

# SUMMERSET GROUP HOLDINGS LIMITED

## WHISTLE BLOWING POLICY AU

### 1. About this Policy

Note: Guidance provided in this document relates to Summerset Australia.

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#### 1.1. Purpose and Background

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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.

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#### 1.2. Scope

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This Policy applies to all eligible whistleblowers who have made a protected disclosure under the whistleblowing legislation.

Eligible whistleblowers are any current or former:

- employees, seconded employees, officers, agents, contractors, directors, and volunteers engaged by any member of the Summerset Group incorporated in Australia (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 Australia (which may include, amongst others, contractors, consultants and service providers);
- associate of the Summerset Group incorporated in Australia;
- family member of any of the above persons (i.e., a relative, spouse, dependent (or a dependent of a spouse))

(each a **Relevant Person**).

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#### 1.3. Objectives of Policy

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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 detrimental action or victimisation
- ☐ Assist in identifying serious clinical wrongdoing, fraud, corrupt or unethical practices and other Serious Wrongdoing within Summerset.

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#### 1.4. Related Documents

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Reference	Description
Q01	Code of Ethics

<b>D12</b>	Customer Complaints
<b>L02</b>	Media Policy
<b>L02.01</b>	Responding to the Media – Do's and Don'ts
<b>Q08</b>	Modern Slavery Policy

## 2. Procedure

### 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 has occurred; and
- Wish to disclose that information so it can be investigated or other appropriate action taken.

Information about who a disclosure should be made to is set out below.

#### Policy

Generally, customer complaints should be handled in accordance with the D16: Customer Complaints Policy. Employee complaints should be handled in accordance with C05: Grievance Dispute Resolution Policy (AU).

All employees should be aware that if an employee makes a false report deliberately, maliciously or for personal gain, that employee may face disciplinary action.

### 2.2 Reportable Conduct

Reportable conduct that can be the subject of a protected whistleblower report is anything you have reasonable grounds to suspect:

- concerns misconduct, or an improper state of affairs or circumstances, in relation to Summerset or one of its related bodies corporate; or
- indicates Summerset, a related body corporate or one of its or their officers or employees has engaged in conduct that:
  - constitutes an offence against, or a contravention of, the:
    - *Corporations Act 2001* (Cth);
    - *Australian Securities and Investments Commission Act 2001* (Cth);
    - *Financial Sector (Collection of Data) Act 2001*;
    - *Superannuation Industry (Supervision) Act 1993*;
    - *and any instrument made under these Acts*;
  - constitutes an offence against any other law of the Commonwealth punishable by imprisonment for 12 months or more; or
  - represents a danger to the public or the financial system.

This Policy describes the above as **Serious Wrongdoing**.

This is intentionally broad, and could, for example, include information about:

- Dishonest, corrupt, fraudulent or illegal conduct;
- Conduct or behaviour that poses a serious risk to health and safety or the environment;
- Inappropriate or unethical conduct;
- Any conduct which is detrimental to Summerset (including its clients) and could cause it (or them) financial or non-financial loss;
- Modern slavery (as described in Summerset Group's Modern Slavery Policy) occurring in the supply chain, activities or recruitment function of Summerset or its suppliers;
- Taking detrimental action against someone for making a disclosure about Serious Wrongdoing.

It is not possible to provide an exhaustive list of the activities that can be reported for the purposes of this Policy. However, the list above provides a guide as to what Serious Wrongdoing includes.

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### 2.2.1 What is not a reportable conduct

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The protections under the Whistleblower Laws do not apply to personal work-related grievances relating to you. If you are raising a personal employment matter or a work-related grievance, please talk to your manager or senior leader. Examples of work-related grievances include interpersonal conflicts; decisions about engagements, transfers or promotions; decisions relating to terms and conditions of employment or engagement; decisions to suspend, terminate or discipline a person.

A disclosure of a personal work-related grievance may still fall under the Whistleblower Laws if:

- the person suffers, or is threatened with, detriment for making the disclosure;
- the disclosure includes information about misconduct, an improper state of affairs or circumstances, a breach of the law, or danger to the public or the financial system, in addition to the personal work-related grievance; or
- the disclosure suggests misconduct that has significant implications for the company beyond the discloser's personal circumstances, for example, disclosure which includes concerns about a person being subjected to conduct that could amount to unlawful bullying, harassment or discrimination.

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## 2.3 Compliance with this Policy

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Employees are encouraged to let Summerset know about any behaviour they reasonably believe constitutes Serious Wrongdoing following the reporting process set out below. It is your responsibility to understand and comply with this Policy.

Non-compliance with the confidentiality and no detriment obligations is a very serious matter.

Actual or threatened detrimental conduct related to whistleblowing and confidentiality breaches will likely result in dismissal. This behaviour is also unlawful. Significant civil and criminal penalties apply for both Summerset and individuals, including significant fines and imprisonment. There may be civil remedies, including compensation, for anyone suffering such detrimental treatment.

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## 2.4 Reporting Procedure

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### 2.4.1 Reporting Process

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For the protections under the Whistleblower Laws to apply, a disclosure must be made directly to an '*eligible recipient*'. These people are detailed below. The role of an eligible recipient is to receive disclosures that qualify for protection.

The position of the Whistle Blowing Officer is held by the GM People & Culture.

To support the effectiveness of this Policy, we recommend that any Relevant Person who wishes to make a protected disclosure 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 they cannot approach either of the above (including 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 may be made through Summerset's confidential whistleblowing service. Summerset's Whistleblower contact details are listed below:

Employee Hotline	1800 500 965
Mail	The FairCall Manager, KPMG Forensic, PO Box H67, Australia Square, Sydney NSW 1213.
Internet	<a href="https://www.kpmgfaircall.kpmg.com.au/Summerset">https://www.kpmgfaircall.kpmg.com.au/Summerset</a>

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 to the extent that this is appropriate. What information may be shared with the Relevant Person will depend on a range of factors including the nature of the Disclosure.

If a Relevant Person does not feel comfortable raising their disclosure with one of the eligible recipients noted above, they could also raise it with any of the following:

- an officer or senior manager of Summerset or a related body corporate. For these purposes, a senior manager includes the Chief Financial Officer, General Counsel & Company Secretary and Head of Group Technology; or
- the internal or external auditors or actuaries of Summerset or a related body corporate (including a member of an audit team conducting an audit).

#### *External disclosures*

While Summerset encourages Relevant Persons to make disclosures internally, a Relevant Person may choose to raise disclosable matters outside of Summerset with:

- ASIC; or
- APRA; or
- a Commonwealth authority prescribed in the Corporations Regulations; or
- a qualified legal practitioner for the purpose of taking legal advice or legal representation in relation to the operation of the whistleblower protections under the Corporations Act.

#### *Other types of disclosures*

There are additional categories of disclosures called '*public interest disclosures*' and '*emergency disclosures*' that qualify for protection under the Whistleblower Laws. These can be made to journalists and members of Parliament, but only if the Relevant Person complies with strict

requirements which are set out in the Whistleblower Laws. These requirements include that a disclosure must have previously been made to ASIC, APRA or a prescribed body and written notice provided to the body to which the disclosure was made. In the case of a public interest disclosure, at least 90 days must have passed since the previous disclosure.

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#### **2.4.2 Reporting by Relevant Persons**

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All protected disclosures 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 any investigation.

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#### **2.4.3 Anonymous Reporting**

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Summerset respects and protects your identity if you choose to make an anonymous report. You can choose to remain anonymous while making a report, interacting with case managers during an investigation of your report, as well as after your case is closed. This includes choosing not to answer questions which may reveal your identity. At any given time, you can identify yourself, but this is your choice and at no point do you need to do this or will you be forced to provide your identity.

If you decide to disclose your identity, Summerset will work to protect your identity. Summerset will also take all steps necessary (and outlined in this Policy) to ensure you do not suffer any retaliation.

It is worth noting that Summerset will make every endeavour possible to investigate your report, but in some cases, there are limitations of what can be achieved if you decide to remain anonymous.

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#### **2.4.4 Executive Leadership Team (ELT)**

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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
- Adequate measures for assessing compliance with this standard.

#### **What needs to be included in the report**

All disclosures of Serious Wrongdoing should provide specific, adequate, and pertinent information with respect to, among other things, dates, places, persons/witnesses, amounts, and other relevant information, in order to allow for reasonable enquiries to be conducted. If the Relevant Person discloses their name, the authorised person receiving the disclosure will acknowledge having received the disclosure and may initiate a follow-up meeting.

However, if the disclosure is submitted on an anonymous basis there will be no follow-up meeting regarding the disclosure of Serious Wrongdoing, and Summerset will be unable to communicate with the Relevant Person if more information is required or if the matter is to be referred to external parties for further investigation.

Please remember that all claims of Serious Wrongdoing received are treated on a confidential basis and Relevant Persons are encouraged to disclose their identity. There are protections relating to confidentiality afforded to them at law.

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## 2.5 Investigation

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Investigation processes, if required, will vary depending on the precise nature of the conduct reported. Summerset will take all reasonable steps so that investigations can be conducted in a manner that is fair, objective and affords natural justice to all people involved.

While timeframes may vary, depending on the nature of the conduct reported, within 20 working days of receipt of the disclosure, the person at Summerset to whom the disclosure was made (**Recipient**) will endeavour to examine seriously the allegations of Serious Wrongdoing and decide whether they fall within the Whistleblower Laws and whether an investigation is warranted (and if so, what type of investigation). 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 and that the identity of the Relevant Person remains confidential (unless they have consented to it being disclosed or another exemption applies).

Where appropriate, the Recipient will advise the Relevant Person whether or not Summerset has determined to investigate the matter.

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, an investigation will be undertaken. 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) is responsible for ensuring the investigation occurs.

If Summerset decides an investigation is required, Summerset will determine the nature and scope of the investigation. Generally, those accused of the Serious Wrongdoing will have an opportunity to answer the allegation having regard to procedural fairness.

Each investigation will be different which will impact the applicable timeframe. However, Summerset's intent is to complete an investigation as soon as practicable.

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### 2.5.1 Facilitation of Investigations

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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.

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### 2.5.2 Reporting

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At the conclusion of the investigation, a report of the findings will be prepared. The content of the final report and its form will depend on the nature of the disclosure. Among other things, the report may include recommendations for steps to be taken to prevent any substantiated Serious Wrongdoing from occurring in the future, as well as any action that should be taken to remedy any harm or loss arising from the Serious Wrongdoing, including disciplinary action against the person responsible for the conduct, and the referral of the matter to appropriate authorities, as is deemed necessary. Reports may also be prepared about the disclosure if the matter has not been subject to a full investigation.

Reports will not contain any information that could lead to identification of the Relevant Person unless they have consented to being identified.

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## 2.6 Whistleblower Protection and Confidentiality

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Serious penalties can apply to people who breach the whistleblower's confidentiality protections under the Whistleblower Laws or who retaliate against them. Speaking up about Serious



Wrongdoing can be difficult but it is important that you do. Summerset is committed to taking all reasonable steps to ensure that Relevant Persons are protected and supported.

Strict confidentiality protections apply in respect of any disclosures under the Whistleblower Laws. Unless the Relevant Person consents, it is against the law for a person to disclose a Relevant Person's identity or any information that may lead to their identification (subject to the exceptions set out below).

If a Relevant Person does not consent to their identity being disclosed, it will still be lawful to disclose their identity to:

- ASIC, APRA, the AFP or the Commissioner of Taxation (in relation to tax matters);
- a legal practitioner for the purposes of obtaining legal advice or legal representation about the disclosure; or
- to a body prescribed by the Corporations Regulations.

It will also be lawful to disclose information in a disclosure without the Relevant Person's consent if this is reasonably necessary for the purpose of investigating the disclosure (provided the information does not include the Relevant Person's identity and Summerset takes all reasonable steps to reduce the risk that the Relevant Person will be identified as a result of the disclosure).

The steps Summerset takes to protect a Relevant Person's identity include:

- mechanisms that reduce the risk of their identity being disclosed (such as redactions or gender neutral terms);
- maintaining secure record keeping and information sharing processes; and
- reminding people involved in the matter about the confidentially requirements.

A Relevant Person is also protected against detriment including:

- adverse employment actions (dismissal, demotion, suspension, harassment, bullying or other forms of discrimination);
- threats of detriment; and
- any civil liability, criminal liability and/or administrative liability,

in circumstances where the person believes or suspects that the other person or a third person made, may have made, proposes to make or could make a disclosure about Serious Wrongdoing. Subject to this Policy, a Relevant Person is protected even if the allegations prove to be incorrect or unsubstantiated.

This Policy and the Whistleblower Laws protect the Relevant Person against any detriment, provided that the disclosure is based on the Relevant Person's reasonable suspicion that the conduct, or issue related to the conduct constitutes, or may constitute, Serious Wrongdoing and is made to an eligible recipient .

Employees who participate or assist in an investigation will also be protected.

It is unlawful for a person to take detrimental action against a Relevant Person if they have made a disclosure about Serious Wrongdoing that meets the above-mentioned conditions. However, this does not prevent action being taken against the Relevant Person if they are a participant in the Serious Wrongdoing about which the disclosure is made. In those circumstances, the decision to make the disclosure is only likely to affect the extent of the disciplinary measures (if any) that may eventually be taken against the Relevant Person. This effectively means that it is unlawful for Summerset and its directors, employees or agents to penalise, dismiss, demote, suspend, threaten or harass a Relevant Person, or transfer the Relevant Person to an undesirable job or location, or discriminate in any manner against the Relevant Person, to take detrimental action or retaliate as a result of the Relevant Person having reported potential Serious Wrongdoing, unless the Relevant Person is a participant in the Serious Wrongdoing, or any other misconduct that comes to light as part of the investigation.

Summerset considers any detrimental action against a Relevant Person to be a serious breach of this Policy and one likely to result in disciplinary measures, up to and including dismissal. This

protection applies to anyone providing information related to an investigation pursuant to this Policy.

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## 2.7 Communication & Follow Up Reports

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The Relevant Person can choose to be kept informed of the progress of any investigation, provided the disclosure was not submitted anonymously. 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. However, the extent of the information provided, or whether it will be provided at all, will be subject to applicable confidentiality considerations, legal obligations and any other factors Summerset considers relevant in the particular situation.

Summerset will also support the Relevant Person through any investigation process, and our commitment to confidentiality. Independent support and counselling is also available through our Employee Assistance Program

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## 2.8 How We Engage External Parties

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At times Summerset may engage an external organisation or consultant in our whistleblowing program and strategy. Examples of how we might engage an external third party include:

**Whistleblowing Platform:** Summerset uses a third-party whistleblowing platform to ensure we protect your identity and leverage technologies to ensure no one in our organisation can identify you. This platform also allows for two-way, anonymous communication as well as case management and data protection features.

**Accounting / Legal / Information Technology Firms:** Summerset may engage an external company/s to perform forensic investigating of specific disclosures of Serious Wrongdoing that are made.

**Investigators:** Summerset may engage a specialist investigative consultant to investigate specific disclosures of Serious Wrongdoing where we do not have the skills or available resources in-house. They may also be used for investigations that Summerset would prefer an independent consultant to investigate due to the nature of the allegation/s.

**Human Resources Consultants:** Summerset may engage an independent human resources consultant to be involved in specific whistleblowing disclosures, ensuring we use human resource best practices as we assess, investigate, and manage disclosures of Serious Wrongdoing.

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## 2.9 False Allegations

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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, including termination of employment.

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## 2.10 Subject of the Report

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Any Staff member who is the subject of a protected disclosure will be treated in a fair and reasonable manner. Generally, 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 under this Policy.



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## 2.11 Reporting to the Board

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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.

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## 2.12 Review and Compliance

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This Policy will be reviewed annually to ensure it remains relevant, current, and compliant with all applicable laws governing Summerset, relevant activities, and functions. This Policy may be varied by Summerset from time to time, including as part of any review.

This Policy will be made available to Summerset's employees and officers via Summerset's Company Web.

## 3. Related standards and legislation

	Details
Related legislation	<ul style="list-style-type: none"><li>▪ <i>Corporations Act 2001</i> (Cth)</li><li>▪ <i>Taxation Administration Act 1953</i> (Cth)</li></ul>

Both the *Corporations Act 2001* (Cth) (**Corporations Act**) and the *Taxation Administration Act 1953* (Cth) (**Whistleblower Laws**) provide special protections for Relevant Persons in respect of disclosures that qualify for protection under each Act. Summerset is committed to ensuring these legislative protections are complied with, and this Policy is designed to ensure those legislative protections are provided to Relevant Persons who make reports under the Policy.

This Policy is not intended to go beyond the Whistleblower Laws and is not a term of any contract, including any contract of employment and does not impose any contractual duties, implied or otherwise, on Summerset.