

WHISTLEBLOWER PROTECTION POLICY

Overview

The Company is committed to fostering an honest and supportive working environment and maintaining a culture of corporate compliance. Essential to this commitment is the disclosure of wrongdoing and the protection of legitimate Eligible Whistleblowers. The Company encourages Employees and other Eligible Whistleblowers to speak up when they see something wrong.

This policy sets out the principles by which the Company will manage and maintain an Eligible Whistleblower protection regime and some of the protections afforded to Eligible Whistleblowers under the Corporations Act. This policy is not an exhaustive statement or explanation of Australian Whistleblowers Protection Laws.

Unless otherwise indicated, capitalised terms used in this policy have the meaning given to them in the Definitions section of this policy.

Purpose

The purpose of this policy is to:

- (a) provide a process by which Eligible Whistleblowers can report wrongdoing and disclose Disclosable Matters safely and securely;
- (b) provide a transparent framework for the receipt, handling and investigation of Disclosures;
- (c) help deter wrongdoing and support the values, ethics and Code of Conduct of the Company;
- (d) encourage people to speak up when they see something wrong; and
- (e) meet the legal and regulatory obligations of the Company.

1 Who Qualifies for Protection?

1.1 An Eligible Whistleblower qualifies for protection under this policy and the Corporations Act if that Eligible Whistleblower has:

- (a) made a Disclosure to an Eligible Recipient or directly to ASIC, APRA or another Commonwealth body prescribed by regulation;
- (b) made a Disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the Eligible Whistleblower provisions in the Corporations Act; or
- (c) made an Emergency Disclosure or Public Interest Disclosure,

AND that Eligible Whistleblower has reasonable grounds to suspect that the information disclosed is a Disclosable Matter.

2 Disclosable Matters

- 2.1 A 'Disclosable Matter' is defined in the Definitions section of this policy. It is not an exhaustive list and may also include information about conduct that does not involve a contravention of a particular Law. It may relate to dishonest or unethical behaviour and practices, conduct that may cause harm or risk to public safety, conduct that may cause a risk to the stability of, or confidence in, financial systems or conduct prohibited by the Code of Conduct. An Eligible Whistleblower making a Disclosure is afforded the protections set out in the Australian Whistleblower Protection Laws.
- 2.2 Examples of Disclosable Matters include:
- (a) illegal conduct such as theft, dealing in, or use of illicit drugs, violence or threatened violence;
 - (b) fraud, money laundering or misappropriation of funds;
 - (c) offering or accepting a bribe;
 - (d) financial irregularities;
 - (e) failure to comply with, or breach of, legal or regulatory requirements; and
 - (f) engaging in or threatening to engage in detrimental conduct against a person who has made a Disclosure or is believed or suspected to have made, or be planning to make, a Disclosure.
- 2.3 An Eligible Whistleblower who makes a Disclosure under this policy does not need to prove the allegations made by that Eligible Whistleblower in the Disclosure. However, an Eligible Whistleblower must have 'reasonable grounds to suspect' the information, act or omission the subject of a Disclosure is a Disclosable Matter. A mere allegation without supporting information or evidence is not likely to be considered by the Company as having 'reasonable grounds to suspect' the existence of a Disclosable Matter.
- 2.4 An Eligible Whistleblower is encouraged to make a Disclosure under this policy even if that person does not have all the details of the alleged Disclosable Matter.
- 2.5 An Eligible Whistleblower who makes a Disclosure which turns out to be incorrect may still qualify for protection under this policy in respect of that incorrect Disclosure.

3 Deliberate False Reporting

- 3.1 An Eligible Whistleblower must not make a False Report. A Disclosure made by an Eligible Whistleblower whose suspicions are later determined to be unfounded will not be a False Report provided that at the time of making the Disclosure the Eligible Whistleblower reasonably suspected the information, conduct, act or omission the subject of the Disclosure to amount to a Disclosable Matter.
- 3.2 An Eligible Whistleblower who submits a False Report will not be able to access the whistleblower protections under the Corporations Act. A False Report can harm the reputation of the Group and the reputation of individuals who are mentioned in the False Report.

4 Types of Disclosures not covered by this Policy

- 4.1 A Disclosure which does not disclose information which could, would or might constitute a Disclosable Matter does not qualify for protection under the Corporations Act. However, such a Disclosure may be protected by other legislation, such as the *Fair Work Act 2009* (Cth), in certain circumstances.
- 4.2 A Disclosure that relates solely to a personal work-related grievance and that does not relate to Detriment or threat of Detriment to the Discloser does not qualify for protection under the Corporations Act. A personal work-related grievance of a person is a grievance that relates to the current or former employment of that person and has, or tends to have, implications for the Discloser personally, but does not:
- (a) have any other significant implications for the Company or any member of the Group; or
 - (b) relate to conduct, or alleged conduct, about a Disclosable Matter.
- 4.3 Some examples of grievances that may be personal work-related grievances include:
- (a) an interpersonal conflict between the Discloser and another Employee; or
 - (b) decisions that do not involve a breach of workplace laws such as:
 - A. decisions about the engagement, transfer or promotion of the Discloser;
 - B. decisions about the Terms and Conditions of Employment of the Discloser; or
 - C. decisions to suspend or terminate the employment or engagement of the Discloser, or otherwise to discipline the Discloser.
 - (c) A Disclosure about, or including, a personal work-related grievance may still qualify for protection under Australian Whistleblower Protection Laws including circumstances where:
 - A. a personal work-related grievance includes information about a Disclosable Matter or a Disclosable Matter includes or is accompanied by a personal work-related grievance (mixed report);
 - B. the Company or a member of the Group has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public or the Disclosure relates to information that suggests misconduct beyond the personal circumstances of the Discloser;
 - C. the Discloser suffers from or is threatened with Detriment for making a Disclosure; or
 - D. the Discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.
 - (d) If an Eligible Whistleblower wishes to raise a personal work-related grievance or another issue not covered by this policy then that Eligible Whistleblower should raise the matter with their immediate supervisor or a member of Human Resources of the Group. An Eligible Whistleblower may also wish to seek legal advice about their rights and protections under employment or contract law.

5 Legal Protections for Eligible Whistleblowers – General

- 5.1 Subject to the Law, there may be legal protections available to an Eligible Whistleblower who makes a Disclosure, including:
- (a) identity protection (confidentiality);
 - (b) protection from detrimental acts or omissions;
 - (c) compensation and other remedies;
 - (d) civil, criminal and administrative liability protection.
- 5.2 These legal protections may also apply to:
- (a) the Disclosure made to legal practitioners;
 - (b) the Disclosure made to regulatory and other external bodies; and
 - (c) a Public Interest Disclosure or an Emergency Disclosure,
- in each case made in accordance with the Corporations Act.

6 Identity Protection (Confidentiality)

- 6.1 A Disclosure made by an Eligible Whistleblower will be treated in confidence by the Company.
- 6.2 A Disclosure may be made anonymously. An Eligible Whistleblower can choose to remain anonymous (or place restrictions on who knows their identity) while making a Disclosure, over the course of an investigation and after the investigation is finalised. An Eligible Whistleblower can refuse to answer questions that they feel could reveal their identity during follow-up conversations.
- 6.3 An Eligible Whistleblower may choose to adopt a pseudonym for the purposes of their Disclosure. This may be appropriate in circumstances where the identity of the Eligible Whistleblower is known to their supervisor, the internal reporting point or the Whistleblower Protection Officer.
- 6.4 If a Disclosure is received from an email address from which the identity of the Eligible Whistleblower cannot be determined and the Eligible Whistleblower does not identify themselves in the email, the Company will generally treat the Disclosure as an anonymous Disclosure.
- 6.5 If an Eligible Whistleblower wishes to remain anonymous, the Company will encourage the Eligible Whistleblower to maintain ongoing two-way communication with the Company so that the Company can ask follow-up questions or provide feedback to the Eligible Whistleblower.
- 6.6 The role of the Whistleblower Protection Officer is to safeguard the interests of the Eligible Whistleblower subject to this policy, the Australian Whistleblower Protection Laws and any other applicable Policies and Laws. The Whistleblower Protection Officer will assist the Eligible Whistleblower in the event of any acts of retaliation or victimisation against the Eligible Whistleblower as a result of the Disclosure.
- 6.7 Provided that a Disclosure qualifies for protection under the Corporations Act and subject to the exceptions set out below, a person receiving a Disclosure must not disclose:
- (a) the identity of the Eligible Whistleblower; and

- (b) information that is likely to lead to the identification of the Eligible Whistleblower,
 - (c) irrespective of whether the identity or the information has been obtained directly or indirectly from the Discloser or the Disclosure, or both.
- 6.8 The identity of an Eligible Whistleblower (or information that is likely to lead to the identification of the Eligible Whistleblower) must not be disclosed unless:
 - (a) the Eligible Whistleblower consents to the disclosure in writing;
 - (b) the disclosure is made to ASIC;
 - (c) the disclosure is made to APRA;
 - (d) the disclosure is made to a member of the Australian Federal Police; or
 - (e) the disclosure is made to a legal practitioner for the purpose of obtaining legal advice or representation about the Australian Whistleblower Protection Laws.
- 6.9 ASIC, APRA or a member of the Australian Federal Police may disclose the identity of an Eligible Whistleblower, or information that is likely to lead to the identification of the Eligible Whistleblower, to a Commonwealth, State or Territory authority for the purpose of assisting the authority in the performance of its function or duties.
- 6.10 A person can disclose information contained in a Disclosure without the consent of the Eligible Whistleblower if:
 - (a) the information does not include the identity of the Eligible Whistleblower;
 - (b) the Company has taken all reasonable steps to reduce the risk that the Eligible Whistleblower will be identified from the information; and
 - (c) it is in the reasonable opinion of the Company, necessary for investigating the issues raised in the Disclosure.
- 6.11 There may be practical limitations to the investigation of a Disclosure where the Eligible Whistleblower wishes to remain anonymous or place restrictions on the disclosure of the identity of the Eligible Whistleblower. If such a practical limitation exists or arises in relation to the investigation of a Disclosure, the Eligible Whistleblower Investigation Officer will use reasonable endeavours to investigate the Disclosure, subject to such practical limitations.
- 6.12 It is illegal for a person to identify an Eligible Whistleblower, or disclose information that is likely to lead to the identification of the Eligible Whistleblower, except as set out in the Corporations Act. Any breach of confidentiality in relation to the identity of an Eligible Whistleblower is considered a serious matter and may be the subject of a separate investigation or disciplinary action. Should an Eligible Whistleblower wish to lodge a complaint with the Company about a breach of confidentiality in connection with this policy, the Eligible Whistleblower should contact the Whistleblower Protection Officer. The Discloser may also lodge a complaint with a regulator, such as ASIC.
- 6.13 The Company will use reasonable endeavours to safeguard confidentiality of the identity of a Discloser. The Company has the following measures in place to safeguard confidentiality:
 - (a) all paper and electronic documents and other materials in relation to Disclosures are stored securely;
 - (b) all information relating to a Disclosure and contained in a Disclosure can only be accessed

by those directly involved in managing and investigating the Disclosure;

- (c) only people who are involved in handling and investigating a Disclosure and need to know the identity of the Eligible Whistleblower are to be made aware of the identity of the Eligible Whistleblower or information that is likely to lead to the identification of the Eligible Whistleblower;
- (d) communications and documents relating to the investigation of a Disclosure are not sent to an email address or to a printer that can be accessed by other staff; and
- (e) each person who is involved in handling and investigating a Disclosure will receive training as to the obligations of confidentiality under the Corporations Act.

6.14 People may be able to guess the identity of an Eligible Whistleblower if:

- (a) the Eligible Whistleblower has previously mentioned to other people that they are considering making a Disclosure;
- (b) the Eligible Whistleblower is one of a very small number of people with access to the information; or
- (c) the Disclosure relates to information that an Eligible Whistleblower has previously been told privately and in confidence.

7 Protections from Detrimental Acts or Omissions – Detriment

7.1 A person cannot engage in conduct that causes Detriment to an Eligible Whistleblower (or another person) in relation to a Disclosure if:

- (a) the person believes or suspects that the Eligible Whistleblower (or another person) made, may have made, proposes to make or could make a Disclosure that qualifies for protection; and
- (b) the belief or suspicion is the reason, or part of the reason, for the conduct.

7.2 A person cannot make a threat to cause Detriment to an Eligible Whistleblower (or another person) in relation to a Disclosure. A threat may be express or implied, conditional or unconditional. An Eligible Whistleblower (or another person) who has been threatened in relation to a Disclosure does not have to actually fear that the threat will be carried out.

7.3 Examples of actions that are not Detrimental Conduct include:

- (a) administrative action that is reasonable to protect an Eligible Whistleblower from Detriment such as relocating the Eligible Whistleblower when the wrongdoing relates to the immediate work area;
- (b) managing the unsatisfactory work performance of an Eligible Whistleblower if the action is in line with the usual performance management framework of the Company or the Group.

7.4 In practice, the Company will take reasonable action (as appropriate) in order to safeguard an Eligible Whistleblower from Detriment, subject to the Law. Such actions will be determined on a case by case basis but may include:

- (a) the Company performing a risk assessment to determine the type, and likelihood of, Detriment that may be suffered by the Eligible Whistleblower;
- (b) providing Human Resources support services to the Eligible Whistleblower;
- (c) arranging for the implementation of strategies to minimise and manage challenges that may arise in the workplace for the Eligible Whistleblower as a result of the Disclosure;
- (d) modifying the workplace environment of the Eligible Whistleblower or the way in which the Eligible Whistleblower performs their work duties;
- (e) providing training and assessments of Eligible Recipients to ensure that they are aware of their obligations under the Australian Whistleblower Protection Laws.

7.5 Should an Eligible Whistleblower wish to lodge a complaint with the Company about Detrimental Conduct in connection with this policy, the Eligible Whistleblower should contact the Whistleblower Protection Officer. The Eligible Whistleblower may seek independent legal advice or contact a regulator, such as ASIC.

8 Compensation and Other Remedies

An Eligible Whistleblower may seek to claim compensation for harm, loss or damage that the Eligible Whistleblower has suffered as a result of making a Disclosure. An Eligible Whistleblower should seek independent legal advice with respect to such possible compensation and other remedies.

9 Civil, Criminal and Administrative Liability Protection

9.1 An Eligible Whistleblower who has made a Disclosure is protected, subject to the Law from any of the following liabilities in relation to that Disclosure:

- (a) civil liability (e.g. any legal action against the Eligible Whistleblower for breach of an employment contract, duty of confidentiality or another contractual obligation for making the Disclosure);
- (b) criminal liability (e.g. attempted prosecution of the Eligible Whistleblower for unlawfully releasing information, or other use of the Disclosure against the Eligible Whistleblower in a prosecution, other than for making a False Report); and
- (c) administrative liability (e.g. disciplinary action for making the Disclosure).

9.2 The civil, criminal and administrative liability protections described above do not grant or result in immunity for any misconduct on the part of an Eligible Whistleblower that is revealed in a Disclosure or for making a False Report.

10 Reporting System and Investigation Process – Eligible Recipients

10.1 An Eligible Whistleblower may make a Disclosure to an Eligible Recipient.

10.2 'Eligible Recipient' is defined in the Definitions section of this policy and is a person within and outside of the Group who may provide advice on or receive a Disclosure that qualifies for protection under the Corporations Act. An 'Eligible Recipient' includes:

- (a) an officer or senior manager of the Company or any member of the Group;

- (b) an auditor, or a member of an audit team conducting an audit, of the Company or any member of the Group;
 - (c) an actuary of the Company or any member of the Group;
 - (d) a person authorised by the Company to receive Disclosures that may qualify for protection under an Australian Whistleblower Protection Law.
- 10.3 An 'officer' includes a director or a secretary. A 'senior manager' is a senior executive, other than a director or secretary who:
- (a) makes or participates in making decisions that affect the whole, or a substantial part, of the business of the Company or any member of the Group; or
 - (b) has the capacity to significantly affect the Company's financial standing.
- 10.4 A Disclosure of information qualifies for protection from the time that the Eligible Whistleblower makes a Disclosure, regardless of whether the Eligible Whistleblower or recipient recognises that the Disclosure qualifies for protection under the Corporations Act.
- 10.5 If an Eligible Recipient receives a Disclosure, that Eligible Recipient should refer the matter, as soon as possible, to the Whistleblower Investigation Officer.

11 Reporting System and Investigation Process – Making a Disclosure

- 11.1 A Discloser may disclose a Disclosable Matter by lodging a Disclosure either internally or externally, anonymously or by identifying themselves, orally or in writing, inside or outside of business hours.
- 11.2 In making a Disclosure, an Eligible Whistleblower must have reasonable grounds to suspect that circumstances, conduct, acts or omissions amounting to a Disclosable Matter have occurred or existed.
- 11.3 The Company may take disciplinary or legal action if there is no basis for the Disclosure, or where the Company, acting reasonably, determines that a Discloser did not have reasonable grounds to suspect that a Disclosable Matter had occurred.
- 11.4 A Discloser may choose to make a Disclosure by contacting the Whistleblower Hotline. The Whistleblower Hotline is an externally administered hotline which:
- (a) acts as an intermediary between the Company and a Discloser;
 - (b) enables Disclosures to be made anonymously, confidentially and outside of business hours;
 - (c) enables a Discloser to retain their anonymity while allowing the Company to obtain additional information; and
 - (d) enables a Discloser to receive updates on the status of their Disclosure while retaining anonymity.
- 11.5 Alternatively, a Disclosure may be made internally to an Eligible Recipient. The Eligible Recipient to whom a Disclosure is made may be outside the area of business in which the Discloser works or to whom the Discloser reports. If a Discloser wishes to make a Disclosure via internal channels, the Discloser is encouraged to send an email to the Whistleblower Investigation Officer at whistleblower@au.harveynorman.com or send correspondence by mail addressed as follows:

'CONFIDENTIAL' Chief Internal Auditor, Internal Audit, A-1 Richmond Road, Homebush West NSW 2140. The Whistleblower Investigation Officer is authorised by the Company to receive Disclosures that may qualify for protection under an Australian Whistleblower Protection Law.

11.6 A Disclosure may also be made by:

- (a) contacting ASIC– refer to <https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/how-asic-handles-whistleblower-reports/> for more information;
- (b) contacting APRA - refer to <https://www.apra.gov.au/information-being-whistleblower-and-making-public-interest-Disclosure> for more information;
- (c) contacting lawyers (for independent legal advice); and
- (d) making an Emergency Disclosure or a Public Interest Disclosure.

11.7 'Emergency Disclosure' and 'Public Interest Disclosure' are defined in the Definitions section of this policy. It is important for a Discloser to understand the criteria for making an Emergency Disclosure or a Public Interest Disclosure. Before making an Emergency Disclosure or a Public Interest Disclosure, a Discloser must have previously made a Disclosure to ASIC, APRA or a prescribed body and must have provided to that body a further written notice (which must contain specific information). In the case of a Public Interest Disclosure, at least 90 days must have passed since the Disclosure was made to ASIC, APRA or a prescribed body.

11.8 The above explanations of the requirements for an Emergency Disclosure or a Public Interest Disclosure are not legal advice. A Discloser should obtain legal advice to clarify their understanding of the criteria for making an Emergency Disclosure or a Public Interest Disclosure.

11.9 The Company and each member of the Group strives to address wrongdoing as early as possible. Prior to contacting ASIC, APRA or any other prescribed external body, Disclosers are encouraged, if appropriate, to first contact the Whistleblower Hotline or an Eligible Recipient.

12 Initial and Further Investigations and Responses

12.1 The Whistleblower Investigation Officer investigates and manages the investigation of Disclosures. However, if the Disclosure concerns conduct of the Chief Executive Officer, the Whistleblower Protection Officer, the Whistleblower Investigation Officer or a director of any member of the Group, then the Disclosure is directed immediately to the chair of the Audit & Risk Committee.

12.2 The objective of an investigation of a Disclosure is to determine whether there is enough evidence to substantiate or refute the matters in the Disclosure.

12.3 On receiving a Disclosure, the Whistleblower Investigation Officer will:

- (a) within a reasonable period after the Disclosure is received, acknowledge receipt of the Disclosure if the Discloser can be contacted (including through anonymous channels);
- (b) carry out a preliminary investigation as soon as possible to determine whether the Disclosure falls within the scope of this policy and whether a further, in-depth investigation is required.

12.4 Where the Whistleblower Investigation Officer determines that the Disclosure requires further investigation, the Whistleblower Investigation Officer will conduct that further investigation, which may include the commissioning of another Employee, officer or external person(s) to assist with all or part of the investigation.

- 12.5 For a Disclosure to be further investigated, the Disclosure must contain sufficient information for the Whistleblower Investigation Officer to form a view that there is a reasonable basis to further investigate.
- 12.6 Further investigations will be undertaken in a manner that is thorough, fair, confidential, independent and objective. The investigation process may be varied, as appropriate, depending on the nature of the Disclosable Matter and the available information.
- 12.7 Where a further investigation is required, the Company will determine:
- (a) the nature and scope of the investigation;
 - (b) the people within or outside of the Group (or both) that should lead the investigation;
 - (c) the nature of any technical, financial or legal advice that may be required to support the investigation; and
 - (d) the estimated timeframe for the investigation.
- 12.8 The Company will determine the most appropriate time to inform a person who is the subject of a Disclosure about the investigation. A person who is the subject of a Disclosure will be advised, when appropriate, about:
- (a) the subject matter of the Disclosure as and when required by principles of natural justice and procedural fairness and prior to any adverse findings being made against that person by the Company; and
 - (b) the outcome of the investigation (but they will not be provided with a copy of the investigation report).
- 12.9 Where appropriate (in the reasonable opinion of the Company), the person against whom the allegations have been made will be given an opportunity to respond.
- 12.10 The Company may not be able to conduct an investigation if the Company is not able to contact the Discloser (e.g. if a Disclosure is made anonymously and the Discloser has refused or omitted to provide a means of contacting them).
- 12.11 The Whistleblower Investigation Officer and the Company may be required to collect Personal Information in order to do any one or more of the following:
- (a) properly investigate any Disclosure;
 - (b) enforce the legal rights or interests of a person; and
 - (c) to defend any claims.
- Personal information will only be used for the purposes described in this clause and otherwise in accordance with the Privacy Act and the Privacy Policy.
- 12.12 During the course of investigating a Disclosure, the Whistleblower Investigation Officer or other persons investigating the Disclosure may need to seek additional information from third parties in order to properly investigate a Disclosure.
- 12.13 Without the consent of the Eligible Whistleblower, the Company cannot disclose information that is contained in a Disclosure as part of its investigation process unless:

- (a) the information does not include the identity of the Eligible Whistleblower;
 - (b) the entity removes information relating to the identity of the Eligible Whistleblower or other information that is likely to lead to the identification of the Eligible Whistleblower (e.g. the name, position, title and other identifying details of the Eligible Whistleblower); and
 - (c) it is reasonably necessary for investigating the issues raised in the Disclosure.
- 12.14 The Whistleblower Protection Officer or the Whistleblower Investigation Officer will provide an Eligible Whistleblower with updates at key stages of the investigation. If an investigation is ongoing, the Eligible Whistleblower will receive updates at intervals determined by the Company. Updates will be conveyed via email unless the Eligible Whistleblower has not provided an email address or has indicated another preferred method of communication.
- 12.15 A Discloser who has committed or been involved in conduct, acts or omissions the subject of a Disclosable Matter will not be immune from investigation or disciplinary action because they made the Disclosure. However, the Company may take into account the conduct of the Discloser in making the Disclosure when considering any appropriate disciplinary action.

13 Reporting on the Findings of an Investigation

- 13.1 The Whistleblower Investigation Officer (or other investigator) will prepare a report on the findings from the investigation and will present that report, as relevant, to one or more of:
- (a) the Whistleblower Protection Officer;
 - (b) the Chief Executive Officer; and
 - (c) Audit & Risk Committee.
- 13.2 Where allegations contained in a Disclosure have been substantiated through the investigation process, the findings of the investigation will be presented to the person accused of the conduct the subject of a Disclosable Matter and, where appropriate, the person accused of the conduct will be given the opportunity to respond.
- 13.3 Upon receipt of the investigation findings and the response, the Chief Executive Officer will make a recommendation to the Board as to the appropriate next steps, including action to be taken by the person accused of the conduct to rectify the conduct, other action to prevent any further occurrences of the same or similar conduct, and in serious cases, disciplinary action which may include termination of employment. The Board will then make a determination as to the appropriate next steps.
- 13.4 Subject to the Law, a relevant Eligible Whistleblower does not have any entitlement to receive a copy of any investigation report. The Company may, but is not obliged, to provide details of the outcome of an investigation to a relevant Eligible Whistleblower.

Scope

Nothing in this policy should be taken as restricting an Employee or any other Eligible Whistleblower from reporting any matter or providing any information to a regulator or any other person in accordance with any relevant Law.

This policy does not create any additional rights for any person or entity (including an Eligible Whistleblower) which that person or entity does not otherwise have under the Law.

This policy applies to each Eligible Whistleblower and any person involved in the execution, investigation, reporting, systems and processes relating to this policy. 'Eligible Whistleblower' is defined in the Definitions sections of this policy.

This policy is a policy of HNHL and also applies to each Large Proprietary Subsidiary. Where this policy applies to a Large Proprietary Subsidiary, references in this policy to 'Company' will be read as a reference to that Large Proprietary Subsidiary.

Policy Compliance

Employees must carry out their duties, responsibilities and activities in compliance with this policy. An Employee who violates this policy may be subject to disciplinary action, which may include termination for cause.

This policy is not intended to be an exhaustive summary of all of the duties, rights and obligations of Eligible Whistleblowers or the Law. The Terms and Conditions of Employment, together with other Policies of the Group, should be read in conjunction with this policy and contain additional obligations of Eligible Whistleblowers, including obligations relating to confidentiality, intellectual property and privacy.

Policy Owner

The Chief Risk Officer of the Group is the owner of this policy (**Policy Owner**).

Policy Approval

This policy is approved by the Policy Owner and is subject to oversight by the Audit & Risk Committee as part of the overall risk management framework of the Group.

Policy Changes

The Company is committed to monitoring the effectiveness of this policy and the processes and procedures set out in this policy. The Company may at any time, from time to time, vary or revoke all or any of the terms of this policy.

This policy is reviewed every two (2) years by the Policy Owner, unless requested or directed otherwise by the Board, or if there is any change to business processes or any law that warrants an earlier review.

Any changes to this policy must be approved by the Audit & Risk Committee.

Availability of Policy

This policy is made available on the Website and the Intranet of the Group. The Company may also, as it deems appropriate, make this policy available by other means including by circulating it via email and by including it in employee induction packs.

If an Eligible Whistleblower wishes to seek further information about:

- (a) how this policy works;
- (b) what this policy covers; or
- (c) how a Disclosure might be handled,

the Eligible Whistleblower may contact the Head of Human Resources of the Group or the Chief Risk Officer of the Group.

Definitions

APRA means the Australian Prudential Regulation Authority.

ASIC means the Australian Securities & Investments Commission.

Audit & Risk Committee means the audit and risk committee of HNHL.

Australian Whistleblower Protection Laws means the *Corporations Act 2001* (Cth) and the *Taxation Administration Act 1953* (Cth).

Board means the board of directors of HNHL.

Chief Executive Officer means the chief executive officer of HNHL.

Code of Conduct means the Code of Conduct of the Group (as amended from time to time) which forms part of the Policies.

Company means HNHL or a Large Proprietary Subsidiary (as applicable).

Company Website means the website with the URL of: www.harveynormanholdings.com.au

Contractor includes a contractor of, or consultant to, any member of the Group.

Corporations Act means the *Corporations Act 2001* (Cth), including regulations made for the purpose of that Act.

Detriment has the meaning given to that term in section 1317ADA of the Corporations Act and includes any of the following:

- (a) dismissal of an Employee;
- (b) injury of an Employee in his or her employment;
- (c) alteration of the position or duties of an Employee to his or her disadvantage;
- (d) discrimination between Employees;
- (e) harassment or intimidation of a person;
- (f) harm or injury to a person, including psychological harm;
- (g) damage to the property of a person;
- (h) damage to the reputation of a person;
- (i) damage to the business or financial position of a person; or
- (j) any other damage to a person.

Detrimental Conduct includes conduct that causes Detriment to an Eligible Whistleblower.

Disclosable Matter involves information that the Discloser has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances (which may or may not include contravention of a Law) in relation to any one or more member of the Group, including:

- (a) conduct that constitutes an offence against, or contravention of a provision or a breach of the Corporations Act, the Australian Securities and Investments Commission Act 2001, the Banking Act 1959, the Financial Sector (Collection of Data) Act 2001, the Insurance Act 1973, the Life Insurance Act 1995, the National Consumer Credit Protection Act 2009, the Superannuation Industry (Supervision) Act 1993, or any instruments made under one of these Acts;
- (b) conduct that constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- (c) conduct that represents a danger to the public or the financial system or causes harm or risk to public safety;
- (d) illegal activity, including theft, money laundering, drug sale or use, violence, fraud or corruption;
- (e) negligent conduct;
- (f) conduct that amounts to an abuse of authority, a breach of trust or a breach of duty or which may cause risk to the stability or confidence in the financial system;
- (g) conduct prohibited by the Code of Conduct;
- (h) engaging in or threatening to engage in conduct against a person who has made a Disclosure or is believed or suspected to have made or is planning to make a Disclosure under this policy,

and **Disclosable Matter** means any one of them. A False Report is not a Disclosable Matter.

Discloser means an individual who is, or has been, any of the following in relation to any member of the Group:

- (a) an officer, Contractor or Employee;
- (b) a supplier of services or goods to a member of the Group (whether paid or unpaid), including their employees;
- (c) an 'associate' of a member of the Group (as that term is defined in the *Corporations Act 2001* (Cth));
- (d) a relative, dependant or spouse of an individual referred to in (a) – (c) above,

and includes current and former employees of any member of the Group including those who are permanent, part-time, fixed term or temporary, interns, secondees, managers, directors, current and former contractors, consultants, service providers and suppliers.

Disclosure means a disclosure of information relating to, or allegedly relating to, a Disclosable Matter.

Eligible Recipient is a person within or outside of the Group who may provide advice or receive a Disclosure from an Eligible Whistleblower, and includes:

- (a) an officer or senior manager of the Company or any Related Body Corporate of the Company;
- (b) an auditor, or a member of an audit team conducting an audit, of the Company or any member of the Group;
- (c) an actuary of the Company or any member of the Group;
- (d) a person authorised by the Company to receive Disclosures that may qualify for protection under

an Australian Whistleblower Protections Law.

Eligible Whistleblower means a Discloser who has made a Disclosure that qualifies for protection under the Corporations Act.

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;
- (c) before making the emergency Disclosure, the Discloser has given written notice to the body referred to in paragraph (a) above (i.e. the body to which the previous Disclosure was made) that:
 - A. includes sufficient information to identify the previous Disclosure; and
 - B. states that the Discloser intends 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.

Employee includes an employee of any member of the Group.

False Report means a report of incorrect information deliberately made by a person who knows that information to be incorrect.

Group means HNHL and each wholly-owned subsidiary of HNHL.

HNHL means Harvey Norman Holdings Limited ACN 003 237 545.

Large Proprietary Subsidiary means a member of the Group that satisfies the definition of 'large proprietary company' in section 45A (3) of the Corporations Act.

Law includes the written and unwritten law, and any Commonwealth law or regulation or any law or regulation of a relevant State or Territory.

Personal Information has the same meaning given to that term in the Privacy Act.

Policies means the policies that apply to the Company, including this policy, as amended from time to time.

Privacy Act means the *Privacy Act 1988* (Cth).

Privacy Policy means the privacy policy of the Company, as amended from time to time.

Public Interest Disclosure is the Disclosure of information to a journalist or a 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 has reasonable grounds to believe that no substantive 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) above (i.e. the body to which the previous Disclosure was made) that:
- A. includes sufficient information to identify the previous Disclosure; and
 - B. states that the Discloser intends to make a public interest Disclosure.

Related Body Corporate has the same meaning given to that term in the Corporations Act.

Terms and Conditions of Employment means the terms and conditions of employment governing the employment of the Employee.

Website means the website with the URL of: www.harveynormanholdings.com.au.

Whistleblower Hotline means the whistleblower hotline, accessible by:

Telephone: Australia (+61) 1800 789 651

Online Portal: <http://secure.ethicspoint.eu/domain/media/en/gui/104832/index.html>

Whistleblower Investigation Officer means the Chief Internal Auditor of the Group or such other person or persons appointed as the Whistleblower Investigation Officer for the Group, from time to time.

Whistleblower Protection Officer means the Chief Risk Officer of the Group or such other person or persons appointed as the Whistleblower Protection Officer for the Group, from time to time.

Policy Owner	Chief Risk Officer of the Group
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