

# Whistle Blowing Policy

<b>Policy Hierarchy:</b>	Board Policy														
<b>Accountable Owner:</b>	Chief People Officer														
<b>Policy Owner:</b>	General Manager, People Services														
<b>Policy Author:</b>	General Manager, People Services														
<b>Version:</b>	3														
<b>Applicable Entities:</b>	<table> <tr> <td>Auto &amp; General Insurance Company Limited (AGIC)</td><td></td></tr> <tr> <td>Auto &amp; General Holdings Pty Ltd (AGH)</td><td>x</td></tr> <tr> <td>Auto &amp; General Services Pty Ltd (AGS)</td><td></td></tr> <tr> <td>Compare the Market Pty Ltd (CTM)</td><td>x</td></tr> <tr> <td>Pet Health Insurance Services Pty Ltd (PHIS)</td><td>x</td></tr> <tr> <td>Control Insurance Solutions (CIS)</td><td>x</td></tr> <tr> <td>Auto &amp; General Training Ltd</td><td></td></tr> </table>	Auto & General Insurance Company Limited (AGIC)		Auto & General Holdings Pty Ltd (AGH)	x	Auto & General Services Pty Ltd (AGS)		Compare the Market Pty Ltd (CTM)	x	Pet Health Insurance Services Pty Ltd (PHIS)	x	Control Insurance Solutions (CIS)	x	Auto & General Training Ltd	
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<b>Review Frequency:</b>	Annual														
<b>Approved by:</b>	AGIC Board														
<b>Approval Date:</b>	20 January 2022														

## Any unauthorised use or disclosure is prohibited.

This document contains confidential information about Auto & General Insurance Company Limited (AGIC), Auto & General Holdings Pty Ltd (AGH), Auto & General Services Pty Ltd (AGS), Compare the Market Pty Ltd (CTM), Pet Health Insurance Services Pty Ltd (PHIS), Control Insurance Solutions (CIS) and/or their related entities and may only be used by recipients in the course of their employment with AGH and/or CTM.

# WHISTLEBLOWING POLICY

## Purpose

We are committed to providing a work environment that encourages and allows employees to operate with ownership and integrity, be recognised and rewarded for their achievements, and feel safe to raise matters of concern. Dishonest, illegal, fraudulent and unethical conduct is contrary to our Company Values.

## Scope

This Policy applies to direct employees, contractors and third-party representatives of Auto & General Insurance Company Ltd (AGIC), Auto & General Holdings Pty Limited (AGH), Auto & General Services Pty Ltd (AGS), Compare the Market Pty Ltd (CTM), Pet Health Insurance Services (PHIS), Control Insurance Solutions (CIS) and their related entities (also referred to as 'the Company' in this policy).

This policy should be read together with:

- AGIC Fit & Proper Policy;
- Corporations Act;
- Disputes & Grievances Policy;
- Employee Disclosure & Conduct Policy; and
- Managing Unacceptable Performance and Conduct Procedure.

## Effective date

20 January 2022

## Definitions

**Employee** – an employee of Auto & General or Compare the Market. Also referred to as 'you' in this policy.

**Grievance** – a complaint made by an individual regarding some specific aspect of their employment, the policies and practices of the Company, the actions, conduct or behaviour of another employee or associate, or Workplace Health and Safety issue.

**Leader** – usually the employee's direct leader but may include other leaders with appropriate delegation.

**Misconduct** – Conduct including breaches of legislation and falling short of the standards of behaviour set out in the Company's policies, guidelines and procedures, an employee's contract of employment or other generally accepted standards of conduct and behaviour.

**People & Culture Representative** – a nominated member of the People & Culture team, most likely from the People Services team.

**Whistleblower** – an eligible person who discloses information about suspected concerns of misconduct, wrongdoing or an improper situation or circumstance in relation to the Company and qualifies for protection under the Corporations Act.

**Whistleblower Protections Officer (WPO)** – responsible for protecting and safeguarding disclosures and ensuring the integrity of the reporting procedure.

## 1. Introduction

- 1.1 All Company employees are expected to behave and operate in a manner that promotes openness, honesty, and transparency. This includes, being aware of, and raising matters of concern, and reporting any matters outlined within this Policy that require disclosure
- 1.2 Company employees are encouraged to raise matters of concern and, in most cases, it will be appropriate to do so informally, for instance with the person's manager

## 2. Principles

- 2.1 This Policy sets out the confidential and secure process for reporting matters which an employee or other individual feel uncomfortable raising informally, and to:
  - a) encourage individuals to report an issue if they reasonably believe someone has engaged in wrongdoing;
  - b) outline how whistleblower disclosures will be managed, to:
    - i. allow individuals to disclose wrongdoing safely, securely and with confidence that they will be protected and supported;
    - ii. deal with disclosures appropriately and on a timely basis;
    - iii. provide transparency around the framework for receiving, handling and investigating disclosures;
    - iv. encourage more disclosures of wrongdoing;
    - v. help deter wrongdoing; and
    - vi. provide a practical tool for helping to identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosing it; and
  - c) implement a framework for whistleblower disclosures which meets the requirements of the Corporations Act and provides protection for whistleblowers under the Tax Administration Act.
- 2.1 We have appointed a Whistleblower Protection Officer (WPO) to receive and manage disclosures under this Policy. A discloser seeking additional information before formally making their disclosure should contact the WPO.

Any questions about how this Policy operates should be directed to the WPO as below:

<b>Name</b>	<b>Lona Sarson (Chief People Officer, Insurance Australia)</b>
<b>Telephone</b>	(07) 3096 8481
<b>Email</b>	lona.sarson@autogeneral.com.au
<b>Mail</b>	Level 13, Toowong Tower 9 Sherwood Road, Toowong QLD 4066

### 3. Roles and Responsibilities

#### 3.1. Whistleblower Protection Officer (WPO)

- a) provide regular reports to the AGH, CTM, CIS, PHIS and AGIC Boards regarding the effectiveness of this Policy and reports made under it;
- b) immediately inform the AGH, CTM, CIS, PHIS and AGIC Boards of any report which concerns serious misconduct; and
- c) review this Policy annually (or more often if required), recommend changes to the AGH and AGIC Boards for approval and implement any approved changes.

#### 3.2. AGH, CTM, PHIS, CIS & AGIC Boards

- a) oversee and monitor this Policy, including through the review of reports from the WPO;
- b) review whether trends, themes or emerging risks highlighted by disclosures are being addressed and mitigated; and
- c) review and approve recommended changes to the Policy.

### 4. Eligible Whistleblower

4.1. Reports can be made, with the protections set out in this Policy and under the Corporations Act by the follower eligible whistleblowers. Current and former:

- a) employees and contractors of the Company;
- b) Directors and Officers of the Company;
- c) third party representatives and other suppliers of goods or services to the Company;
- d) associates of the Company; and
- e) relatives, dependents, and/or spouses of any individuals referred to in this section.

### 5. Reportable Conduct

5.1. Reports can be made, with the protections set out in this Policy and under the Corporations Act, of information that an individual has reasonable grounds to suspect concerns misconduct or an improper state of affairs or circumstances in relation to the Company. This may include information indicating:

- a) misconduct, or an improper state of affairs or circumstances including fraudulent and corrupt behaviour or practices;

- b) conduct that constitutes an offence against legislation, including the Corporations Act and ASIC ACT;
- c) in the case of AGIC, that a responsible person does not meet the fit and proper criteria set out in AGIC's Fit and Proper Policy;
- d) misconduct, or an improper state of affairs or circumstances in relation to the Company's tax affairs;
- e) systemic issues that a regulator should know about to properly perform its functions;
- f) conduct prohibited by the Company's Policies or guidelines including the [Employee Disclosure & Conduct Policy](#);
- g) conduct that may cause harm to a person; or
- h) conduct that represents a significant risk to public safety or the stability of or confidence in the financial system.

5.2. This Policy and the protections provided by it do not apply to workplace disputes and grievances unless:

- a) they relate to conduct as referred to in section 5.1 of this Policy;
- b) the Company 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 discloser's personal circumstances;
- c) the conduct caused detriment to an eligible Whistleblower under this Policy, or a threat of such conduct in connection with a disclosure or potential disclosure; or otherwise have significant implications for the Company.
- d) the discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act (see RG 270.72).

5.3. Where an employee has a workplace dispute or grievance, they should refer to the [Dispute and Grievances Policy](#).

5.4. The protections in this Policy and under the Corporations Act also do not apply to other topics where the information does not concern misconduct or an improper state of affairs or circumstances.

## 6. Reporting Procedure

### 6.1. Reporting conduct under this Policy

6.1.1 Report of conduct protected under this Policy as outlined in Section 5 should be made to the WPO either in person, or via phone, email or mail.

6.1.2 If you contact the WPO in person or by telephone, you should expect to be asked:

- a) for details of the conduct you wish to report;
- b) whether you are comfortable providing your identity; and
- c) whether you agree to further contact to discuss and be provided with updates on your report.

6.1.3 If you contact the WPO by email or letter, you should include:

- a) details of the conduct you wish to report;
- b) a statement regarding whether you are comfortable providing your identity (and where anonymity is desired, taking care not to reveal that in the email or letter); and
- c) a statement regarding whether you agree to further contact to discuss and be provided with updates on your report.

6.1.4 While you are encouraged to make reports under this Policy to the WPO, you are also entitled to make a report to:

- a) another eligible recipient of the Company, which means:
  - i. a Director or Officer;
  - ii. a senior manager;
  - iii. an internal or external auditor (KPMG), or a member of an audit team conducting an audit; or
  - iv. an actuary
- b) the Australian Securities & Investments Commissions (ASIC);
- c) the Australian Prudential Regulatory Authority (APRA); or
- d) the Australian Taxation Officer (ATO) for tax matters only.

6.1.5 Where you make a report to one of the eligible recipients of the Company as referenced in section 6.1.4a, rather than to the WPO, it is important that you first state that you wish to make a report under this Policy, so that recipient understands that the terms of this Policy need to be met.

6.1.6 Where such an eligible recipient receives a report under this Policy, they should immediately notify the WPO and follow their directions.

6.1.7 If you wish to make a report to one of the other entities, you can do so as follows:

<b>ASIC</b>	<a href="https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/">https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/</a>
<b>APRA</b>	<a href="https://www.apra.gov.au/become-a-whistleblower-and-make-a-public-interest-%20disclosure">https://www.apra.gov.au/become-a-whistleblower-and-make-a-public-interest-%20disclosure</a>
<b>KPMG</b>	07 3233 3127
<b>ATO</b>	<a href="https://www.ato.gov.au/general/gen/whistleblowers/">https://www.ato.gov.au/general/gen/whistleblowers/</a> (applicable to tax matters only)

## 6.2. Public Interest Disclosures

6.2.1 If you make a report to ASIC or APRA (but not otherwise), you are also entitled to disclose information to a journalist or parliamentarian in the following circumstances:

- a) at least 90 days have passed since you made your report to ASIC or APRA;
- b) you do not have reasonable grounds to believe that actions are being, or has been taken in relation to your report;

- c) you have reasonable grounds to believe that making further disclosure of the information is in the public interest; and
- d) before making the public interest disclosure, you have given written notice to ASIC or APRA (as appropriate) that identifies the disclosure and states that you intend to make a public interest disclosure.

6.2.2 It is recommended that you contact an independent legal adviser before making a public interest disclosure.

### **6.3. Emergency Disclosures**

6.3.1 If you make a report to ASIC or APRA (but not otherwise), you are also entitled to disclose information to a journalist or parliamentarian in the following circumstances:

- a) you have reasonable grounds to believe that information the subject your report concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;
- b) before making the emergency disclosure, you have provided written notice to ASIC or APRA (as appropriate) that identifies the disclosure and states that they have intended to make an emergency disclosure; and
- c) 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.

6.3.2 It is recommended that you contact an independent legal adviser before making an emergency disclosure.

## **7. Assessing and Investigation of Misconduct Procedure**

### **7.1. Review by Whistleblower Protection Officer (WPO)**

7.1.1 Upon receiving a report, the WPO will assess its content to determine whether it falls within the scope of this Policy and whether an investigation is required.

### **7.2. Investigation**

7.2.1 Where the WPO determines that an investigation is required, this will be conducted by a People & Culture Representative, under direction of the Chief People Officer, Insurance Australia. They will be provided with appropriate and discrete? access to resources to support the investigation.

7.2.2 Where it may be appropriate for the investigation to be conducted in this manner, the WPO in consultation with the Group Managing Director & CEO (Asia Pacific) will provide appropriate instruction for the investigation to occur.

7.2.3 The investigator will plan the nature, scope and timeframe for the investigation (which will vary depending on the nature of the disclosure) in consultation with the WPO and will provide regular updates to them.

7.2.4 A preliminary assessment will be completed to decide whether there is sufficient evidence to support the allegations and whether to proceed further.

7.2.5 If a complete investigation is required, it may involve:

- a) preliminary fact-finding review involving interviewing of relevant witnesses;
- b) reviewing and collating evidence;
- c) seeking advice from/obtaining expertise of external agencies;
- d) liaising with the police, other law enforcement agencies or regulatory bodies; and/or
- e) preparing and reporting findings.

7.2.6 The reporting employee will be kept informed of the progress of the investigation and will be consulted to clarify information where necessary, where they have consented to do so.

### **7.3. Resolution**

7.3.1 The Investigator will, at the end of the process, submit a written report of the findings to the WPO.

7.3.2 If it is deemed that there is sufficient evidence to support the allegations then the WPO will determine any further actions to be taken, in consultation with others as appropriate.

## **8. Confidentiality**

8.1 The Company cannot disclose information that is likely to lead to the identification of the discloser as part of its investigation process—unless:

- a) the information does not include the discloser's identity;
- b) the entity removes information relating to the discloser's identity or other information that is likely to lead to the identification of the discloser (e.g., the discloser's name, position title and other identifying details); and
- c) it is reasonably necessary for investigating the issues raised in the disclosure.

8.2 A person can disclose the information contained in a disclosure with or without the discloser's consent if:

- a) the information does not include the discloser's identity;
- b) the entity has taken all reasonable steps to reduce the risk that the discloser will be identified from the information; and
- c) it is reasonably necessary for investigating the issues raised in the disclosure.

8.3 All information provided by you, as part of a report under this Policy, will be held in the strictest confidence and all reasonable steps will be taken to protect your identity. All files and documentation will be kept secure in suitable locations and only accessed by the WPO or in accordance with



their directions. Interviews, meetings, and phone calls related to an investigation will be undertaken in private.

- 8.4 Where information is provided to an investigator or other individuals (e.g., the Board), they are to maintain confidentiality over the information in accordance with the WPO's directions. In passing on any information, care will be taken to minimise the risk of you being identified, for instance, using gender neutral language and removing aspects of the information which could point towards your role within the Company.
- 8.5 Where you provide your identity in connection with a report under this Policy (or the Company otherwise comes to know your identity), that will only be disclosed to individuals other than the WPO in the following circumstances:
  - a) with your consent;
  - b) to ASIC, APRA or the Australian Federal Police; or
  - c) to a legal practitioner for the purpose of obtaining legal advice or representation about the whistleblower provisions in the Corporations Act.
- 8.6 It is illegal for a person to disclose your identity or information likely to lead to your identification other than in these circumstances.
- 8.7 Information the subject of a report under this Policy will only be disclosed to an investigator or other individual where reasonably necessary for investigating the issues raised in the report. That information will not include your identity (where known) unless the WPO has first obtained your written consent. If consent is not given, your identity will not be provided to the investigator, and all reasonable steps will be taken to reduce the risk that you will be identified from other information. However, your refusal to consent to providing your identity to an investigator may impact the effectiveness of the investigation.

## 9. Record Keeping

- 9.1 The WPO will maintain appropriate records regarding each step in the process for dealing with whistleblower reports as set out in this Policy, including reports, communications and other documents prepared in relation to the report and its investigation.

## 10. Disclosure Update

- 10.1 Where you have agreed to be contacted in relation to a report under this Policy, you will be:
  - a) contacted within a reasonable period to acknowledge receipt of your report;
  - b) provided with regular updates on any investigation, as considered appropriate by the WPO, having regard to the nature of the disclosure in your report; and

- c) advised of the outcome of the report (please note, there may be circumstances where it may not be appropriate to provide details of the outcome to the discloser).

10.2 The WPO will have regard to your preferred channel for communication in relation to these updates.

## 11. Anonymity

- 11.1 You may wish to make a report anonymously or under a pseudonym and still qualify for the protections under this Policy and the Corporations Act. You are also entitled to remain anonymous or use a pseudonym during the course of the investigation and to refuse to answer any questions put to you.
- 11.2 Where a report is made anonymously, we will apply the same approach to assessing and investigating the disclosure as if you had revealed your identity. However, there may be some practical limitations in conducting the investigation if you do not share your identity.
- 11.3 A discloser who wishes to remain anonymous should consider maintaining ongoing two-way communication with the Company, so the Company can ask follow-up questions or provide feedback (e.g., through a dedicated and private email account).

## 12. Legal Advice

- 12.1 The protections in this Policy also apply to any report made by you to a legal practitioner for the purpose of obtaining legal advice or legal representation regarding the operation of the whistleblower provisions in the Corporations Act and this Policy (even if the legal practitioner concludes that your report is not protected by those provisions).

## 13. False or Misleading Disclosures

- 13.1 In the event the information disclosed turns out to be incorrect, protection under this Policy and the Corporations Act will still be applied, provided you had reasonable grounds to suspect it was correct.
- 13.2 Where it has been found that the report was made deliberately false or misleading, protection under this Policy will not apply and may result in disciplinary or legal action.

## 14. Involvement in Reported Conduct

- 14.1 This Policy does not protect you from disciplinary action or liability if you were involved in the conduct you are reporting. However, voluntary reporting and full cooperation with the investigation will be considered as a factor when determining what action (if any) will be taken.

## 15. Conflict of Interest

- 15.1 Upon receipt of a report under this Policy, the WPO should assess whether they have any actual or potential conflict of interest in relation to the

conduct disclosed. If an actual or potential conflict is judged to exist, they should immediately pass all information relating to the report to the Group Managing Director & CEO (Asia Pacific) and remove themselves from any further involvement.

- 15.2 If you suspect that the WPO may have a conflict, for instance, by being involved in conduct the subject of your proposed report, you should make your report to the Group Managing Director & CEO (Asia Pacific) instead.
- 15.3 If a report is passed to the Group Managing Director & CEO (Asia Pacific) pursuant to section 15 of this Policy, the Group Managing Director & CEO (Asia Pacific) will assume the WPO's responsibilities under this Policy in relation to that report.

## 16. Protection for Whistleblowers

- 16.1 The protections set out in this section apply from when a whistleblower report is made under this Policy. Individuals are also protected from administrative, civil and criminal liability in relation to the making of that report. The protections do not grant immunity for any misconduct a discloser has engaged in that is revealed in their disclosure
- 16.2 The Company will not take any action that causes detriment to an individual who makes a whistleblower report in accordance with this Policy, including but not limited to:
  - a) disciplinary actions;
  - b) dismissal;
  - c) alternation of position or duties to their disadvantage;
  - d) discrimination;
  - e) harassment;
  - f) intimidation;
  - g) damage to reputation, property, business or financial position; or
  - h) any other harm, injury, or damage
- 16.3 Detrimental action does not include administrative action taken to protect an individual, provided it is reasonable, or managing the individual's unsatisfactory work performance in line with the Company's performance management framework.
- 16.4 The Company's Officers and employees are also prohibited from engaging in conduct that causes detriment (or threatens to cause detriment) to an individual who makes a whistleblower report in accordance with this Policy, including where they believe or suspect that an individual may be proposing to make a report.
- 16.5 If you suffer loss, damage or injury because of a report made under this Policy, you may be entitled to compensation or other orders through the Courts where the Company failed to take reasonable precautions and exercise due diligence to prevent an individual from causing that detriment. You may wish to seek independent legal advice if you think that may be the case.

## 17. Support for Whistleblowers

### 17.1. Support for Whistleblowers

- 17.1.1 The Company is dedicated to ensuring the fair treatment of its employees who are mentioned in a disclosure and who qualify for protection.
- 17.1.2 The Company will endeavour to support individuals who make a report under this Policy through the following ways:
- a) the WPO will consider the risk of detriment against the individual as soon as possible after receiving a report and take any steps considered necessary to reduce that risk;
  - b) the individual may contact the WPO directly to discuss concerns they have in relation to the report, and steps that may be taken to reduce those concerns; and
  - c) any other support requested by the individual which, in the WPO's opinion is reasonable including the Employee Assistance Program (EAP).

### 17.2. Support for individuals mentioned in a Whistleblower Disclosure

- 17.2.1 The Company is dedicated to ensuring the fair treatment of its employees who are subject of a disclosure.
- 17.2.2 If you are the person who has allegations raised against you, you can expect that the Company will take reasonable and appropriate steps to protect your confidentiality.
- 17.2.3 If, as part of an investigation, the preliminary assessment determines that allegations are not supported, the fact that the investigation has been carried out, the results of the investigation and your identity will remain confidential.
- 17.2.4 If the preliminary assessment decides that a complete investigation is required, you, as the person subject to the allegations, will be:
- a) informed of the nature of allegations (where appropriate);
  - b) given the opportunity to respond to the allegations before a final decision is made;
  - c) advised of the outcome of the investigation;
  - d) allowed to have their defence set out fairly in any report; and
  - e) informed of any adverse comments contained in any report.
- 17.2.5 Immunity for any misconduct an individual engages in themselves will not be granted under this Policy.

## 18. Breaches of this Policy

### 18.1. Investigations of Potential Breaches

- 18.1.1 If you believe a person acted contrary to the terms of this Policy, in particular sections 8 and 16 of this Policy, you may raise the matter directly with the WPO, who will investigate it. You are also free to seek

independent legal advice or lodge a complaint with ASIC, ATO or APRA if you believe you have suffered detriment (including suffering a breach of confidentiality) in relation to a report made, or to be made, under this Policy.

## 18.2. Consequences of a Breach

18.2.1 If an employee acts in a way that breaches this Policy, in particular sections 8 and 16 of this Policy, they may face disciplinary action under the [Managing Underperformance and Inappropriate Workplace Behaviour policy](#). Some breaches of this Policy may constitute a criminal offence.

## 19. Availability of Policy

19.1. This Policy will be made available to Company employees through the Company intranet and employee training. It will be provided separately to those referred to in section 4.1 of this Policy who are not Company employees. A version of this Policy will also be made available to others entitled to make reports under this Policy through the [Auto & General external website](#).

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