in respect of which Disclosure has been made, the Discloser's business unit, or any person who is the subject of the alleged serious wrongdoing or serious misconduct.

The investigator will conduct a formal investigation process in consultation with the Chair or his or her delegate.

Where a Discloser has Disclosed their identity, and subject to consideration of the privacy of those against whom allegations of serious misconduct are made, IC will provide feedback to the Discloser regarding the progress of the investigation and outcome.

14 Actions Taken After Investigation

Where investigations substantiate an allegation arising from the Disclosure of alleged serious wrongdoing or serious misconduct, the matter will be dealt with in accordance with established administrative or disciplinary procedures, which may result in disciplinary action, including termination of employment or engagement.

15 Reports to other bodies

In certain circumstances a Discloser may have a legal obligation to make a report to a statutory body or government department. Disclosers should ensure that they comply with



all such reporting requirements. The WCO can advise Disclosers on these reporting obligations.

16 Breach of this Policy

Any breach of this Policy will be taken seriously and may result in counselling and/or disciplinary action, up to and including summary dismissal.

17 General

It is a condition of any employment or engagement by IC that all employees, officers and contractors must comply at all times with this Policy. However, this Policy does not form part of any agreement between any person and any IC Group company, nor does it constitute terms and conditions of any person’s employment or engagement with a IC Group company.

This policy will be made available to officers and employees of all IC Group companies by making it accessible from the IC internet home page and IC website.

18 Review of the policy

This Policy will be reviewed every two years to ensure it remains consistent with all relevant legislative requirements, as well as the changing nature of the organisation. This Policy may be amended, withdrawn or replaced from time to time at the sole discretion of IC.

19 Definitions

Term	Meaning
Detriment	any adverse consequences, victimisation, retribution, reprisal or other detriment that may arise as a result of a Discloser’s Disclosure, including: <ul style="list-style-type: none"> (a) dismissal of an employee; (b) injury of an employee in his or her employment; (c) alteration of an employee’s position or duties to his or her disadvantage; (d) discrimination between an employee and other employees of the same employer; (e) harassment or intimidation of a person; (f) harm or injury to a person, including psychological harm; (g) damage to a person’s property; (h) damage to a person’s reputation; (i) damage to a person’s business or financial position; or (j) any other damage to a person.
Disclosure	deliberate and voluntary disclosure or attempted disclosure of information that alleges the existence of serious wrongdoing or serious misconduct and Disclose has a corresponding meaning.
Discloser	any person who, whether anonymously or not, makes, attempts to make, or wishes to make a Disclosure regarding alleged Serious Misconduct.



Term	Meaning
Reportable Conduct	any actual or suspected illegal, unacceptable or undesirable conduct, as detailed in section 4 of this Policy. Reportable Conduct can include the conduct of a third party, such as a supplier, contractor or other service provider to IC.
Whistleblowing Contact Officer	the person or persons nominated by IC from time to time as being responsible for: <ul style="list-style-type: none"><li data-bbox="564 501 1347 566">(a) receiving and assessing reports from Disclosers to determine whether further investigation is appropriate;<li data-bbox="564 584 1378 680">(b) protecting and supporting Disclosers from any Detriment that may arise as a result of disclosing alleged Serious Misconduct; and<li data-bbox="564 698 1410 763">(c) providing advice to IC employees prior to, during, or after a Disclosure of alleged Serious Misconduct is made.