

SUMMERSET GROUP HOLDINGS LIMITED

WHISTLE BLOWING POLICY NZ

1. About this Policy

1.1. Purpose and Background

We are committed to a culture of speaking up about suspected or actual misconduct and serious wrongdoing. This policy provides confidential channels to raise concerns, explains how we will respond, and sets out legal protections available to whistleblowers in NZ under the Protected Disclosures (Protection of Whistleblowers) Act 2022.

All Staff (as defined below) of any member of the Summerset Group (**Summerset**) are required to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of the organisation, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Where Staff behaviour is inconsistent with this standard, Staff are encouraged to raise this with the company, consistent with our values of honesty, integrity, transparency, openness and accountability.

This policy applies to any current or former:

- employees, seconded employees, officers, agents, contractors, directors, and volunteers engaged by any member of the Summerset Group incorporated in New Zealand (**Staff**);
- person or entity (including employees or contractors of such person or entity) who supplies goods or services to any member of the Summerset Group incorporated in New Zealand;
- a relative, spouse or dependant of any of the above persons, (each a **Relevant Person**).

1.2. Objectives of Policy

The objective(s) of this policy are:

- ☐ Encourage Relevant Persons to come forward if they have concerns regarding serious wrongdoing;
- ☐ Ensure Relevant Persons have access to a confidential process through which they can report any issues in relation to serious wrongdoing without fear of reprisal or victimisation; and
- ☐ Assist in identifying serious clinical wrongdoing, fraud, corrupt or unethical practices and other serious wrongdoing within Summerset.

1.3. Related Documents

1.3.1. Related Summerset Documents

Reference	Description
Q01	Code of Ethics
C24	Workplace bullying, harassment and discrimination
E03	Health and Safety Policy and Procedure
D12	Customer Complaints

L02	Media Policy
L02.01	Responding to the Media – Do's and Don'ts
Q08	Modern Slavery Policy
C44 AU	Whistleblower Policy Australia

2. Policy Statement

2.1 Application of this Policy

This policy should only be used when a Relevant Person wishes to make a protected disclosure where they:

- Believe on reasonable grounds that serious wrongdoing in or by Summerset has occurred;
- Wish to disclose that information so it can be investigated; and
- Want that disclosure to be protected.

Where the Relevant Person is a Staff member, in the first instance they are encouraged to raise any matter(s) of concern with their immediate Manager. Where the Staff member believes it is inappropriate or they are unable to, or would prefer not to, utilise the normal reporting channels then this policy may be used.

This policy will not be used to deal with complaints or grievances that a Staff member may have about any matters regarding the terms and conditions of their employment with Summerset. These matters should be raised with the Staff member's Manager and handled by following the appropriate Human Resources policy and procedure documents. Where a disclosure relates to any form of harassment, discrimination, victimisation or bullying, the Recipient may, after investigating, decide that the subject matter of the disclosure can be dealt with through other means, such as an employer investigation.

Customer complaints should be handled in accordance with the Customer Complaints Policy (D16). Concerns about Modern Slavery matters can also be raised in accordance with this Policy as set out in Summerset Group's Modern Slavery Policy.

2.2 Definitions

What is Serious Wrongdoing?

For the purposes of this policy, Serious Wrongdoing includes, but is not limited to:

- Clinical malpractice;
- Acts or omissions that constitute a serious risk to public health, public safety or the environment;
- Acts or omissions that constitute a serious risk to the health and safety of Summerset Staff or residents or any other individual, or a serious risk to Summerset property or equipment;
- Bullying or harassment (including sexual harassment);
- Fraud, corruption or other illegal behaviour;
- Modern Slavery (as described in Summerset Group's Modern Slavery Policy) occurring in the supply chain, activities or recruitment function of Summerset Group or its suppliers;
- Conflicts of interest;

- An act, omission or course of conduct that constitutes a serious risk to meeting Summersets legal obligations;
- Substantial mismanagement or waste of the Summerset Group's resources;
- An act, omission or course of conduct that is oppressive, unlawfully discriminatory, or grossly negligent, or that is gross mismanagement;
- Other dishonest and unethical practices; and
- An act, omission or course of conduct that constitutes an offence.
- Private sector misuse of public funds or authority

2.3 Compliance with this Policy

All Staff are expected to comply with the requirements of this policy.

The relevant Summerset Manager may choose to take disciplinary action against any Staff intentionally involved in a contravention of this policy.

2.4 Roles and Responsibilities

2.4.1 Reporting Process for internal disclosures

Any Relevant Person who wishes to make a protected disclosure concerning serious wrongdoing may do so to Summerset or directly to an appropriate authority.

The position of the Whistle Blowing Officer is that of the Chief People Officer.

Any Relevant Person who wishes to make a protected disclosure to Summerset concerning serious wrongdoing should do so with the Whistle Blowing Officer.

In circumstances where it is not appropriate to raise the concern with the Whistle Blowing Officer, the concern should be raised directly with the CEO.

If the Relevant Person reasonably believes that he or she cannot approach either of the above because they may be involved or associated with the serious wrongdoing, the matter should be referred to the Chair of the Board of Summerset Group Holdings Ltd (**Board**).

Alternatively, disclosures can be made through Summerset's dedicated confidential whistleblowing service:

- by phone: in New Zealand on 0800 100 526;
- online at <https://www.kpmgfaircall.kpmg.com.au/Summerset>;

Disclosures through these channels are managed by KPMG on behalf of Summerset. All disclosures will be treated confidentially and may be made at any time. The KPMG representative will prepare a report of the disclosure and this will be provided to the Whistle Blowing Officer or the CEO (if the Whistle Blowing Officer is implicated) or Chair of the Board (if both the Whistle Blowing Officer and CEO are implicated) to take action in line with this policy. Where the identity of the Relevant Person is disclosed to KPMG, KPMG will not disclose that Relevant Person's identity unless the Relevant Person consents or disclosure is required by law (e.g. a court order).

The person within Summerset to whom the disclosure was made (or KPMG, if applicable) will provide advice and guidance to the Relevant Person and keep them informed of the progress of the investigation.

2.4.2 Reporting by Relevant Persons

Any Relevant Person making a protected disclosure under the policy has a responsibility to do so in good faith and without prejudice. All protected disclosures made to Summerset will be taken seriously and acted upon and the Relevant Person can choose whether or not to have any continuing involvement. However, being available for continued involvement is likely to assist in the investigation.

2.4.3 Executive Leadership Team (ELT)

Each of the ELT has ultimate accountability for this policy. All Business Units must demonstrate their commitment to this policy and principles by ensuring:

- Adequate training in the purpose and implementation of this policy;
- Adequate management, oversight and reporting of dishonest or unethical practices; and
- Adequate measures for assessing compliance with this standard.

2.5 Investigation of disclosures made to, or referred to, Summerset

Investigation processes will vary depending on the precise nature of the conduct reported. All investigations will be conducted in a manner that is fair, objective and affords natural justice to all people involved.

Within 20 working days of receipt of the disclosure, the person at Summerset to whom the disclosure was made (**Recipient**) will:

- *Acknowledge receipt*: acknowledge to the discloser the date the disclosure was received (and, if the disclosure was made orally, summarise the Recipient's understanding of the disclosure);
- *Consider*: examine seriously the allegations of wrongdoing and decide whether a full investigation is warranted;
- *Check*: check with the discloser whether the disclosure has been made elsewhere (and any outcome);
- *Deal with*: deal with the matter by doing one or more of the following:
 - investigating the disclosure;
 - addressing any serious wrongdoing by acting or recommending action;
 - referring the disclosure to an appropriate authority under section 16 of the Protected Disclosures (Protection of Whistleblowers) Act 2022 (the Act) after consulting with the discloser and the intended recipient of the referral; and
 - deciding that no action is required under section 15 of the Act; and
- *Inform discloser (with reasons)*: inform the discloser (with reasons) about what the receiver has done or is doing to deal with the matter.

When it is impracticable to complete these actions within 20 working days, the Recipient should complete the first three actions (Acknowledge receipt; Consider; Check) within the 20 working days, and then should inform the discloser how long the Recipient expects to take to deal with the matter, and appropriately update the discloser about progress, before completing the final two actions (Deal with; Inform discloser (with reasons)).

The persons examining the allegations may engage with the CEO, members of the Executive Leadership Team and/or the Chair of the Board in the course of conducting the examination, provided such persons are not connected to the alleged serious wrongdoing.

The Board will be notified of the outcome of the examination and will be kept informed of the progress and outcome of any subsequent investigation.

If warranted, a full investigation will be undertaken by the CEO or their nominee (or, if the CEO is connected to the alleged serious wrongdoing, by the Chair of the Board or their nominee).

Those accused of the wrongdoing will have the right to answer the allegation. If a Relevant Person made the allegation other than anonymously, they will also have the right to be heard during the investigation and to be kept informed of progress as appropriate.

2.6 Protections offered by Summerset

Summerset is committed to protecting all Relevant Persons who make a disclosure in accordance with this policy (and any spouse or relative of the Relevant Person who is a Staff member or supplier to Summerset) from any form of reprisal or victimisation because of the disclosure, even if they are not afforded protection under the Act. No one making a disclosure under this policy in good faith (and no spouse or relative of such person who is a Staff member or supplier to Summerset) will have any action taken against them unless their actions contravene laws, regulations or Summerset policies.

We will take reasonable steps to update you on the complaint, protect you from detrimental actions and provide access to EAP/wellbeing support

2.7 Protection under the Protected Disclosures (Protection of Whistleblowers) Act 2022

Certain disclosures under this policy by Staff (but not other Relevant Persons) are also protected under the Act. The Act offers the following protections:

- *Immunity from proceedings:* no civil, criminal or disciplinary proceedings can be taken against a Staff member for making a qualifying disclosure, or against a Recipient who refers a qualifying disclosure to an appropriate authority; and
- *No victimisation:* a person must not treat another less favourably because of a protected disclosure; and
- *No retaliation:* A Staff member who suffers retaliatory action by Summerset for making a qualifying disclosure may be able to take personal grievance proceedings. Retaliatory action may include dismissal, less favourable employment terms or work conditions or opportunities, causing a detriment or disadvantage, or requiring retirement or resignation.

Further information on making a protected disclosure under the Act is available here: <https://www.ombudsman.parliament.nz/resources/making-protected-disclosure-guide-blowing-whistle>

2.8 Confidentiality

The Whistle Blowing Policy provides a means by which Relevant Persons can disclose information and have some protection. They are, however, encouraged to identify themselves, in confidence, at the time of reporting so that they can be contacted if further information is needed. Anyone who receives a protected disclosure must use his or her best endeavours not to disclose information that might identify the person making a protected disclosure unless the person making the protected disclosure consents in writing. There are certain limited circumstances in which anonymity cannot be guaranteed (e.g. where a Court order requires disclosure), in which case obligations to consult with the discloser, and keep them informed, may apply.

2.9 Facilitation of Investigations

The Relevant Person is asked to give as much information as possible to facilitate the examination and/or investigation of the matter of concern. The level of contact with the Relevant Person will depend on the nature of the matters raised, as well as the clarity of the information provided. Further information may be sought from the Relevant Person if necessary.

2.10 Follow up Reports

The Relevant Person can choose to be kept informed of the progress of an investigation. This will be done by either providing their contact details or by calling back to follow up on their report, enabling the Relevant Person to maintain their anonymity.

2.11 False Allegations

If a Relevant Person raises an allegation that they believe is true, but is not confirmed by Summerset's investigation, there will be no action against them. If, however, a Relevant Person makes an allegation they know is untrue, Summerset may take appropriate disciplinary or legal action against the Relevant Person.

2.12 Subject of the Report

Any Staff member who is the subject of a protected disclosure will be treated in a fair and reasonable manner. They will be given a reasonable opportunity to put their case to the investigation before any final decision, determination or report is made.

Confidential records will be kept of all matters raised through the Whistle Blowing Policy.

2.13 Reporting to the Board

The CEO and/or the Whistle Blowing Officer (as appropriate in the circumstances) will report to the Board at each Board meeting on the number and status of any protected disclosures received under this policy.

2.14 Review and Compliance

The Whistle Blowing policy will be reviewed annually to ensure it remains relevant, current and compliant with all applicable laws governing Summerset, relevant activities and functions.
