

# Policy

## Whistleblower Policy

### 1. Policy statement

TechnologyOne is committed to maintaining a high standard of integrity and accountability where Disclosers observe good governance and ethical behaviour and feel supported to disclose matters of concern.

This policy encourages and supports individuals to report Disclosable Matters, including instances of suspected corrupt conduct, criminal conduct, or failure to comply with any legal or regulatory obligation of our business.

### 2. Scope

This policy applies to any Discloser who is an Eligible Whistleblower reporting a Disclosable Matter regardless of where they are or where the conduct is occurring. Where a Disclosable Matter relates to conduct outside of Australia, or the Eligible Whistleblower is based outside of Australia, there may be other specific requirements/considerations which impact TechnologyOne's management of the disclosure.

This policy does not apply to Personal Work-Related Grievances. Matters regarding work-related grievances should be reported under the Lodging a Complaint Policy or UK Grievance Procedure. Work-related grievances have personal rather than company implications (e.g. employee conflicts or decisions relating to performance reviews, promotions, terms and conditions of engagement or terminations of employment). Work-related grievances reported through the Independent Whistleblower Service will be redirected to People & Culture and not managed under this policy.

### 3. Disclosable Matters

A Disclosable Matter is any conduct in relation to TechnologyOne where there are reasonable grounds to suspect it is:

- a) dishonest, fraudulent or corrupt such as bribery or theft
- b) illegal such as theft, violence, criminal damage to property, breach of competition and consumer law, breach of privacy law or other breaches of law
- c) unethical or in serious breach of TechnologyOne's policies such as the Code of Business Conduct and the Insider Trading Policy
- d) potentially damaging to TechnologyOne or its subsidiaries such as serious mismanagement of company resources
- e) a danger, or represents a danger, to the public or a TechnologyOne team member such as deliberate unsafe work practices, or wilful disregard to the safety or others in the workplace, and
- f) such that it may cause serious financial or non-financial loss, damage TechnologyOne's reputation or be otherwise seriously contrary to TechnologyOne's interests.

### 4. Making a Disclosure

A Disclosable Matter must be reported to an Eligible Recipient to qualify for the Whistleblower Protections. Disclosures are encouraged to be made to TechnologyOne's Independent Whistleblower Service:

| TechnologyOne's Independent Whistleblower Service |  |
|---|--|
| <b>Provider</b>                                   | Stopline Pty Ltd   |
| <b>Phone</b>                                      | 1300 30 45 50 (Australia) or +613 9882 4550 (Overseas)   |
| <b>Email</b>                                      | <a href="mailto:makeareport@stopline.com.au">makeareport@stopline.com.au</a>                               |
| <b>Web</b>  | <a href="https://technologyonecorp.stoplinereport.com">https://technologyonecorp.stoplinereport.com</a>    |
| <b>Post</b>                                       | C/o Stopline, PO Box 403, Diamond Creek, VIC 3089  |
| <b>Operating hours</b>                            | Web available 24 hours, 7 days per week.<br>Phone available from Monday to Friday, 8.00am to 8.00pm (AEDT) |
| <b>Support</b>                                    | Smart phone APP, national relay services and translation services available                                |

## **Anonymous Disclosures**

Anonymous reports of Disclosable Matters will be accepted. An Eligible Whistleblower may remain anonymous while making the Protected Disclosure, during any investigation and after the investigation is finalised. However, this reporting mechanism may place significant limitation on TechnologyOne's ability to undertake a proper and appropriate investigation and/or provide feedback to the Eligible Whistleblower on the outcome.

## **5. Investigating a Disclosure**

After receiving a disclosure, TechnologyOne will assess whether the disclosure falls within this policy and whether a formal, in-depth investigation is required or whether it is more appropriately managed under another workplace policy. Where possible, the receipt of a Protected Disclosure will be acknowledged within a reasonable period after it has been received.

Disclosable Matters received by the Independent Whistleblower Service will be provided to the Whistleblower Officer within 2 business days of receiving the disclosure. The Whistleblower Officer will then advise the respective TechnologyOne Representative dependent on who the subject of the notification relates to (refer Schedule 2).

The TechnologyOne Board will periodically receive reporting on the number of whistleblower notifications made, whether substantiated and whether they remain open or have been closed.

Where a formal investigation is required, TechnologyOne will investigate Disclosable Matters as soon as practicable and will consider:

- a) controls to ensure the Discloser's identity is kept confidential, subject to any permissions given by the Discloser;
- b) whether the disclosure triggers a requirement for TechnologyOne to seek legal advice in respect of its legal obligations;
- c) the risk of any detrimental conduct to the Discloser, or any other person, because the disclosure has been made; and
- d) whether the disclosure is sufficiently serious to notify an external entity including a regulator or law enforcement agency.

Any investigation will be conducted in an objective, fair and independent manner, and otherwise as is reasonable and appropriate having regard to the nature of the Disclosable Matter and the circumstances.

Where appropriate, TechnologyOne will provide feedback to the Discloser regarding the investigation progress and/or outcome. Any report concluding the investigation will remain the property of TechnologyOne and will not be shared with the Discloser.

The Whistleblower Officer will periodically inform the Board of Disclosable Matters and the outcomes of any investigation reported under this policy (as appropriate). If the Protected Disclosure concerns either the Whistleblower Officer or a TechnologyOne Board Member, the findings will instead be reported to an alternate appropriate person.

## **6. Whistleblower Protections**

**Confidentiality:** all information received by the Eligible Whistleblower reporting a Disclosable Matter will be treated confidentially and sensitively. The identity or any information that is likely to identify the Discloser will only be shared if:

- a) the Discloser has provided consent to share that information; or
- b) the release of confidential information is allowed or required by law (for example where a regulator requires the information).

Where the information received by the Eligible Whistleblower does not reveal the identity of the Discloser and it is reasonably necessary to investigate the matter, reasonable steps will be taken to reduce the risk that the Discloser will be identified as a result of that disclosure.

**Anonymity:** Disclosers may opt to adopt a pseudonym for the purposes of their Protected Disclosure. Where an anonymous Disclosure is made, no attempt will be made to reveal the identity of Discloser.

**Detriment:** conduct that causes or threatens to cause Detriment to a Discloser in relation to a Protected Disclosure is prohibited. Matters not considered to cause Detriment include:

- a) administrative action that is reasonable to protect a Discloser from Detriment, for example, moving a Discloser who has made a Protected Disclosure about their immediate work area to another office to prevent detriment to them; or
- b) managing unsatisfactory work performance of a Discloser.

**Liability:** Disclosers will be protected from civil, contractual, criminal or administrative liability (including disciplinary action) in making a Protected Disclosure with the exception of any wrongdoing or improper conduct that a Discloser has engaged in that is revealed in their disclosure.

**Privacy:** individual privacy rights will be maintained where applicable in accordance with the [Privacy Policy](#). TechnologyOne takes its responsibilities under the Whistleblower Protections seriously. Where a Discloser believes that:

- a) an Eligible Recipient or other person involved in the receipt, handling or investigation of their Disclosable Matter has breached the requirements relating to the confidentiality of the Discloser's identity; or
- b) another person has engaged in conduct that has caused, is causing or will cause Detriment to either the Discloser or a third person, in circumstances where the person believes or suspects that the Discloser, or any other person made, may have made or proposed to report a Disclosable Matter,

they may **seek** a review of the circumstances to determine whether a breach has occurred through liaising with TechnologyOne's Whistleblower Officer or Independent Whistleblower Service.

## 7. Escalations

An Eligible Whistleblower reporting a Disclosable Matter may make a "public interest disclosure" or an "emergency disclosure" under certain circumstances and qualify for protection. The Discloser should seek independent legal advice before making such a disclosure.

## 8. Whistleblower Support

Team members are able to seek support and counselling through our [Employee Assistance Program](#) which provides free, short term support and confidential counselling.

## 9. False Reports

Any deliberately false reporting of a Disclosable Matter, whether under this policy or otherwise, will be treated as a serious disciplinary matter.

## 10. Accessibility

The Whistleblower Policy statement is made publicly available on TechnologyOne's corporate website. The full policy is accessible through the intranet site. TechnologyOne team members are provided with awareness training on the policy on a periodic basis.

## 11. Responsibilities

| Position                       | Primary Responsibilities   |
|--------------------------------|--|
| <b>TechnologyOne Board</b>     | Is responsible for: <ol style="list-style-type: none"><li>a) monitoring the effectiveness of this policy; and</li><li>b) reviewing investigation report findings and ensuring that recommendations are implemented by TechnologyOne.</li></ol>   |
| <b>Chief Executive Officer</b> | Is responsible for: <ol style="list-style-type: none"><li>a) ensuring that systems and processes are in place to support the Whistleblower Policy;</li><li>b) ensuring resources and training is available for Eligible Recipients;</li><li>c) appointing the Whistleblower Officer; and</li><li>d) delegating responsibilities for application of this policy to nominated TechnologyOne personnel.</li></ol> |

| Position                                | Primary Responsibilities  |
|---|---|
| <b>Whistleblower Officer</b>            | <p>Is responsible for:</p> <ul style="list-style-type: none"> <li>a) providing general oversight of systems and processes relating to the application of this policy;</li> <li>b) ensuring each Disclosable Matter is appropriately reviewed/investigated by an investigator who is independent of the area where the wrongdoing is alleged to have occurred;</li> <li>c) ensuring that actions taken in response to an investigation is appropriate to the circumstances;</li> <li>d) providing the Board with periodic reporting on reported Disclosable Matters; and</li> <li>e) delegating responsibilities for application of this policy to nominated TechnologyOne personnel.</li> </ul> |
| <b>Eligible Recipient</b>               | <p>Is responsible for:</p> <ul style="list-style-type: none"> <li>a) ensuring that Disclosable Matter is referred to the Whistleblower Officer within one business day; and</li> <li>b) ensuring that the Whistleblower Protections afforded to an Eligible Whistleblower are maintained throughout all stages of receipt, handling and management of the Disclosable Matter.</li> </ul>  |
| <b>Eligible Whistleblowers</b>          | <p>Is responsible for:</p> <ul style="list-style-type: none"> <li>a) reporting a Disclosable Matter based on reasonable grounds and where the information is suspected to be true;</li> <li>b) cooperating with the investigative process and providing information to assist any investigation into the matter disclosed (unless disclosed anonymously); and</li> <li>c) maintaining confidentiality of any reported matters.</li> </ul>   |
| <b>All Team Members and Contractors</b> | <p>Are responsible for adhering to appropriate standards of ethical behaviour which includes compliance with TechnologyOne's policies and applicable laws and regulations.</p>  |

## 12. Definitions

| Term                      | Meaning   |
|---------------------------|---|
| <b>Detriment</b>          | <p>Refers to actual or threatened conduct against a Discloser as a result of making a disclosure. Detriment includes but is not limited to:</p> <ul style="list-style-type: none"> <li>a) dismissal of an employee;</li> <li>b) injury of an employee in his or her employment;</li> <li>c) alteration of an employee's position or duties to his or her disadvantage;</li> <li>d) discrimination between an employee and other employees of the same employer;</li> <li>e) harassment or intimidation of a person;</li> <li>f) harm or injury to a person, including psychological harm;</li> <li>g) damage to a person's property, reputation, business or financial position; and</li> <li>h) any other damage to a person.</li> </ul> |
| <b>Disclosable Matter</b> | <p>Refers to the matters set out at section 3.</p>  |
| <b>Discloser</b>          | <p>Refers to an Eligible Whistleblower who makes a Protected Disclosure.</p>  |
| <b>Eligible Recipient</b> | <p>Refers to either:</p> <ul style="list-style-type: none"> <li>a) the TechnologyOne Independent Whistleblower Service;</li> <li>b) the TechnologyOne Company Secretary / Whistleblower Officer;</li> <li>c) the TechnologyOne Chief Executive Officer, Chief Financial Officer or Chief Operating Officer;</li> <li>d) a TechnologyOne internal or external auditor;</li> <li>e) a TechnologyOne Board Member;</li> <li>f) external persons or prescribed regulatory bodies as outlined by the Corporations Act 2001 (Cth).</li> </ul>   |

| Term   | Meaning  |
|--|--|
| <b>Eligible Whistleblowers</b>                     | <p>Refers to an individual who is, or has been:</p> <ul style="list-style-type: none"> <li>a) an director or officer of TechnologyOne;</li> <li>b) an employee of TechnologyOne, including those employed on a permanent, part-time, fixed-term or temporary basis or as an intern or secondee;</li> <li>c) a supplier of services or goods to TechnologyOne (whether paid or unpaid) including a contractor, volunteer, consultant or business partner;</li> <li>d) an employee of a supplier of services or goods to TechnologyOne (whether paid or unpaid);</li> <li>e) a relative or dependant of an individual referred to in any of clauses (a) to (d); and</li> <li>f) an individual prescribed as prescribed by the <i>Corporations Act 2001</i> (Cth).</li> </ul> |
| <b>Emergency Disclosure</b>                        | <p>Refers to a Disclosure made under s 1317AAD of the <i>Corporations Act 2001</i> (Cth) where 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. The Discloser should seek independent legal advice before making such a disclosure as certain conditions need to be met to qualify for Whistleblower Protection.</p>  |
| <b>Independent Whistleblowing Service Provider</b> | <p>Refers to the service provider outlined at section 4.</p>   |
| <b>Personal Work-related Grievance</b>             | <p>Refers to 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, which does not have significant implications for TechnologyOne.</p>  |
| <b>Protected Disclosure</b>                        | <p>Refers to a disclosure made under section 4.</p>  |
| <b>Public Interest Disclosure</b>                  | <p>Refers to a Disclosure made under s 1317AAD of the <i>Corporations Act 2001</i> (Cth) where 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. The Discloser should seek independent legal advice before making such a disclosure as certain conditions need to be met to qualify for Whistleblower Protection.</p>  |
| <b>TechnologyOne</b>                               | <p>Refers to Technology One Limited (ACN 010 487 180) and its fully owned subsidiaries.</p>  |
| <b>Whistleblower Officer</b>                       | <p>Refers to the person identified in <a href="#">Schedule 1</a>.</p>  |
| <b>Whistleblower Protections</b>                   | <p>Refers to the protections outlined at section 6.</p>  |

### 13. Related documents

- [Anti-discrimination Policy](#)
- [Bribery and Corruption Policy](#)
- [Corporate Information Security Policy](#)
- [Insider Trading](#)
- [Complaints and Grievance Procedure](#)
- [Open Door Policy](#)
- [Privacy Policy](#)
- [Sexual Harassment Policy](#)
- [UK Grievance Procedure](#)
- [Unacceptable Behaviour Policy](#)
- [Workplace Bullying Policy](#)
- [Workplace Gender Equality Policy](#)
- [Workplace Health and Safety Policy](#)

## Schedule 1: Contacts

| Whistleblower Officer |  |
|-----------------------|--|
| Name                  | Stephen Kennedy  |
| Position              | Group Company Secretary and Head of Governance, Risk & Compliance                      |
| Phone                 | 07 3167 7300   |
| Email                 | <a href="mailto:CompanySecretary@technology1.com">CompanySecretary@technology1.com</a> |
| Post                  | Level 11, 540 Wickham Street, Fortitude Valley QLD Australia 4006                      |

## TechnologyOne's Independent Whistleblower Service

|                 |  |
|-----------------|--|
| Provider        | Stopline Pty Ltd   |
| Phone           | 1300 30 45 50 (Australia) or +613 9882 4550 (Overseas)   |
| Email           | <a href="mailto:makeareport@stopline.com.au">makeareport@stopline.com.au</a>                               |
| Web             | <a href="https://technologyonecorp.stoplinereport.com">https://technologyonecorp.stoplinereport.com</a>    |
| Post            | C/o Stopline, PO Box 403, Diamond Creek, VIC 3089  |
| Operating hours | Web available 24 hours, 7 days per week.<br>Phone available from Monday to Friday, 8.00am to 8.00pm (AEDT) |
| Support         | Smart phone APP, national relay services and translation services available                                |
| QR Code         |                          |

## Schedule 2: Notified Representatives

| TechnologyOne Representatives advised |   |
|---------------------------------------|---|
| <b>Notification Subject</b>           | <b>TechnologyOne Representative Advised</b> |
| Board Chair                           | Chair of Nomination & Governance Committee  |
| Board Director or CEO                 | Board Chair                                 |
| CFO, COO or EVP                       | CEO (and advised to Board Chair)            |
| Employees below EVP level             | EVP People & Culture (and advised to CEO)   |