

Whistleblower Protection Policy

Newcastle Greater Mutual Group Ltd ACN 087 651 992



NGM
GROUP

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Further information about whistleblowing and whistleblower protections can be found at:

- Whistleblower rights and protections (ASIC): www.asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/whistleblower-rights-and-protections/
- Become a Whistleblower or make a public interest disclosure (APRA): www.apra.gov.au/become-a-whistleblower-or-make-a-public-interest-disclosure
- Tax whistleblowers (ATO): www.ato.gov.au/general/gen/whistleblowers/

1. Why we have this Policy

This Whistleblower Protection Policy outlines:

- How you can speak up about any misconduct or wrongdoing and how we handle your concerns; and
- The protections in place under whistleblower protection laws for those reporting certain misconduct or wrongdoing (i.e. for eligible reports of disclosable matters).

An effective whistleblowing process is required by law and is of vital importance to:

- Doing the right thing and helping our staff feel safe and supported to do so;
- Preventing and detecting misconduct and wrongdoing;
- Our long-term sustainability and reputation; and
- Complying with our obligations.

This Policy is our whistleblower policy under relevant whistleblower protection laws and applies to Newcastle Greater Mutual Group Ltd (**NGM Group**) and its related entities.

2. About Whistleblower Protections at NGM Group

We encourage and support speaking up (whistleblowing) by following these principles:

Fostering a speak up culture

Doing the right thing means that we create an environment where staff feel they can speak up and report issues or concerns.

Staff are required to report instances of misconduct or wrongdoing.

Current staff can also raise issues and concerns via other channels in the ordinary course of business, including by reporting an incident or hazard. Further information on available channels for staff can be found on the intranet.

Whistleblower protections and support

People that make a whistleblower report will be protected from detrimental conduct or harm relating to that report, so that they can feel safe to speak up.

We will maintain confidentiality relating to speaking up to the fullest extent possible and allow issues and concerns to be raised anonymously.

Taking appropriate action

All whistleblower reports received will be treated seriously and investigations will be conducted in a timely and fair manner.

Ensuring transparency and awareness

This Policy will be made available on our public website and accessible via the intranet for current staff.

Training on whistleblowing processes, including whistleblower protections, for all current staff will occur at induction, and at least every two years.

3. Who can speak up and what they can speak up about under this Policy

Eligible reporters

A person who speaks up under this Policy is also known as a 'whistleblower' or a 'reporter'. The following people (**eligible reporters**) can report an issue or concern and be eligible for protections under this Policy:

- Current or former employees (including those employed on a temporary or contract basis);
- Current or former directors and other officers;
- Current or former associates;
- Current or former suppliers and service providers and their current or former employees;
- A relative, dependant or spouse of any of the above; and
- Any other person to whom whistleblower protections extend in relation to NGM Group or any of its related entities under whistleblower protection laws.

Disclosable matters

Any eligible reporter can make a report under this Policy about the following types of matters and receive whistleblower protection:

<p>Included</p>	<p>The type of issues and concerns that are eligible for protection if raised under this Policy are called 'disclosable matters'.</p> <p>A disclosable matter is where you have reasonable grounds to suspect misconduct or wrongdoing in relation to NGM Group or any of its related entities, such as:</p> <ul style="list-style-type: none"> • Illegal conduct, such as theft, violence, criminal damage or breach of duty; • Unethical or dishonest conduct, such as fraud, bribery or corruption; • Breaches of law or regulatory requirements; • Financial irregularities or improper conduct relating to tax affairs, financial accounting or audits; • Risks to public safety, the environment or the financial system; • Concealing misconduct or wrongdoing; or • Engaging in or threatening detrimental conduct against a person in relation to speaking up. • If the issue or concern reported turns out to be incorrect or mistaken, the person speaking up still qualifies for protection if they had reasonable grounds to suspect misconduct or wrongdoing. <p>Protections do not extend to false reports. Current officers or staff who knowingly make a false report may be subject to disciplinary action.</p> <p>More information can be found in the Definitions section of this Policy, or you can direct any questions to NGM Group's Whistleblower Protection Officers (WPOs) (identified below); or seek your own independent legal advice (i.e. not from the NGM Group Legal team).</p>
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<p>Excluded</p>	<p>Some types of issues and concerns are not covered by this Policy and reports about them are not protected under whistleblower protection laws. These are called 'excluded matters' and include:</p> <p>1. Personal work-related grievances</p> <p>Personal work-related grievances are issues that directly affect you personally in relation to your employment with NGM Group.</p> <p>Examples include interpersonal conflict between you and another staff member; disciplinary matters; remuneration; transfer or promotion decisions; or unfair treatment.</p> <p>While not covered under this Policy, personal work-related grievances may attract protections under other legislation, such as the Fair Work Act 2009 (Cth). Staff are encouraged to raise personal work-related grievances to their manager or the People & Culture division.</p> <p>There are some cases where a personal work-related grievance may be covered by this Policy and qualify for protection, including where:</p> <ul style="list-style-type: none"> • It is part of a mixed report that includes other issues or concerns that are disclosable matters; • It has significant implications beyond just you personally, e.g. systemic underpayment of remuneration; • It relates to a breach of employment laws punishable by imprisonment of 12 months or more; • It is conduct that represents a danger to the public; or • You seek independent legal advice (i.e. not from the NGM Group Legal team) which confirms that a matter is a disclosable matter and qualifies for protection under whistleblower protection laws. <p>2. Customer complaints</p> <p>Customers concerned with the way we have handled a matter, product or service can make a complaint. More information on how to make a complaint; and also how we handle complaints, can be found at www.newcastlepermanent.com.au/contact-us/compliments-and-complaints or at www.greater.com.au/complaints.</p>
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4. Questions about this Policy

You can raise any questions, concerns or obtain additional information about speaking up or what to do before speaking up (for staff) on the intranet, from your manager, from first or second line risk and compliance representatives, from Legal & Corporate Governance division representatives, or from the Chief People & Culture Officer; or (for all) from a WPO or a Whistleblower Investigation Officer (**WIO**) (identified below), or from the Chief Legal & Corporate Governance Officer. We encourage you to raise any questions or concerns with, or request additional information from, NGM Group's WPOs (identified below) in the first instance.

5. How to speak up under this Policy

Raising your concern about misconduct or wrongdoing

To make a report under this Policy, you must speak up about a disclosable matter to an eligible recipient (internal reporting channel) or through an external reporting channel. We have several confidential channels available to make a report verbally or in writing.

When making a report, you should ensure you:

- Provide clear information, based on facts and first-hand knowledge;
- Do not omit material information; and

- Are not biased or report facts in a way that may give rise to a perception of bias.

You have options for protecting your identity when making a report. Regardless of the option you choose, we will keep information in relation to your identity and your report confidential to the fullest extent possible, by allowing you to:

- Choose to remain anonymous during the investigation process and after the investigation process has been completed, noting that remaining anonymous may affect our ability to effectively investigate the matter and to communicate with you regarding the report;
- Refuse to answer any questions asked that you feel could reveal your identity and adopt a pseudonym when making a report if you wish; and
- Change your mind at any time and disclose your identity to a WPO or WIO even if you initially requested anonymity.

You are encouraged to maintain communication with a WPO throughout the investigation process.

Internal reporting channels

You are encouraged to make a report to an internal eligible recipient to enable the report to be addressed as soon as possible. This can be done by completing a **Whistleblower Form**, which is available through our NGM Group website by searching “Whistleblower Form” in the search engine. Once you have completed the form, please forward it to one of the following:

- a WPO;
- a WIO;
- a director, other officer or senior manager; or
- a member of the internal audit team or external auditors or actuaries conducting an audit of NGM Group or any of its related entities.

If you are not an eligible recipient but receive a report that could constitute a disclosable matter outside of the speaking up channels, you should maintain confidentiality and contact a WPO. Current staff may also refer to the intranet for guidance.

External reporting channel - KPMG FairCall Service

If you don't feel comfortable making a report via an internal reporting channel, you are able to make a report through the KPMG FairCall service. This is a confidential and independently monitored reporting service. Whistleblower reports can be made to KPMG FairCall by telephone, mail or online, as follows:

<p>Telephone</p>	<ul style="list-style-type: none"> • Reports to KPMG FairCall can be made by telephone, as follows: <ul style="list-style-type: none"> - Toll-free service monitored by trained and experienced KPMG professionals: 1800 500 965. - Normal operating hours: Business days between 7.00 am - 5.00 pm (AEST). - Outside of normal operating hours: You may leave a voicemail or choose to have your report received by KPMG South Africa. If a voicemail is left with sufficient details, KPMG will return your call during the service's normal operating hours (above). - You will be provided with a confidential reference number by the operator.
<p>Mail</p>	<p>Reports to KPMG FairCall can also be made to a secure mailbox at the following address:</p> <p>The FairCall Manager KPMG Forensic PO Box H67 Australia Square Sydney NSW 1213</p>

Online	Reports to KPMG FairCall can also be made online at: www.kpmgfaircall.kpmg.com.au/ngmgroup .
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Prior to making a report to KPMG FairCall Service, you should review the KPMG Privacy Statement available at: kpmg.com/au/en/home/misc/privacy-faircall.html.

Other external reporting channels

Other ways you can make a report in relation to a disclosable matter to persons outside NGM Group and qualify for protection are summarised below.

<p>Auditors and actuaries</p> <p>Reports about disclosable matters can be made to the Head of Internal Audit or an external auditor or actuary, including a member of the audit team, conducting an audit of NGM Group or any of its related entities.</p> <p>Regulators</p> <p>Reports about disclosable matters can be made to a regulator (ASIC, APRA or, for tax affairs, the ATO), verbally or in writing.</p>	
<p>Public interest disclosures and emergency disclosures</p> <p>Protections are also available in certain circumstances where a report is made to a journalist or parliamentarian, as follows:</p>	
<p>Public interest disclosure</p> <p><i>all of the following criteria</i> are met:</p>	<p>Emergency disclosure</p> <p><i>all of the following criteria</i> are met:</p>
<p>90 days have passed since you made a report to a regulator (ASIC, APRA or, for tax affairs, the ATO).</p>	<p>You previously made a report to a regulator (ASIC, APRA or, for tax affairs, the ATO). <i>(Note: no waiting period applies).</i></p>
<p>You have reasonable grounds to believe:</p> <ul style="list-style-type: none"> • Action is not being taken in relation to your report; and • That making a further disclosure of the information is in the public interest. 	<p>You have reasonable grounds to believe the information concerns a substantial and imminent danger to the health or safety of one or more people or to the natural environment.</p>
<p>You have given written notice to the regulator (ASIC, APRA or, for tax affairs, the ATO), referencing your original report, to notify them that you intend to make a public interest or emergency disclosure.</p>	
<p>The information reported is no more than is necessary to inform the recipient of the substantial and imminent danger.</p>	

Seeking legal advice

If you require further information on whistleblower protection laws or the protections available for your specific circumstances, you can seek independent legal advice (i.e. not the NGM Group Legal team), at your own expense. Disclosing information to an independent legal practitioner to obtain this legal advice is protected under whistleblower protection laws.

6. Whistleblower protections and support when speaking up under this Policy

We understand that you may be worried about possible repercussions from speaking up. We are committed to supporting and protecting you even if it turns out your concerns are incorrect or mistaken.

Protecting your identity and maintaining confidentiality

We take our obligation to protect your confidentiality very seriously. Reasonable steps will be taken to reduce the risk that you could be identified as part of any process conducted under this Policy. This will be achieved by applying secure record-keeping and information sharing practices, such as:

- All information received from you, as well as the fact that you have made a report and any record produced as part of an investigation, will be held securely;
- Access to this information is restricted to people required to access it for the purposes of this Policy and consistently with whistleblower protection laws; and
- Removing information relating to your identity or other information likely to lead to your identification to the extent we are able to do so.

The unauthorised disclosure of a whistleblower's identity or of identifying information will be treated as a serious disciplinary matter. It is also an offence under whistleblower protection laws for anyone to identify someone who has made a report or to disclose information that is likely to lead to identification. Serious penalties, including large fines and imprisonment, can apply.

If you would like to make a complaint about a breach of confidentiality, contact a WPO or a regulator (ASIC, APRA or, for tax affairs, the ATO).

Protecting you against detrimental conduct

Detrimental conduct must not be taken or threatened against anyone because they are suspected to be a whistleblower or to prevent them from becoming a whistleblower, or because they are or are otherwise suspected to be associated with a whistleblowing matter.

Detrimental conduct includes:

- Disciplinary action, including dismissal, suspension or demotion;
- Any form of discrimination, harassment, bullying, intimidation or threatening behaviour;
- Injury or harm including psychological harm;
- Damage or threats to your property, business, financial position or reputation;
- Revealing your identity as a whistleblower without consent or contrary to law; or
- Threatening to carry out any of the above.

Detrimental conduct does not include administrative action that is reasonable for the purpose of protecting a person from detriment or managing unsatisfactory work performance.

We will take all reasonable steps to protect eligible reporters from detrimental conduct, including:

- Ensuring confidentiality and protecting your identity, so far as is possible;
- Taking disciplinary action against any person found to have engaged in detrimental conduct;
- Offering you a leave of absence while a matter is investigated, where this is reasonably required to protect you;
- Relocating you or other people to a different division or work group, where this is reasonably required to protect you; and
- Offering wellbeing support (as outlined below).

NGM Group's WPOs are responsible for identifying and implementing appropriate support and protection measures to individuals who are concerned that they may experience detrimental conduct because of speaking up or where risks of detrimental conduct are identified.

Detrimental conduct is a type of disclosable matter. If you believe you have been subjected to detrimental conduct, we encourage you to raise this immediately with a WPO or through one of the speaking up channels. You can also seek independent legal advice (i.e. not from the NGM Group Legal team) or contact a regulator (ASIC, APRA or, for tax affairs, the ATO).

Wellbeing support

NGM Group provides whistleblowers who are current staff (and others at the discretion of NGM Group) with access to our Employee Assistance Program (EAP), a nationwide service offering a range of confidential support services and counselling. They can be contacted 24/7 by calling 1800 818 728. Further information for staff about the EAP is available on the intranet.

Where a wellbeing risk is identified at any stage in the process, a WPO will be engaged to assist and support in monitoring the welfare of the person concerned.

Fair treatment of people mentioned in a report

Where an officer or staff member is mentioned in a report or is the subject of a speaking up report, we will ensure they receive fair treatment. We do this by:

- Handling the report and investigation in a confidential manner, so far as is possible, and consistently with whistleblower protection laws;
- Offering wellbeing support;
- Ensuring investigations are conducted in a fair and independent manner; and
- Where permitted by law, notifying the officer or staff member about the subject matter of the report prior to any action being taken and providing them with an opportunity to respond.

Remedies and protection from liability

Reporters will generally be protected from the following in relation to making a report concerning a disclosable matter:

- Civil liability, e.g. legal action for breach of employment contract or duty of confidentiality;
- Criminal liability, e.g. attempted prosecution for unlawfully releasing information (except for making a false report); and
- Administrative liability, e.g. disciplinary action.

However, a reporter may still be subject to civil, criminal, or administrative in relation to their own misconduct or wrongdoing revealed by the report.

You can seek compensation or remedies through a court if you suffer loss, damage or injury because of a report and we failed to take reasonable precautions to prevent detrimental conduct in accordance with whistleblower protection laws.

7. How we handle a whistleblower report

The following roles within the organisation will be responsible for the functions and steps outlined below, noting that NGM Group's WPOs and WIOs operate independently of each other and the responsibilities for these roles cannot reside with one person.

Role	Function	Role performed by:
<p>Whistleblower Protection Officers (WPOs)</p> <p><i>(Each WPO will provide details of the report to the other WPO, but both will otherwise keep the report confidential to the fullest extent possible).</i></p>	<ul style="list-style-type: none"> Receives and reviews all whistleblower reports. Determines the action to be taken and whether whistleblower protection is needed; and facilitates whistleblower protection where needed. Decides whether the whistleblower report requires further investigation by a WIO. 	<p>Greg Nyman Chief Legal & Corporate Governance Officer 307 King Street Newcastle West NSW 2302 M: 0409 657 990 greg.nyman@greater.com.au</p> <p>Magali Robinson Company Secretary 307 King Street Newcastle West NSW 2302 M: 0428 113 674 magali.robinson@greater.com.au</p>
<p>Whistleblower Investigation Officer (WIO)</p> <p><i>(WPOs and WIOs act independently of each other, and the responsibilities of each role do not reside with one person).</i></p>	<ul style="list-style-type: none"> Investigates whistleblower reports as required. May refer matters to an external investigator and seek external advice as required. Has a direct reporting line to the CEO and Board Audit Committee. <p><i>(WIOs have a direct reporting line to the CEO and Board Audit Committee for all whistleblower reports, and access to independent investigators and advisers where required. WPOs will escalate reports consistently with whistleblower protection laws as required.)</i></p>	<p>Grant Katz Head of Internal Audit 307 King Street Newcastle West 2302 P: 02 4927 4515 M: 0425 213 157 grant.katz@newcastlepermanent.com.au</p> <p>Anne Fullick NGM Group Internal Audit 307 King Street Newcastle West 2302 P: 02 4927 3867 M: 0414 655 741 anne.fullick@newcastlepermanent.com.au</p>

Handling a whistleblower report

When handling a whistleblower report, we will take the following approach:

<p>Receiving a report</p>	<p>Where a report is received via KPMG FairCall, KPMG will notify an NGM Group WPO within 24 hours.</p> <p>Where a report is made through an internal channel to an eligible recipient or received from KPMG FairCall, the recipient will promptly notify a WPO who may contact a WIO. The WPO will:</p> <ul style="list-style-type: none"> Maintain confidentiality in accordance with this Policy and whistleblower protection laws; Determine any whistleblower protection measures that are required in relation to the reporter, including any measures that may need to be taken by NGM Group or a WIO to protect the identity of the reporter or ensure that they feel supported while the investigation is carried out; and Report any concerns about detrimental conduct to a WIO or the Board Audit Committee (as appropriate).
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<p>Investigating and keeping the discloser informed</p>	<p>Where a report received under this Policy is referred to a WIO, the WIO will, where permitted under and consistently with whistleblower protection laws:</p> <ul style="list-style-type: none"> • Where possible, acknowledge receipt of the report with the reporter or via the WPO; • Make an assessment to determine whether the matter falls within this Policy and the nature and scope of any investigation required; • Where necessary and possible, contact the reporter to obtain further information; • Determine if an investigation is not able to be undertaken, e.g. where the reporter is not able to be contacted and the information provided in the report is insufficient; • Obtain external advice or assistance where required; • Provide updates to the WPO to pass on to the reporter throughout the investigation process, including at the commencement of, at least every 28 days during, and on completion of, the investigation process; • Consult with the WPO regarding any required whistleblower protection measures; • Act impartially and conduct the investigation without bias; • Give the person against whom any allegation is made the right to respond; • Maintain appropriate records and documentation; and • When the investigation is complete, prepare a written report which details their findings, the outcome of the investigation and, where appropriate, recommendations. <p>The method for documenting and reporting the findings will depend on the nature of the report. The reporter will receive a final update at the end of the investigation.</p>
<p>Making a decision</p>	<p>Following completion of the investigation and receipt of the investigation outcomes report from the WIO, the relevant decision maker will, where permitted under and consistently with whistleblower protection laws:</p> <ul style="list-style-type: none"> • Consider the report to ensure they are satisfied that all verifiable disclosable matters have been investigated; • Obtain external advice or assistance where required; • Determine actions, if any, to be taken as a result of the investigation based on the reports and other information received; • Make the final decision, in consultation with the WIO, as to whether disciplinary or other action will be initiated in respect of the reporter's involvement in any misconduct or wrongdoing, or false disclosure; • Inform the WIO, WPO and any person who is the subject of the report that a determination has been made; • Notify the CEO, Board Audit Committee and Board as required, and maintain a register of finalised whistleblower reports; and • Protect the confidentiality of the reporter and comply with legal obligations when making notifications.

Further details for staff on how these activities are to be undertaken can be found on the intranet.

8. Definitions

Where a term has already been explained elsewhere in this Policy, it is not repeated here.

Associate	Has the meaning given under whistleblower protection laws (as applicable).
Corporations Act	The Corporations Act 2001 (Cth) and associated regulations and regulatory instruments.
Decision maker	The relevant decision maker in relation to matters the subject of a whistleblower investigation outcomes report, which will normally be the Board, the Board Audit Committee, the CEO, the CRO, or the relevant responsible Executive (as appropriate).
Disclosable matter/ Breach of law	<p>A disclosable matter is where there are reasonable grounds to suspect misconduct or wrongdoing, such as:</p> <ul style="list-style-type: none"> • Illegal conduct, such as theft, violence or criminal damage, breach of trust or breach of duty relating to NGM Group or of its any related entities; • Unethical or dishonest conduct, such as fraud, bribery or corruption; • Behaviour that is likely to result in financial or non-financial loss to the NGM Group or any of its related entities; • Breaches of laws including behaviour that is likely to result in breaches of: <ul style="list-style-type: none"> - the <i>Corporations Act 2001</i> (Cth); - the <i>Income Tax Assessment Act 1936</i> (Cth); - the <i>Privacy Act 1988</i> (Cth); - anti-money laundering or anti-bribery laws; or - any offence under: <ul style="list-style-type: none"> • the <i>Banking Act 1959</i> (Cth); • the <i>Financial Sector (Collection of Data) Act 2001</i> (Cth); • the <i>Insurance Act 1973</i> (Cth); • the <i>Life Insurance Act 1995</i> (Cth); • the <i>National Consumer Credit Protection Act 2009</i> (or); or • the <i>Superannuation Industry (Supervision) Act 1993</i> (Cth). <p>Some conduct may be a disclosable matter even if it does not breach a particular law. For example, conduct that would be of interest to a regulator, or creates a high risk of customer harm or a significant risk to public safety or stability in the financial system even if it does not breach a particular law.</p>
Officer	Has the meaning given in the Corporations Act and (without limitation) includes NGM Group's directors, secretaries and Executives.
Regulator	In relation to whistleblower protection laws generally, the Australian Securities & Investments Commission (ASIC) and Australian Prudential Regulation Authority (APRA); and in relation to the whistleblower protection regime under the Taxation Administration Act, the Australian Taxation Office (ATO).
Regulatory requirements	Applicable legal, prudential and other regulatory requirements, such as those administered by the Australian Prudential Regulation Authority (APRA), Australian Securities & Investments Commission (ASIC), Australian Transaction Reports and Analysis Centre (AUSTRAC), Australian Competition and Consumer Commission (ACCC) or Australian Taxation Office (ATO).

Related entity	Has the meaning given under whistleblower protection laws (as applicable).
Report/ Disclosure	An issue or concern reported through a speaking up channel.
Reporter/ Whistleblower/ Discloser	A person who has raised an issue or concern (i.e. made a disclosure) through a speaking up channel.
Parliamentarian	A member of the Parliament of the Commonwealth or of a State or Territory.
Senior manager	Has the meaning given in the Corporations Act and (without limitation) includes a person other than a director or company secretary who makes, or participates in making decisions that: <ul style="list-style-type: none"> • Affect the whole, or a substantial part of, the business of NGM Group; or • Have the capacity to significantly affect NGM Group's financial standing.
Tax affairs	Affairs relating to all taxes imposed by or under, or assessed or collected under, all laws administered by the Tax Commissioner.
Taxation Administration Act	The <i>Taxation Administration Act 1953</i> (Cth) and associated regulations and regulatory instruments.
Whistleblower protection laws	The Corporations Act or, for tax affairs, the Taxation Administration Act (as applicable).