Whistleblower Policy

Version 2.0 (August 2026)

Administration information schedule

Last review date	August 2026
Next review date	August 2029
Policy Owner	Group Chief Risk Officer
Issuing Business Unit	Group Risk
Approving authority	Nippon Life Australia and New Zealand NOHC Pty Ltd Board (NOHC Board)

Contents

1. Background and scope

1.1 Background & Purpose

The purpose of the Whistleblower Policy (**Policy**) is to outline the requirements in relation to the approach to whistleblower management which includes promoting a 'speak up' culture and setting out how wrongdoing (see Section 9 - Definitions) can be reported.

This Policy will assist in in identifying and addressing matters that may otherwise not have been uncovered.

1.2 Scope & Application

This Policy applies to Nippon Life Australia and New Zealand NOHC Pty Ltd (**NOHC**) and all subsidiaries (collectively the **Group**), unless an entity has its own Whistleblower Policy. If an entity has its own policy, that policy applies to wrongdoing raised for that entity. If there is no entity-level policy, this Policy applies.

Where this Policy applies, the individuals who are covered include:

- Current and former employees and temporary staff (including contractors and secondees) of the Group.
- Individuals who work for the Group as a volunteer without reward or expectation of reward for that work.
- Current and former officers e.g. directors, company secretary.
- Current and former service providers or suppliers e.g. auditors, accountants and consultants.
- Individuals who are associates of the Group.
- Employees of current and former service providers or suppliers
- Relatives, dependents or spouses of the above.

This Policy should be read in conjunction with the Group's Code of Conduct, Compliance Policy, Fair Conduct Programme and Privacy Management Policy, which guide day-to-day decisions, actions and behaviours, and govern how we conduct business. The Group does not tolerate incidents of illegal, unacceptable or undesirable conduct. Whistleblowers play an important role in identifying and calling out this undesirable conduct.

This policy complements normal communication channels that exist between people leaders and individuals to address questions, concerns, suggestions or complaints. If individuals have concerns about what is proper conduct for themselves or others, it is expected they will raise their concern, this may be escalated through appropriate management channels in the normal course of business. Where an individual feels they are unable to raise a concern via standard communication, then the wrongdoing can be raised in line with this policy.

This policy sets out who is covered by the policy, when it applies, what protections are provided and the Group's process for assessing and responding to any reports of wrongdoing. It is important that all individuals feel enabled and are encouraged to speak up. The Group is committed to providing individuals who are supported under this policy with a safe and supportive way to report any concerns of wrongdoing and will protect those individuals under the relevant Australian or New Zealand laws that apply.

Failure to comply with the requirements in this policy can result in disciplinary action and consequence management under the Group's Code of Conduct or any other applicable policy or agreement.

2. Policy Requirements

2.1 Duty to report wrongdoing

The Group expects and encourages individuals to report known, suspected or potential cases of wrongdoing. This may include, but is not limited to, fraud, suspicious transactions, corrupt behaviour, bribery, adverse behaviour, conduct causing customer harm, complaints handling failures, sales pressure practices, legal or regulatory non-compliance, or questionable accounting and auditing practices.

Wrongdoing under this policy does not include personal work-related grievances or customer complaints. These types of concerns may be protected under other legislation.

Minimum Requirements

- Individuals are encouraged and **should** raise and disclose wrongdoing through the standard communication channels, however, should an individual feel that they are unable to raise their concern via the standard channels then they **must** raise the actual or suspected wrongdoing via a dedicated whistleblower channel.

2.2 How to make a report

It is important all individuals feel enabled and are encouraged to speak up, to support this there are a number of ways reports of wrongdoing can be raised.

Minimum Requirements

- Individuals **should** raise concerns using any of the following channels:
  - Internal:
    - An officer (Director or Secretary) or senior manager[1] of the Group.
    - An auditor of the Group, including a member of an audit team conducting an audit of the Group.
    - The Appointed Actuary of the Group.
    - The nominated Whistleblower Officer of the Group.
  - External
    - Your Call, an external and independent provider that has been contracted to receive reports and act impartially and confidentially on behalf of the Group. Your Call can be contacted via:
      - Phone: 1800 316 519 (Australia), 0800 123 508 (New Zealand) or +61 3 9895 0012 (International)
      - Email: disclosures@yourcall.com.au
      - Online: www.yourcall.com.au/acendagroup
      - Mail: Locked Bag 7777, Malvern Victoria 3144 Australia
      - Individuals who are deaf, or have a hearing or speech impairment, should contact Your Call using a relay service. Simply choose the contact method at relayservices.gov.au or nzrelay.co.nz and request Your Call's contact number 1800 940 379 in Australia or 0800 123 508 in New Zealand.
    - An Appropriate Authority or Regulatory Body (see Section 9 – Definitions and Appendix A)

[1] Australia: Corporations Act 2001 – Section 9
New Zealand: Financial Markets Conduct Act 2013 – Section 6

2.3 Information to be provided in a report

To assess reports into wrongdoing, enough information needs to be provided.

Minimum Requirements

- A report **should** include, but is not limited to:
    - The name(s) of the individuals involved.
    - The nature of the wrongdoing.
    - The name(s) of any possible witnesses to the wrongdoing.
    - The date(s), time(s), and location of the wrongdoing.
    - Any steps or actions taken to report the matter elsewhere.
    - Whether you wish to remain anonymous.
    - Any other details of the wrongdoing and supporting evidence (e.g. documents, emails).

2.4 Investigations of wrongdoing

What to expect of investigations into wrongdoing, who is involved and assistance provided.

Minimum Requirements

- Reports made under this policy **must** be:
    - treated sensitively and seriously,
    - dealt with promptly and objectively, and
    - addressed in accordance with local laws and regulations.
- All reports of wrongdoing **must** be assessed and considered by the Group and determined by the Group, at its discretion, as to whether it should be investigated. The Group's response to a report of wrongdoing will vary depending on the nature of the wrongdoing and the report (including the amount of information provided).
- Any investigation under this policy **must** be conducted by a Whistleblower Officer or their delegate (unless the Whistleblower Officer is implicated – see section 2.5 Management of conflicts of interest). The Whistleblower Officer may involve other employees to assist or may delegate the investigation to an external investigator or other suitably qualified third party. All employees, directors and officers **must** co-operate fully with any investigation that is undertaken.
- You may be told how the Group has decided to respond to a report of wrongdoing raised, including if any investigation will be conducted. However, it may not always be appropriate to provide this information and may not be possible unless your contact details are provided.

2.5 Management of conflicts of interest

How the Group will manage conflicts of interest.

Minimum Requirements

- Any investigations undertaken by the Group **must** be independent of the specific business unit about which the report of wrongdoing relates, the individual who has made the report, and any other individual who is the subject of the wrongdoing.
- Reports received via Your Call **must** be referred to a Whistleblower Officer or their delegate, unless the report implicates the Whistleblower Officer, in which case the reports **must** be referred to the Chair of the Remuneration Committee or the Chair of the Board of the relevant entities Board, where the entity cannot be determined it should be referred to the Nippon Australia and New Zealand NOHC Board.

2.6 Investigation outcomes

How outcomes of investigations will be managed.

Minimum Requirements

- Findings **must** be made on the balance of probabilities that allegations are, and will be:
    - fully substantiated;
    - partly substantiated (for example, if one but not all allegations are substantiated);
    - disproven;
    - not able to be substantiated; or
    - unsubstantiated.
- The Group **must** decide whether to communicate the outcomes of any investigation arising from a concern regarding wrongdoing. The individual who made the report may be informed of the findings of the matter, where appropriate. Any report prepared in relation to an investigation remains the property of the Group and will not be provided to the individual who reported the wrongdoing or any other individual to whom a concern relates.
- Where an investigation identifies misconduct or other inappropriate conduct, appropriate disciplinary action **must** be taken at the Group's discretion. This may include, but is not limited to, terminating or suspending the employment or engagement of an individual(s) involved in any such conduct.
- If an investigation finds that criminal activity is likely to have occurred, the matter **must** be reported to law enforcement bodies and/or other regulatory authorities by the relevant area within the Group.

2.7 Protections of whistleblowers

The whistleblower can choose to remain anonymous and will remain protected under whistleblower laws regardless of whether they choose to remain anonymous.

Minimum Requirements

- Where a whistleblower wishes to remain anonymous, they **should** utilise the Your Call whistleblower service where they can maintain two-way communication with the Group, so that any follow-up questions can be asked or feedback provided.
- Investigations **should** be kept confidential to the extent possible, subject to legal and regulatory requirements.
- Disclosures that involve a threat to life or property, illegal activities or legal action against the Group may require actions that do not allow for complete confidentiality. In such cases, should it be necessary to disclose the identity of the whistleblower, reasonable steps **must** be taken to discuss this with the whistleblower first.
- It is illegal for a person to identify a whistleblower or disclose information that is likely to lead to the whistleblower's identification, except in limited circumstances. During an investigation, the whistleblower may be asked whether they consent to the report of wrongdoing being shared with appropriate persons within the Group so that it can be investigated properly. If that consent is not given, the Group may be unable to investigate the subject of that wrongdoing further, other than possibly reporting it directly to the appropriate authority or on a de-identified basis where reasonable steps **must** be taken to reduce the risk that the whistleblower will be identified, and it is reasonably necessary for the investigation.
- The Group **must** ensure that appropriate measures are taken to protect eligible whistleblowers against any detriment because of reporting wrongdoing, even if the report is subsequently determined to be incorrect or not substantiated.
- The Group **must** not tolerate, under any circumstances, any detriment by an individual to another individual who is making or has reported a wrongdoing. Anyone who is found to have caused detriment may be subject to disciplinary action. In certain circumstances, victimisation of whistleblowers can constitute a criminal offence.
- In addition to the protections from detriment, the whistleblower may have additional protections available at law, and can seek compensation and other remedies through the courts if:
    - they suffer loss, damage, or injury because of a disclosure; and
    - the Group failed to take reasonable precautions and exercise due diligence to prevent detrimental conduct.
- A whistleblower is also protected from any of the following in relation to their Protected Disclosure (see Section 9 - Definitions), except where they are involved in wrongdoing as described further below:
    - civil liability (e.g. any legal action against the whistleblower for breach of an employment contract, duty of confidentiality or another contractual obligation)
    - criminal liability (e.g. attempted prosecution of the whistleblower for unlawfully releasing information, or other use of the disclosure against the whistleblower in a prosecution (other than for making a false disclosure)); and
    - administrative liability (e.g., disciplinary action for making the disclosure).

2.8 Involvement in wrongdoing by the individual making the report

Subject to any protections applicable to whistleblowers, where an investigation into wrongdoing is determined to be a Protected Disclosure in accordance with this Policy, does not protect an individual from criminal, civil or administrative liability (including disciplinary action) for illegal acts, negligence or wrongdoing in which they have been involved and which they are disclosing.

Some laws also contain protections to individuals who raise concerns of wrongdoing. The relevant protections provided by law are summarised in the **Appendix** (see Part A for Australia and Part B for New Zealand). Individuals should refer to the relevant appendices when determining whether a report of wrongdoing is also a Protected Disclosure by legislation in their jurisdiction and if necessary, seek independent legal advice.

Minimum Requirements

- If an individual makes a report of wrongdoing and actively cooperates with an investigation where they are implicated in the wrongdoing, their disclosure and cooperation may be considered when deciding what action, if any, should be taken against them.

2.9 Fair treatment for all parties

The Group is committed to ensuring fair treatment of individuals mentioned in disclosures. The Group's employee assistance service is available to all whistleblowers and other employees affected by the disclosures.

Minimum Requirements

- Where applicable the following mechanisms to ensure fair treatment of individuals mentioned in a disclosure **should** be used:
    - Take steps to ensure:
        - disclosures are handled confidentially when it is practical and appropriate in the circumstances.
        - each disclosure is assessed and investigated as appropriate.
        - the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters disclosed.
    - Subject to confidentiality and privacy requirements at law, ensure that an individual who is the subject of the wrongdoing report that is being investigated is:
        - informed as to the substance of the allegations; and
        - given a reasonable opportunity to respond to the allegations.

2.10 Disclosures made without reasonable grounds

A whistleblower will only be protected in respect of a disclosure if they have reasonable grounds to believe the information disclosed concerns wrongdoing.

Minimum Requirements

- Vexatious or malicious disclosures are reports of wrongdoing made in bad faith. Reports made in bad faith will not be deemed a Protected Disclosure, in addition if an investigation demonstrates that a disclosure was not made on reasonable grounds, the disclosure will not be deemed a Protected Disclosure. In practice, an allegation with no supporting information is not likely to be considered as having 'reasonable grounds to suspect'. However, a whistleblower does not need to prove their allegations.
- Depending on the circumstances, the Group may take disciplinary action against any individual who does not have reasonable grounds for a disclosure (which could include termination of employment).

3. Roles and responsibilities

3.1 Disclosures made without reasonable grounds

Roles and responsibilities for policy governance are set out below. Contact with the Whistleblower Officer **must** be made via Your Call.

Role	Responsibilities
Nippon Australia and New Zealand NOHC Pty Ltd Board	• The NOHC Board has primary responsibility for the oversight of this policy to ensure that mechanisms are in place for it to be applied across all entities as required. • The NOHC Board receives reporting from the Whistleblower Investigation Officer (via the Group Chief Risk Officer Report) of reports of wrongdoing under investigation across all entities. Reporting is limited to the number of investigations in place.
Entity Level Board	• Entity Level Boards receive reporting from the Whistleblower Investigation Officer (via the Chief Risk Officer Report) of reports of wrongdoing under investigation within the entity. Reporting is limited to the number of investigations in place.
Entity Board Remuneration Committee Chair	• Receives notification from the Whistleblower Investigation Officer of reports of wrongdoing to be investigated. • Is the escalation for any whistleblower matters that may involve or conflict with the nominated whistleblower officers or a member of the Entity's executive team.
Group Chief Risk Officer (Group CRO)	• Owns and maintains the Policy as required under the Policy Governance Policy. • Appoints the Whistleblowing Investigation Officer and Whistleblowing Protection Officer roles. • Provision of Group whistleblower training, support and the dissemination of whistleblower information. • Provides Group whistleblower notification and reporting. • Liaison with subsidiaries on the application and operation of whistleblowing requirements at an entity level. • Monitors execution of agreed implementation activities relevant to this Policy. • Develops and implements appropriate Group communication or training as required, for example when material changes are made to the Policy. • Monitor and manage breaches of this Policy.
Entity Chief Risk Officer (CRO)	• Provides Entity level whistleblower notification and reporting. • Provides reporting to the Entity Board of reports of wrongdoing under investigation (via the Chief Risk Officer Report). Reporting is limited to the number of investigations in place for the entity.
Whistleblower Officer	• Receives and assesses reports from whistleblower channels and Whistleblower Investigation Officer(s). • Provides quarterly reporting on whistleblower matters to the NOHC Risk and Compliance Committee and the Board and entity Board and Board committees, as appropriate. • Accountable for notifying the Chairs of the relevant entity's Board Remuneration Committee and Board and relevant management committee(s) of reports of wrongdoing to be investigated by a Whistleblower Officer
Whistleblower Investigation Officer(s)	• This can be the Whistleblower Officer or a designated person(s) within the Group responsible for investigating reports of wrongdoing. • Conducts investigations on wrongdoing, in a timely manner. This may include the use of internal or external investigative resources. • Reports the investigations outcomes.

Role	Responsibilities
Whistleblower Protection Officer(s)	• This can be the Whistleblower Officer or a designated person(s) or their delegates within the Group who are responsible for protecting individuals from detriment as a result of making a report of wrongdoing. • Supports and protects individuals from detriment as a result of making a report of wrongdoing. • Authorised to provide certain protections where they deem this appropriate for fulfilling their role. • Keeps individuals covered by this policy informed of the investigations' progress, where possible and as appropriate.

3.2 Other channels to escalate a concern

An individual may escalate their concerns directly to the Chair of the Remuneration Committee or Chair of the Board of the relevant entity (**Chair**) if:

- they are not satisfied with a decision not to investigate their concern, or the findings of any investigation;
- they consider that the Whistleblower Officer has not adequately resolved a complaint regarding detrimental conduct; or
- they consider that this policy has not been followed by the Group.

An individual may escalate their concern by providing a written submission to the Chair outlining their reasons for review. This is to be submitted to the Whistleblower Officer who **must** escalate the concerns.

When considering an escalation, the Chair is not required to reopen or reinvestigate the matter. To arrive at a decision, the Chair may review any submission by the individual who reported the wrongdoing, the basis of the decision giving rise to the request, and any other information the Chair considers relevant. The Chair as applicable, may make a final determination following the consideration of this material.

4. Monitoring and Reporting

The Whistleblower Officer is required to report summary information on the number of reports of wrongdoing raised under this policy on a quarterly basis to the relevant entity's Board Risk Committee (BRC). The NOHC Board may receive additional information in relation to an investigation. Any information received by any Board will be de-identified as required. All reporting on wrongdoing must be provided to the Group CRO.

On an annual basis, the Group CRO will provide reporting to the NOHC Board on the operation of the whistleblower program for the Group and a summary of all reports (including Protected Disclosures) received, investigations conducted and the number of investigations closed and outstanding.

Anonymity and confidentiality requirements, including legislative non-disclosure requirements, will be observed in accordance with this policy and local laws and regulations.

5. Training and awareness

Employees (including new employees) will have access to a copy of this policy on the Group Governance site and, where applicable will receive training about the policy and their rights and obligations under it. Key employees, including those involved in this whistleblower policy (for example Directors, Whistleblower Officer), will also receive regular training, including how to respond to concerns of wrongdoing raised under this policy.

6. Policy Breaches

Any breach of this Policy must be reported in accordance with the Incident, Issue and Breach Management Policy. A breach may result in disciplinary action up to and including termination of employment in accordance with applicable conduct and consequence management policies and frameworks.

Periodic analysis should be performed on the nature and frequency of breaches to identify trends and determine whether action may be required to address issues with respect to understanding, interpreting, or practical application of the Policy.

7. Policy Review & Maintenance

The Policy is to be reviewed every 3 years, or if a material change occurs and approved by the approving authority.

8. Related Documents & Resources

- NOHC Code of Conduct
- NOHC Compliance Policy
- NOHC Fit and Proper Policy
- NOHC Incident, Issue and Breach Management Policy
- NOHC Privacy Management Policy
- NOHC Risk Management Framework and Strategy
- Fair Conduct Programme
- Relevant Entity level policies of the above.

9. Definitions

Term	Definition
Appropriate Authority	As it relates to the New Zealand Protected Disclosures (Protection of Whistleblowers) Act 2022 an Appropriate Authority includes: • the head of any public sector organisation; • any officer of Parliament; • the persons or bodies listed in the second column of Schedule 2 of the Act (such as the Commerce Commission, Reserve Bank of New Zealand, Financial Market Authority); • the membership body of a particular profession, trade, or calling with the power to discipline its members; but does not include: • a Minister; or • a member of Parliament
Detriment	Any form of adverse actions taken by a representative against a whistleblower because of a disclosure made in accordance with this policy. For the purposes of this policy a Detriment can include (but is not limited to) the following: • dismissal of a representative • injury of a representative in their employment • alteration of a representative's position or duties to their disadvantage • discrimination between a representative and other representative • harm or injury to a person, including psychological harm • damage to a person's property • damage to a person's reputation • damage to a person's business or financial position • any other damage to a person Threats (express, implied, conditional, or unconditional) to cause detriment if the person making the thread intended to cause fear that a detriment would be carried out as well as actually causing the detriment.
Entity	All subsidiaries of the Group including those regulated under APRA and / or the RBNZ regulatory standards and those where these regulatory standards don't apply. This is exclusive of the NOHC.
NOHC	Nippon Life Australia and New Zealand NOHC Pty Ltd
Protected Disclosure (Australia)	A disclosure relating to wrongdoing made by a whistleblower that entitles the individual who made the disclosure to support and protection from detriment under the policy.
Protected Disclosure (New Zealand)	Known as Serious Wrongdoing and includes any act, omission, or course of conduct in, or by, the Group involving: • an offence; • a serious risk to public health, public safety, the health or safety of any individual, or the environment; • a serious risk to the maintenance of the law, including the prevention, investigation, and detection of offences, or the right to a fair trial; • an unlawful, corrupt, or an irregular use of public funds or public resources.
Regulated Body	As it relates to the Corporations Act 2001 (Cth) Part 9.4AAA - Protections for whistleblowers and the Taxation Administration Act 1953 (Cth), a Regulated Body includes ASIC, APRA, the Commissioner of Taxation or another Commonwealth body prescribed by regulation.
Wrongdoing	Conduct that is illegal, unacceptable, or undesirable or concealment of such conduct. Conduct which is contrary to the behaviours as outlined within the Code of Conduct which include discrimination, bullying and harassment.
Whistleblower	An individual who discloses wrongdoing.

10. Document history

Version	Author	Change summary	Date approved
2.0	Head of Conduct, Risk & Culture	Wholesale refresh of Group Policy to support retirement of Entity level Whistleblower Policies.	19 August 2026
1.0	Project Grange – Legal, Risk, Regulation and CoSec Workstream	Alignment of entity policies at a Group level	31 October 2025

Appendix A:

The Group will apply the policy; however, the policy may have a wider application than the law and therefore some reports of wrongdoing under the policy may not receive the protections provided by the law. Parts A and B of this Appendix set out a summary of the legal protections that may be available under Australian and New Zealand law. If you are not sure if any report of wrongdoing will receive legal protections, you should seek legal advice.

Part A – AUSTRALIA: Protections provided by Australian Law

Australian legislation provides protections to eligible persons who make reports of misconduct or an improper state of affairs. The legislative protections are provided under Corporations Act 2001 (Cth) and Taxation Administration Act 1953 (Cth). Australian law provides protections where each of the following conditions are satisfied:

Condition 1

You are, or have been, a person that falls into one of the following categories:

a) an employee of the Group;
b) individuals who supply services or goods to the Group (whether paid or unpaid) and their employees;
c) an officer or an associate of the Group; or
d) a relative, dependent or family member of any of the individuals identified at (a) to (c) above.

Condition 2

You provide your report to a person or body that falls within any of the following categories:

(a) a person nominated by the Group to receive whistleblower reports (e.g. the Whistleblower Officer and the Your Call service);
(b) an officer (e.g. director or secretary) or senior manager of the Group;
(a) an auditor of the Group, including a member of an audit team conducting an audit of the Group
(c) an actuary of the Group; and
(d) ASIC, APRA, the Commissioner of Taxation or another Commonwealth body prescribed by regulation.

Condition 3

You have reasonable grounds to suspect that the information you wish to disclose, or report concerns misconduct, or an improper state of affairs or circumstances, relating to the Group.

If Conditions 1, 2 and 3 above are satisfied, then you will receive protections provided by the legislation. Please note that you should seek independent legal advice if you wish to confirm whether any report you make will receive legislative protection.

Note: Not all types of wrongdoing reportable under the policy will qualify for legislative protection – for example, some wrongdoing that is reportable under the policy may not constitute ‘misconduct’ or an improper state of affairs relating to the Group and therefore will not qualify for protections provided by the legislation.

Disclosures to lawyers

If you wish to receive legal advice as to whether a potential report will receive protection at law, then your disclosure of the matter to the lawyer for that purpose will also receive legal protections.

Public interest and emergency disclosures

A disclosure of information by an individual is also protected under the Corporations Act for reports that relate to a “public interest disclosure” or an “emergency disclosure”.

A protected public interest disclosure is a disclosure that meets the following criteria:

- you have previously reported the matter to ASIC, APRA or another Commonwealth authority prescribed by law;
- at least 90 days has passed since you reported the matter;
- you do not have reasonable grounds to believe that action is being, or has been, taken to address the matter and you have reasonable grounds to believe that making a further report would be in the public interest;
- you have given written notice to the recipient of the report that is sufficient to identify your prior report and that notifies the recipient that you intend to make a public interest report; and
- your public interest report is made to a journalist or members of Commonwealth, state or territory parliaments and contains information that is no greater than is necessary to inform the journalist or parliamentarian of the misconduct or improper state of affairs.

You should seek independent legal advice if you wish to understand if your report will be protected under law.

A protected emergency disclosure is a disclosure that meets the following criteria:

- you have previously reported the matter to ASIC, APRA or another Commonwealth authority prescribed by law;
- you have 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;
- you have given written notice to the recipient of the report that is sufficient to identify your prior report and that notifies the recipient that you intend to make an emergency report;
- your emergency report is made to a journalist or members of Commonwealth, state or territory parliaments and contains information that is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.

Personal work-related grievances

A report that relates solely to a personal work-related grievance does not qualify for protection at law; however, you may have rights and protections under employment or contract law.

A personal work-related grievance includes any matter in relation to your current or former employment that has implications for you personally. Examples of a 'personal work-related grievance' include conflict between the person and another employee, or a decision relating to their employment or engagement, such as a transfer, promotion, or disciplinary action.

There are some circumstances where a report of a personal work-related grievance may qualify for protection such as:

- the grievance is otherwise reportable under the Australian whistleblower regime as referred to above;
- the person has suffered or is threatened with detriment because they have reported or are believed to have reported wrongdoing;
- the grievance indicates a systemic issue for the Group.

Protection under the legislation

If you make a report which qualifies for protection under the law, then the law provides the following protections:

- it is an offence for a person to engage in detrimental conduct towards you;
- it is an offence for a person who receives your report to disclose your identity (or information that is likely to lead to your identification) unless one of the following exceptions applies:
    - you have provided your consent to have your identity disclosed;
    - the disclosure of information likely to lead to your identification is reasonably necessary for investigating the matter you reported, and all reasonable steps are taken to reduce the risk of your identification;
    - the disclosure of your identity or information likely to lead to your identification is made to ASIC, APRA, or the Australian Federal Police, or to a lawyer for advice about legal protections.
- you are protected from civil liability, criminal liability and administrative liability or actions in relation to making the report.

The legal protections do not grant immunity for any misconduct you have engaged in that is revealed in your disclosure or as a consequence of it.

Seek legal advice if needed
If you believe you have suffered detriment as a result of making a protected disclosure, you should consider seeking independent legal advice or contact a regulatory body such as ASIC, APRA or the ATO.

PART B - NEW ZEALAND: Protections provided by New Zealand Law

New Zealand legislation provides particular protections to eligible persons who make reports of certain wrongdoing. The legislative protections are provided under the Protected Disclosures (Protection of Whistleblowers) Act 2022 (NZ) (**Act**).

Who is eligible to be protected under the Act?
The people who can make a disclosure of wrongdoing under the Act, includes a person who is or was formerly:

- an employee of the Group;
- a secondee to the Group;
- individuals engaged or contracted under a contract for services to do work for the Group;
- concerned in the management of the Group including, for example, a person who is or was a
- member of a board or governing body of the Group;
- a volunteer working for the Group.

What kind of wrongdoing can be reported under the Act?
The Act provides protection for the reporting of "Serious Wrongdoing". Not all types of wrongdoing will qualify for legislative protection. Serious Wrongdoing is defined in the Act as including relevantly any act, omission, or course of conduct in, or by, the Group involving:

a) an offence;
b) a serious risk to public health, public safety, the health or safety of any individual, or the environment;
c) a serious risk to the maintenance of the law, including the prevention, investigation, and detection of offences, or the right to a fair trial;
d) an unlawful, corrupt, or an irregular use of public funds or public resources.

When is a discloser entitled to protection under the Act?
A disclosure will be protected under the Act if the individual making the report:

a) believes on reasonable grounds that there is, or has been, Serious Wrongdoing in or by the Group; and
b) discloses information about that in accordance with this Act; and
c) does not disclose it in bad faith.

Who can a concern be raised with under the Act?
In addition to those persons identified in the policy as to who a concern can be raised with, you can also report wrongdoing to the CEO of the Group or to an Appropriate Authorities identified in the Act. Appropriate Authorities includes the head of any New Zealand public sector organisation. Examples include:

Reserve Bank of New Zealand
Phone: +64 4 472 2029
Email: whistleblowing@rbnz.govt.nz
Write: PO Box 2498, Wellington 6140, New Zealand

Financial Markets Authority
Phone: 0800 434 566, +64 3 962 2695
Write: PO Box 1179, Wellington 6140, New Zealand
Online: Make a protected disclosure (whistleblowing) | Financial Markets Authority

Commerce Commission
Phone: 0800 943 600 or +64 4 924 3600
Email contact@comcom.govt.nz
Online: https://report.whistleb.com/en/comcom
Write: PO Box 2351, Wellington 6140, New Zealand.

Privacy Commissioner
Phone: 0800 803 909
Write: PO Box 10 094, Wellington 6143, New Zealand.

A list of further Appropriate Authorities and the types of matters that they manage can be found here.

Confidentiality

The recipient of your Serious Wrongdoing report must use best efforts to keep information that might identify you confidential. However, your identity may be disclosed if:

- you consent to the disclosure; or
- there are reasonable grounds to believe the release of such information is essential to:
    - the effective investigation of the report (the receiver must consult with you before releasing identifying information);
    - prevent serious risk to public health, public safety, the health, or safety of any individual, or the environment (the receiver must, if practicable, consult with you before releasing identifying information)
    - comply with the principles of natural justice (the receiver must consult with you before releasing identifying information); or
    - an investigation by a law enforcement or regulatory agency for the purpose of law enforcement (the receiver must, if practicable, consult with you before releasing identifying information).

What protections are available under New Zealand law?

If you are eligible to report Serious Wrongdoing under the Act, then the Act provides particular protections. A summary of those protections are as follows:

- your identity will be kept confidential and not disclosed as set out above (other than as provided for by the exceptions above);
- you are protected from retaliation by the NZ subsidiary because you have made, or are intending to make, a report of Serious Wrongdoing (e.g. the NZ subsidiary must not dismiss you, cause you to retire or resign, or treat you less favourably because of your report. An employee has a personal grievance under the Employment Relations Act 2000 if the NZ subsidiary breaches this requirement.);
- other people are protected from being treated (or threated with being treated) less favourably because of the protected disclosure (unless they knowingly made a false allegation or otherwise acted in bad faith); and
- you are protected from civil, criminal and disciplinary proceedings because of making a protected disclosure.

In addition, the Act provides that an employee (within the meaning of the Employment Relations Act 2000) who suffers retaliatory action by their employer, for making a report under the Act, can take personal grievance proceedings under the Employment Relations Act 2000.

Seek legal advice if needed
You are encouraged to seek independent legal advice if you have any questions regarding the requirements and protections available to individuals under the law in New Zealand.

The Ombudsman can also provide guidance and offers a confidential advice service for individuals who are considering making, or who have made protected disclosure:

Telephone: 0800 802 602
Email: info@ombudsman.parliament.nz
Post: PO Box 10152, Wellington 6143