

	Whistleblower Protections Policy	
	Approved by	Board of Directors Chief Executive Officer / Managing Director
	Approval Date	February 2019

1. Purpose

At Pacific Smiles Group (**PSG**) we are guided by our SMILES values. These values underpin our ongoing commitment to promoting and maintaining an open working environment in which Directors, Managers, employees, contractors, suppliers, and vendors are able to report actual or suspected instances of misconduct, or an improper state of affairs or circumstances relating to or involving PSG in a safe way, without fear of identification or reprisal.

This Whistleblower Policy (**Policy**) documents PSG's commitment to maintaining the highest standards of ethical and moral behaviour by providing transparent and sound corporate governance through a framework for reporting and investigating Protected Disclosures (refer to Definitions – Clause 3.1)

This policy does not apply to concerns about Personal Work-Related Grievances. Staff wishing to raise concerns in relation to Personal Work-Related Grievances are encouraged to use PSG's Grievance Procedure and Preventing Bullying and Harassment Policies in the first instance.

If any content of this Policy differs from applicable legislation, the applicable legislation will prevail.

2. Scope

This Policy applies to all current and former Pacific Smiles Group Directors, Executives, Managers, officers, employees, Practitioners, and contractors (collectively referred to as "**Interested Parties**"); all PSG operations and wholly owned operating subsidiaries.

Other interested parties, such as our shareholders, auditors, vendors, suppliers, relatives and dependants of PSG's **Interested Parties** or other third parties are also encouraged to report any Unacceptable Conduct.

3. Policy details

3.1 Definitions

APRA: means the Australian Prudential Regulation Authority.

ASIC: means the Australian Securities and Investments Commission.

Board means the Board of Directors of PSG from time to time.

Eligible Whistleblower is any:

- (a) current or former Interested Party of PSG; or
- (b) spouse, child or dependent of a current or former Interested Party of PSG

who, anonymously or not, discloses or attempts to disclose Reportable Conduct that is currently or has occurred within PSG (also referred to as "**Reporting Person**") in accordance with this Policy.

Eligible Whistleblowers who make Protected Disclosures are protected from any civil, criminal or administrative liability for making the disclosure.

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Eligible Recipient is an eligible and trained individual with whom the Reporting Person can discuss Protected Disclosures and to whom Protected Disclosures can be submitted. At PSG an Eligible Recipient is:

- (a) an immediate supervisor, another senior member or Manager of PSG;
- (b) the Chairperson of PSG's Audit and Risk Committee (refer to Board of Directors)
- (c) an Authorised Officer: any member of the Human Resources Operations team or the Office of the Chief Executive Officer / Managing Director; and/or
- (d) PSG's Auditor or Legal Counsel.

Outside PSG an Eligible Recipient is:

- (a) ASIC; and/or
- (b) APRA.

Officer has the definition given to it in the *Corporations Act 2001* (Cth).

Personal Work-Related Grievances means any information concerning a grievance about any matter in relation to the discloser's employment, or former employment, having (or tending to have) implications for the discloser personally. Examples of grievances that may be personal work-related grievances include, but are not limited to, an interpersonal conflict between the discloser and another employee; a decision relating to the engagement, transfer or promotion of the discloser; a decision relating to the terms and conditions of engagement of the discloser; a decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

Policy means this Policy.

Protected Disclosure: is where an Eligible Whistleblower will be protected under this Policy from reprisal or repercussions from PSG arising from the disclosure of known or suspected Unacceptable Conduct or Reportable Conduct. This is provided that the disclosure is based on reasonable grounds and is made in accordance with this Policy.

Reportable Conduct (also referred to as "**Unacceptable Conduct**") is conduct that constitutes an offence against, or a contravention of, a provision of any of the following: the Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2018; the Australian Securities And Investments Commission Act 2001; the Banking Act 1959; the Financial Sector (Collection of Data) Act 2001; the Insurance Act 1973; the Life Insurance Act 1995; the National Consumer Credit Protection Act 2009; the Superannuation Industry (Supervision) Act 1993; or constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 or more months. Examples may include:

- financial irregularity (including a fraud against PSG or a customer or supplier)
- corrupt conduct
- criminal conduct
- failure to comply with any legal or regulatory obligation
- unfair or unethical dealing with a customer
- unethical or other serious improper conduct, including breaches of PSG policies
- misconduct, or an improper state of affairs or circumstances
- danger to the public or financial systems

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Reportable Conduct **does not** include any Personal Work-Related Grievances.

Reporting Person is any Eligible Whistleblower who makes a report of Unacceptable Conduct to an Eligible Recipient under this Policy.

3.2 Responsibilities

There are two (2) key parties with responsibilities under this Policy.

- (a) **Interested Parties:** must adhere to the guidelines established in this Policy; and
- (b) **Leadership Team and Managers of PSG:** will establish an appropriate system for the reporting, investigation and management of Protected Disclosures; enforce this Policy and ensure its compliance and understanding.

3.3 Disclosure of Information Process

1. Eligible Whistleblowers, who believe on reasonable grounds that another Interested Party has engaged in Reportable Conduct and wish to report their concern/s, are encouraged to report matters in the first instance to their immediate supervisor. Where this is not appropriate (eg. where the supervisor is involved in the Unacceptable Conduct) or the Whistleblower feels uncomfortable or the Whistleblower is a *former* Interested Party, then concerns about alleged Unacceptable Conduct should be reported to an Eligible Recipient.
2. In their report the Whistleblower should clearly state:
 - (a) the issue or concern;
 - (b) the individual/s involved;
 - (c) their reasons for believing that the Unacceptable Conduct has occurred; and
 - (d) the nature and whereabouts of any further evidence that would substantiate their allegation, if known.

This is to ensure that the Eligible Recipient has sufficient information to take appropriate action without delay. Reports and disclosures can be made verbally or in writing and can be anonymous. However, Whistleblowers are encouraged to make such reports in writing, with the date and their signature. All reports are subject to the confidentiality provisions of this Policy.
3. Eligible Whistleblowers should ensure their Protected Disclosure or report is:
 - factually accurate;
 - complete from first-hand knowledge;
 - objectively based on reasonable grounds;
 - without material omission.
4. Following their Protected Disclosure, Eligible Whistleblowers should be informed that:
 - (a) as far as lies in PSG's power, they will not be disadvantaged for the act of making such a report; and

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- (b) if the Whistleblower wishes to make their complaint anonymously, their wish shall be honoured except insofar as it may be overridden by due process of law; however,
 - (c) reporting Unacceptable Conduct does not absolve the Reporting Person from the consequences, including disciplinary action, of any involvement on their own part in the misconduct complained of. However, the Whistleblower's conduct in making the Protected Disclosure is likely to be taken into account in determining what disciplinary action is appropriate.
5. The Eligible Recipient must refer all reports of suspected or actual Unacceptable Conduct to the Chief Executive Officer who in consultation with the Executive Manager, People and Culture, will determine the investigation process as per the Grievance Policy. They shall consider what further action, if any, is to be taken. This may involve engaging external professionals to assist in any investigation process. It is not the Reporting Person's job to investigate or prove the Protected Disclosure as reported.
6. The Chief Executive Officer and/or Executive Manager, People and Culture are responsible to nominate a suitable investigation Case Manager (ie member of HR Team) to ensure:
- (a) coordination of an investigation into any Protected Disclosure received (provided the Chief Executive Officer has determined it is appropriate to do so);
 - (b) documenting and handling all matters in relation to the Protected Disclosure and investigation;
 - (c) finalising all investigations;
 - (d) keeping the Reporting Person properly informed verbally or in writing as it determines appropriate, of the progress and final outcome of the investigation, and the actions taken or to be taken in response, subject to considerations of privacy of those against whom a report has been made; and
 - (e) providing mentoring and other support deemed necessary to the Eligible Whistleblower who has made the Protected Disclosure.
7. Any Eligible Whistleblower who believes they have been subject to detriment as a consequence of making a Protected Disclosure in accordance with this Policy should immediately report such detriment to the Chief Executive Officer or Executive Manager People & Culture.

3.4 Protected Disclosure Reporting System

Disclosures can be:

- (a) sent by email to: [tellsomeone@pacificsmiles.com.au]
- (b) sent via online form through: [PSG Whistleblower Form](#)

3.5 Policy Location

This Policy will be:

- (a) available on websites (internet and intranet) as below:
[Intranet PSG Whistleblower Policy](#) or
[PSG Whistleblower Protections Policy.pdf](#)

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(b) made available during onboarding processes.

3.6 Protected Disclosure Reporting Requirements

Whether the Protected Disclosure emanates from an internal or external person whose identity is known and securely protected, it is expected the Reporting Person will either submit their concerns in writing to any of the Eligible Recipients, or be able to confirm the verbal conversation points as per their disclosed information.

In order to understand the Protected Disclosure with accuracy and detail, the Reporting Person must also make themselves available to clarify the Reportable Conduct to ensure full disclosure and understanding of the Protected Disclosure to be investigated. Also refer to Confidentiality and Privacy Protection Clause of this Policy for responsibilities pertaining to both Eligible Whistleblower and Eligible Recipient/s.

Protected Disclosures should also be declared to the Audit and Risk Committee along with investigation progress and/or recommended outcomes, noting the requirements for confidentiality and protection.

Where a Protected Disclosure relates to a significant matter involving the Chief Executive Officer / Managing Director, the matter will be referred directly to the Board.

3.7 Anonymous Reporting

Anonymous reports of Unacceptable Conduct are accepted under this Policy. Anonymous reports have significant limitations that inhibit a proper and appropriate investigation. These limitations include the inability to provide feedback on the outcome and/or to gather additional particulars to assist the investigation. Specific protection mechanisms cannot be provided.

If the Eligible Whistleblower wishes to make their complaint anonymously, their wish shall be honoured except insofar as it may be overridden by due process of law.

The Reporting Person should, however, be informed that the maintenance of such anonymity may make it less likely that the alleged breach can be substantiated in any subsequent investigation. However, where the report is anonymous, it remains the professional judgement of the Chief Executive Officer / Managing Director and Executive Manager People and Culture whether to progress with a full investigation given limited ability to interview the Reporting Person to confirm details or seek further information. This decision will be made after an internal preliminary investigation of the information has been conducted and a written report submitted to these Managers.

Where anonymity has been requested the Reporting Person is required to maintain confidentiality regarding the issue on their own account and to refrain from discussing the matter with any unauthorised persons.

3.8 Investigating Protected Disclosures

All reports of suspected or actual Unacceptable Conduct must be referred to the Chief Executive Officer / Managing Director and Executive Manager People and Culture to determine the investigation process as per this Policy. These Managers will make the decision if an investigator will be appointed and subsequently develop a Response Plan that includes upholding the protection at all times of the Reporting Person (if their identity is known), support to be provided to the Reporting Person, stakeholder preparation, next steps and/or investigation actions to be taken, and timeframes for an investigation.

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The appointed investigator will conduct sufficient initial investigation to be able to determine conclusions about the disclosures made including whether or not a full investigation is warranted.

The appointed investigator is accountable to ensure a timely, procedurally compliant and confidential investigation is undertaken, as well as keeping the Chief Executive Officer / Managing Director and Executive Manager People and Culture informed of progress.

In certain circumstances Managers may be asked to investigate a Protected Disclosure of Reportable Conduct. This will only occur if the Executive Manager People and Culture has approved this after being sufficiently confident this Manager can do so in an objective and independent manner (eg, a manager will not be asked to investigate any matter which relates to their own Team or Region).

When the investigation is concluded, the investigator must report their findings in writing to the Chief Executive Officer / Managing Director and Executive Manager People and Culture who will determine the appropriate responses and actions, including disciplinary action up to and including termination of employment if conduct is substantiated. These Managers may also take any remedial action/s required to prevent any future occurrences of the same or similar conduct.

Where allegations of Reportable Conduct have been made against another person and cannot be substantiated, that person will be advised accordingly.

Once the investigation is completed, a verbal report will be made to the Reporting Person explaining the findings and actions taken to the fullest extent possible within commercial, legal and confidentiality constraints. If the report made was anonymously, alternative arrangements, if possible, will be made for providing a verbal report of the outcome of the investigation to that Reporting Person.

3.9 Support

PSG understands this is a difficult situation for the Reporting Person and the other Interested Party/s involved therefore EAP will be made available to employees impacted throughout all stages of this process including post- investigation actions.

EAP can be contacted on 1800 818 728.

It remains the discretion of the Chief Executive Officer / Manager Director and Executive Manager, People and Culture whether the EAP Provider are briefed on limited details of this situation and if specific additional support is needed before EAP is offered to those impacted.

3.10 Protection of Rights

PSG is committed to protecting and respecting the rights of Whistleblowers who have reported or disclosed Reportable Conduct. No Reporting Person will be victimised because they have made a report under this Policy. As such PSG will not tolerate any retaliatory action or threats of retaliatory action against the Reporting Person or their colleagues or relatives, any person involved in the investigation process.

Whistleblowers are entitled to legal remedies under applicable legislation if they are subject to reprisal, or even a threat of reprisal, because they made a Protected Disclosure.

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Any such adverse action, victimisation or reprisals for a Protected Disclosure made under this Policy will be treated as serious misconduct and result in disciplinary action being taken up to and including termination of employment.

Not all reports of Unacceptable Conduct are protected at law. Protection is not available where the disclosure is:

- (a) Trivial or vexatious in nature with no substance. This will be treated in the same manner as a false report and may itself constitute misconduct.
- (b) An unsubstantiated allegation which is found to have been maliciously, or knowingly false. These will be viewed seriously and may be subject to disciplinary action that could result in dismissal, termination of service or cessation of a service.

To uphold PSG's ability to operate as an ethical and moral company and where the Protected Disclosures are serious and substantiated, it remains the decision of the Chief Executive Officer / Managing Director and Executive Manager People and Culture as to resulting actions that may result from the Reportable Conduct.

3.11 Fair Treatment of those Mentioned in Whistleblower Disclosures

PSG recognises that individuals against whom a Protected Disclosure is made must also be supported during the handling and investigation of the report. PSG takes all reasonable steps to treat fairly any person who is the subject of a report, particularly during the assessment and investigation process.

Where a person is identified as being suspected of Unacceptable Conduct, but preliminary inquiries determine that the suspicion is baseless or unfounded and that no formal investigation is warranted, then the Eligible Whistleblower will be informed of this outcome.

The Chief Executive Officer / Manager Director and Executive Manager, People and Culture will decide whether or not the person named in the allegation should be informed that a suspicion was raised and found to be baseless upon preliminary review. This decision will be based on a desire to preserve the integrity of a person so named, so as to enable workplace harmony to continue unfettered and to protect the Whistleblower where it is a bona fide disclosure.

Where an investigation does not substantiate Unacceptable Conduct, the fact that the investigation has been carried out, the results of the investigation and the identity of the person who is the subject of the report must be handled confidentially.

Generally, where an investigation is conducted and the Chief Executive Officer / Manager Director and Executive Manager, People and Culture believe there may be a case for an individual to respond, management must ensure that a person who is the subject of a disclosure:

- (a) Is informed of the substance of the allegations;
- (b) Is given a fair and reasonable opportunity to answer the allegations before the investigation is finalised;
- (c) Has their response set out fairly in the investigator's report; and
- (d) Is informed about the substance of any adverse conclusions in the investigator's report that affects them.

Where adverse conclusions are made in an investigator's report about an individual, that individual has a right to respond to those conclusions prior to any action being taken by PSG against them.

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PSG will give its full support to a person who is the subject of a report of Unacceptable Conduct where the allegations contained in the report are clearly wrong.

3.12 False Reports and Whistleblowers Acting Improperly

Where it is substantiated that the Reporting Person has made a false report (including where the report of Unacceptable Conduct has been made maliciously, vexatiously or without basis), this is considered serious misconduct and may result in disciplinary action being taken up to and including termination of employment. Abusing the process outlined in this Policy and acting improperly in making a report undermines the effectiveness of this Policy, and may adversely impact on genuine Whistleblowers.

While not discouraging people from reporting matters of genuine concern, people raising concerns or reporting must ensure as far as possible the reports comply with this Policy.

CONFIDENTIALITY AND PRIVACY PROTECTION

Disclosure of Identity

If a person makes a Protected Disclosure report under this Policy, PSG will ensure that the Reporting Person's identity is protected from disclosure at all times. The person's identity will not be disclosed unless the:

- person making the report consents to the disclosure
- disclosure is required by Court of Law or Tribunal
- disclosure is necessary to prevent or lessen a serious threat to a person's health or safety, or
- disclosure is necessary to protect or enforce PSG legal rights or interests, or to defend itself against any claims.

During the investigation, it will be necessary to disclose facts and substance of the Reportable Conduct as reported by the Eligible Whistleblower to the person/s who are the subject of this report. This is essential for fair investigation to be undertaken and the laws of natural justice and procedural fairness to prevail. However, it is also acknowledged that by ensuring the protection of the Reporting Person at all times, this may limit PSG's ability to conduct a full and thorough investigation, and where this is the case, all reasonable steps will be taken to ensure that a fair investigation has been conducted.

Protecting the identity of the Eligible Whistleblower, if known, also helps to ensure there is no current or future risk for the employee/s or that they will be negatively impacted a result of submitting this report. Refer to "Retaliation" Clause and "Breaches of this Clause" of this Policy.

Security of Reports

PSG will also ensure that any records relating to Reportable Conduct are stored securely and are able to be accessed only by Chief Executive Officer / Managing Director and Executive Manager People and Culture.

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Breaches of this clause

PSG respects the courage of the Reporting Person to report Reportable Conduct. To demonstrate how seriously PSG will regard any breach of this confidentiality or our protection obligations, the following unauthorised disclosures, whether accidental, unintentional or purposeful, will be regarded as a serious disciplinary matter and may lead to disciplinary action, up to and including termination of employment or engagement:

- unauthorised disclosure of the Reporting Person, or
- unauthorised disclosure of information from which the identity of the Reporting Person could be inferred.

CORPORATE GOVERNANCE REPORTS

The Executive Manager People and Culture will provide a consolidated annual report to the Chief Executive Officer / Manager Director and the Chairperson of the Audit and Risk Committee containing a general summary of the number and type of reports of Reportable Conduct, together with a description of the nature and results of any investigation conducted.

In the compilation of these reports the identity of any person who has made a report under this Policy will not be disclosed.

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Responsibilities/Authorities

Position	Responsibility
All Pacific Smiles employees, Managers, contractors and Practitioners	<ul style="list-style-type: none"> Cooperate with any reasonable policy or procedure if they are involved in a Whistleblower report or investigation process. Maintain strict confidentiality of all knowledge of Protected Disclosures and Reportable Conduct if they are involved in a report or investigation.
Managers	<ul style="list-style-type: none"> Ensure employees are aware of this Policy and reporting channels. Follow reporting process if a report of Unacceptable Conduct is reported to them either in writing or verbally. Participate in Whistleblower training to ensure they are current on PSG's and their obligations as well as the support to be provided.
Executive Manager People & Culture	<ul style="list-style-type: none"> Maintain currency of this Policy and manage resulting operational requirements. Review any issues arising out of this Policy. Maintain register of Reportable Conduct. Monitoring of email and hotline and actioning any reports in conjunction with Chief Executive Officer / Managing Director. Provide training to Eligible Recipients on implementation of this Policy, to new Managers, and include as part of the annual training plan.
Pacific Smiles Officers and Executive Management Group	<ul style="list-style-type: none"> Take reasonable steps to ensure that Pacific Smiles Group has and uses appropriate resources to eliminate or manage risks of Unacceptable Conduct being reported.
Chairman of the Audit and Risk Committee	<ul style="list-style-type: none"> Refer any disclosures of Reportable Conduct to the Board of Directors and/or Chief Executive Officer / Manager Director (if appropriate) Review annual report of all instances of Reportable Conduct received, investigated and resulting actions

References

- Preventing Bullying and Harassment in the Workplace Policies
- Grievance Procedure
- Code of Conduct
- Performance Management Policy
- Business Continuity Risk Policy