Whistleblower Policy & Procedure

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1. Background

Region comprises Region Management Trust, Region Retail Trust (together, Trusts), Region RE Limited ("**Region RE**") and any entities owned and / or managed, either beneficially or legally, by the Trusts or Region RE ("**Region**").

2. Overview & Purpose

(a) Region is committed to conducting the group's business with honesty, fairness and integrity. The *Whistleblower Policy & Procedure* (**Policy**) is an important element in deterring illegal, unethical and improper conduct.

(b) The *Corporations Act 2001* (Cth) and the *Tax Administration Act 1953* (Cth) provide for protections for Eligible Whistleblowers who make a disclosure ("**Whistleblower Protection Scheme"**). The purpose of this Policy is to set out:

(i) information about the types of disclosures that qualify for protection under the Whistleblower Protection Scheme;

(ii) information about the protections available to Eligible Whistleblowers, including protections under the Whistleblower Protection Scheme;

(iii) information about to whom disclosures that qualify for protection under the Whistleblower Protection Scheme may be made, and how they may be made;

(iv) information about how Region will support Eligible Whistleblowers and protect them from detriment;

(v) information about how Region will investigate disclosures that qualify for protection;

(vi) information about how Region will ensure fair treatment of employees who are mentioned in disclosures that qualify for protection, or to whom such disclosures relate; and

(vii) information about how this Policy is to be made available to officers and employees of Region.

3. Scope & Application

(a) This Policy extends to Region, its subsidiaries and applies to all employees. It also extends to other Eligible Whistleblowers (as defined in Section 5 below).

(b) Compliance with this Policy is mandatory for employees.

(c) This Policy is available to employees and officers of Region on www.regiongroup.au.

4. What disclosures are protected?

Under the Whistleblower Protection Scheme, a disclosure qualifies for protection if it is made by an Eligible Whistleblower, who has reasonable grounds to suspect Improper Conduct, and the disclosure is made through one of the channels in Section 8 of this Policy.

5. Who is an Eligible Whistleblower?

Under the Whistleblower Protection Scheme, the following individuals qualify as Eligible Whistleblowers in this Policy:

(a) current or former employees (including casual, fixed term and temporary employees) and officers;

(b) current and former individuals who are goods or service providers and suppliers (whether paid or unpaid);

(c) current and former individuals who are an associate of Region; and

(d) employees of current and former goods or service providers and suppliers (whether paid or unpaid).

In addition, an Eligible Whistleblower would include a relative or dependent of one of the individuals listed above and also a dependent of a spouse of one of those individuals.

6. What is Improper Conduct?

Under the Whistleblower Protection Scheme, an Eligible Whistleblower can make a disclosure if they have reasonable grounds to suspect that the disclosed information:

(a) concerns misconduct or an improper state of affairs in relation to Region or one of its related bodies corporate (including in relation to tax affairs); or

(b) indicates that Region, a related body corporate or one of its or their officers or employees has engaged in conduct that:

(i) constitutes an offence against the, to the extent applicable:

(A) *Corporations Act 2001* (Cth);

(B) *Australian Securities and Investments Commission Act 2001* (Cth);

(C) *Banking Act 1959* (Cth);

(D) *Financial Sector (Collection of Data) Act 2001* (Cth);

(E) *Insurance Act 1973* (Cth);

(F) *Life Insurance Act 1995* (Cth);

(G) *National Consumer Credit Protection Act 2009* (Cth);

(H) *Superannuation Industry (Supervision) Act 1993* (Cth);

(I) and any instrument made under these Acts,

(ii) constitutes an offence against other Commonwealth legislation that is punishable by imprisonment for 12 months or more; or

(iii) represents a danger to the public or the financial system,

("**Improper Conduct**").

(c) Examples of Improper Conduct include:

(i) fraudulent, dishonest, illegal or criminal conduct;

(ii) a failure to comply with any obligation under the *Corporations Act 2001* (Cth) or as an entity listed on the ASX;

(iii) corrupt conduct; and

(iv) unethical conduct.

(d) Improper Conduct does not necessarily involve a contravention of a law. For example, 'misconduct or an improper state of affairs or circumstances' could involve conduct that, whilst not unlawful, indicates a systemic issue of concern that the relevant regulator should know about to properly perform its functions. It may also relate to business behaviour and practices that may cause consumer harm. Also, information that indicates a significant risk to public safety or the stability of, or confidence in, the financial

system is a disclosable matter, even if it does not involve a breach of a particular law.

(e) Disclosures that are not about Improper Conduct are not covered by this Policy and do not qualify for protection under the Whistleblower Protection Scheme.

6.1 Personal work-related grievances

(a) A disclosure does not qualify for protection under the Whistleblower Protection Scheme to the extent that the information disclosed:

(i) concerns a personal work-related grievance of the Eligible Whistleblower; and

(ii) does not concern a contravention, or an alleged contravention of the detriment provisions referred to in Section 10.2 of this Policy.

(b) A disclosure is a 'personal work-related grievance' if:

(i) the information concerns a grievance about a matter relating to the Eligible Whistleblower's employment, or former employment, having (or tending to have) implications for the Eligible Whistleblower personally; and

(ii) the information:

(A) does not have significant implications for Region, or another regulated entity, that do not relate to the Eligible Whistleblower; and

(B) does not concern conduct, or alleged conduct, referred to in Section 6(b) of this Policy.

(c) However, a personal work-related grievance may still qualify for protection if:

(i) it relates to a disclosable matter and a personal work-related grievance (ie, it is a mixed disclosure); or

(ii) the Eligible Whistleblower seeks legal advice or legal representation about the operation of the whistleblower protections under the *Corporations Act 2001* (Cth).

(d) Examples of personal work-related grievances include:

(i) an interpersonal conflict between the Eligible Whistleblower and another employee;

(ii) a decision relating to the engagement, transfer or promotion of the Eligible Whistleblower;

(iii) a decision relating to the terms and conditions of engagement of the Eligible Whistleblower; or

(iv) a decision to suspend or terminate the employment, or otherwise to discipline the Eligible Whistleblower.

(e) Such grievances should be escalated in accordance with the *HR Policies & Procedures Handbook* (as applicable). If they are disclosed under this Policy, Region would usually deal with them in accordance with the *HR Policies & Procedures Handbook* (as applicable).

7. What information should be provided in a disclosure?

(a) For a disclosure to be properly investigated, it must contain enough information to form a reasonable basis for investigation. It's important to provide as much information as possible, this includes any known details

about the relevant events which may include:

(i) date;

(ii) time;

(iii) location;

(iv) name(s) of person(s) involved;

(v) possible witnesses; and

(vi) evidence to support the disclosure – which must **not** consist of information obtained, recorded, copied or shared in breach of the Eligible Whistleblower's employment or engagement contract or Region's policies (see Section 10.4).

(b) The disclosure may also include any steps already taken to disclose the Improper Conduct elsewhere.

8. Who can I make a disclosure to?

(a) For the protections under the Whistleblower Protection Scheme to apply, a disclosure must be made directly to an 'eligible recipient'. An Eligible Whistleblower's disclosure qualifies for protection from the time it is made to an eligible recipient, regardless of whether the Eligible Whistleblower or the recipient recognises that the disclosure qualifies for protection at that time.

(b) Although there are a number of recipients that can receive a disclosure by an Eligible Whistleblower under the Whistleblower Protection Scheme, Region encourages Eligible Whistleblowers to make a disclosure through the "Your Call" 24-hour Hotline or directly to the Protected Disclosure Committee ("**PDC**").

8.1 Authorised 24-Hour Hotline

(a) Under the Whistleblower Protection Scheme, an Eligible Whistleblower can make a disclosure that qualifies for protection via the "Your Call" Hotline, an external and independent whistleblowing service provider, by:

(i) Telephone: 1300 790 228

This is a free call telephone service within Australia and is available between 9am and 12 midnight, recognised business days, AEST; or

(ii) Website https://www.yourcall.com.au/report

This option is available 24/7.

(b) Online reports can be made via the website address listed above. Eligible Whistleblowers will be required to enter Region's unique organisation ID code **RG5.**

(c) The "Your Call" options allow an Eligible Whistleblower to:

(i) remain completely anonymous; or

(ii) identify yourself to "Your Call" only; or

(iii) identify yourself to both "Your Call" and Region.

(d) Following submission of a disclosure to the "Your Call" Hotline, whether by telephone or online:

(i) "Your Call" remains the intermediary at all times, receiving and forwarding communication between Region and an Eligible Whistleblower.

(ii) An Eligible Whistleblower will be able to securely upload any relevant documentation and or material to their disclosure.

(iii) At the time of making a disclosure, an Eligible Whistleblower will be provided with a unique Disclosure Identification Number (DIN) and access to a secure online Message Board. The Message Board can be used to receive updates, share further information/evidence and request support or report retaliation or detriment. If you cannot access the Message Board you can contact "Your Call" via phone for verbal updates.

(iv) If you do not wish to communicate with "Your Call" or Region, you may not receive updates and it may be difficult to conduct a full investigation.

(v) "Your Call" will provide information about the disclosure to Region's PDC, subject to the applicable confidentiality regime. For example, if the Eligible Whistleblower does not consent to their identity being disclosed, Your Call can still provide information to the PDC provided it is reasonably necessary for the purposes of an investigation.

8.2 Protected Disclosure Committee

An Eligible Whistleblower can also make a qualifying disclosure directly to the PDC using the following email address:

protected.disclosures@regiongroup.au

The PDC currently consists of the Company Secretary, CEO and CFO.

8.3 Directly to any officer, auditor, member of audit team or senior manager

(a) An Eligible Whistleblower under the Whistleblower Protection Scheme may also make a disclosure that qualifies for protection to any officer, auditor, member of the audit team or senior manager of Region or its related bodies corporate ("**Region Recipient**") in accordance with this Policy.

(b) For these purposes, a senior manager has the meaning given in the *Corporations Act 2001* (Cth). Region has determined that its senior managers are the Chief Executive Officer, Chief Financial Officer, and Company Secretary.

(c) On receipt of a disclosure, the Region Recipient will provide information about the disclosure (with the possible exception of the identity of the Eligible Whistleblower or information that may lead to their identification) to Region's PDC for review and, if necessary, investigation.

8.4 External disclosures

Nothing in this Policy affects the ability of an Eligible Whistleblower to make a disclosure about Improper Conduct to the Australian Securities and Investments Commission ("**ASIC**"), the Commissioner of Taxation or an 'eligible recipient' (as defined in section 14ZZV of the *Taxation Administration Act 1953* (Cth)) (for matters relating to taxation, where the discloser considers that the information may assist the Commissioner to perform his or her functions under a taxation law in relation to Region or an associate of Region), the Australian Prudential Regulation Authority, a prescribed Commonwealth authority in the Corporations Regulations or a disclosure to a legal practitioner for the purpose of taking legal advice or legal representation in relation to the operation of the whistleblower provisions in the *Corporations Act 2001* (Cth). These disclosures also qualify for protection under the Whistleblower Protection Scheme.

8.5 Other disclosures

There are additional categories of disclosure that also qualify for protection under the Whistleblower Protection Scheme, including public interest disclosures and emergency disclosures. Information relating to these disclosure types is set out in Appendix A.

9. Whistleblower Protection Officer / Anonymity

9.1 Whistleblower Protection Officer

(a) The Whistleblower Protection Officer ("**WPO**") is Region's Company Secretary who is a member of the PDC. The WPO's role is to:

(i) seek to protect the Eligible Whistleblower from retaliation and detriment, as well as protect their wellbeing;

(ii) keep in regular contact with the Eligible Whistleblower;

(iii) review any complaints of retaliation or detriment against the Eligible Whistleblower as a result of making the disclosure or any concern that the disclosure hasn't been dealt with in accordance with this Policy; and

(iv) escalate any matter the WPO considers appropriate to the PDC.

(b) All Eligible Whistleblowers who make a disclosure will have access to the assistance of the WPO as provided for in this Policy.

(c) The WPO can be contacted directly at the following email address: WPO@regiongroup.au

9.2 Anonymity

(a) An Eligible Whistleblower has the option of remaining anonymous when making a disclosure in accordance with this Policy, and to remain anonymous over the course of the investigation and after the investigation is finalised – they may also decide not to answer questions that they feel could reveal their identity at any time, including during follow-up conversations. For example, they may do so because of concerns about their identity becoming known. If such concerns exist, an Eligible Whistleblower may prefer to adopt a pseudonym for the purposes of their disclosure (not their true name) – or to create an anonymous email address to submit their disclosure to an Eligible Recipient. Regardless, anonymous disclosures are still capable of being protected under the Whistleblower Protection Scheme.

(b) Reporting anonymously may hinder Region's ability to fully investigate a reported matter. For this reason, Region encourages anonymous Eligible Whistleblowers to maintain ongoing two-way communication with Region (such as via an anonymous email address), so that there is the ability to ask follow-up questions or provide feedback .

10. Protections

(a) Important protections relating to confidentiality and detriment apply to Eligible Whistleblowers who report disclosable matters in accordance with the Whistleblower Protection Scheme outlined in this Policy. The protections apply not only to internal disclosures, but to disclosures to legal practitioners, regulatory and other external bodies, and public interest and

emergency disclosures that are made in accordance with the Whistleblower Protection Scheme.

(b) Region takes contraventions of these protections very seriously and will take disciplinary action against anyone for doing so. If an Eligible Whistleblower has any particular concerns about this, they can raise them with the WPO.

(c) Civil and criminal sanctions also apply for breaches of these protections.

10.1 Confidentiality, identity protections and secure record keeping

(a) If an Eligible Whistleblower makes a protected disclosure, it is illegal for anyone to identify them or disclose any information that is likely to lead to their identification unless:

(i) it is not possible to investigate the disclosure without disclosing information that might identify the Eligible Whistleblower (but all reasonable steps must be taken to protect their identity);

(ii) it is necessary to obtain legal advice about an Eligible Whistleblower's disclosure and the whistleblower laws, in which case, we can pass the information on to our lawyer;

(iii) Region needs to disclose the information to the Australian Federal Police ("**AFP**"), ASIC, APRA or, if the disclosure concerns Region's tax affairs or the tax affairs of an associate of Region, the ATO; or

(iv) the Eligible Whistleblower consents to that disclosure.

(b) ASIC or the AFP can disclose the identity of an Eligible Whistleblower, or information that is likely to lead to the identification of the Eligible Whistleblower, to a Commonwealth, State or Territory authority to help the authority in the performance of its functions or duties.

(c) Region takes the protection of an Eligible Whistleblower's identity seriously. Steps it will take to help achieve this may include:

(i) maintaining mechanisms to reduce the risk that the Eligible Whistleblower will be identified from the information contained in a disclosure (such as redactions or referring to the person in gender neutral terms etc);

(ii) maintaining mechanisms for secure record-keeping and information-sharing processes and limiting access to records and information;

(iii) reminding each person (as appropriate) who is involved in handling and investigating a disclosure about the confidentiality requirements, including that an unauthorised disclosure of an Eligible Whistleblower's identity may be a criminal offence.

(d) In practice, it is important to recognise that an Eligible Whistleblower's identity may still be determined if the Eligible Whistleblower has previously mentioned to other people that they are considering making a disclosure, the Eligible Whistleblower is one of a very small number of people with access to the information or the disclosure related to information that an Eligible Whistleblower has previously been told privately and in confidence.

(e) If there is a breach of confidentiality, an Eligible Whistleblower can lodge a complaint with an Eligible Recipient or a regulator, such as ASIC, for investigation.

10.2 Provision of identity to a court or tribunal

If an Eligible Whistleblower makes a protected disclosure and becomes aware that a court or tribunal has requested disclosure of their identity or production of documents containing their identity (or information likely to lead to their identification), they may apply to the court or tribunal for an order protecting their identity.

10.3 Protection from detriment

(a) Region strictly prohibits all forms of retaliation, detriment and adverse action against an Eligible Whistleblower as a result of making a disclosure under this Policy. All reasonable steps will be taken by Region and the WPO to protect the Eligible Whistleblower from reprisal or disadvantage as a result of making a disclosure.

(b) Under the Whistleblower Protection Scheme, it is unlawful for a person to engage in conduct against another person that causes or will cause a detriment:

(i) 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 qualifying disclosure; and

(ii) if the belief or suspicion held by that person is the reason or part of the reason for their conduct.

(c) Threats of detriment will also be unlawful if:

(i) the person making the threat intended to cause fear that a detriment would be carried out or was reckless as to whether the person against who it was directed would fear the threatened detriment being carried out; and

(ii) the threat was made because a person makes or may make a qualifying disclosure.

(d) Disclosures may also amount to the exercise of a workplace right by either a Region employee or contractor. Region and its employees are prohibited under the *Fair Work Act 2009* (Cth) from taking adverse action against employees or contractors because they exercised or propose to exercise any workplace rights.

(e) Region will consider whether there is a need to implement steps to protect an Eligible Whistleblower from detriment which may include authorising extended leave, considering alternative employment or supervisory arrangements (eg, reporting line changes, role reassignment or job relocation). Such conduct will not be detrimental conduct. A disclosure will also not prohibit Region from managing (in the ordinary way) any separate performance issues that may affect the work of an Eligible Whistleblower.

(f) An Eligible Whistleblower may be subject to disciplinary action if, in the course of investigating a disclosure, Region determines that the Eligible Whistleblower was complicit in the misconduct or improper state of affairs or has otherwise acted in an improper way.

(g) Information about what Region will do to provide support to and protect an Eligible Whistleblower is set out in Section 10.6. However, if an Eligible Whistleblower believes

they have suffered detriment they can lodge a complaint with an Eligible Recipient or a regulator, such as ASIC, for investigation.

(h) Any Eligible Whistleblower who feels they have been disadvantaged as a result of making a disclosure should contact "Your Call" or the WPO to discuss any concerns.

10.4 Protection from civil, criminal and administrative liability

(a) Under the Whistleblower Protection Scheme, Region cannot pursue any civil, criminal, administrative (including disciplinary action) or contractual action or other remedy that may be enforced or exercised against an Eligible Whistleblower on the basis of a qualifying disclosure under the Whistleblower Protection Scheme.

(b) However, the protections do not grant immunity for:

(i) obtaining, recording, copying or sharing information in breach of an Eligible Whistleblower's employment or engagement contract or Region's policies; or

(ii) any misconduct an Eligible Whistleblower has engaged in that is revealed in their disclosure.

10.5 Compensation and other remedies

(a) Courts are given broad scope to make orders remedying a detriment or threatened detriment under the Whistleblower Protection Scheme. These include injunctions, compensation orders (including against individual employees and their employers), reinstatement, exemplary damages and the making of apologies. Civil and criminal sanctions also apply to breaches of the Whistleblower Protection Scheme. Region encourages Eligible Whistleblowers to seek independent legal advice in regard to seeking compensation or other remedies.

(b) An Eligible Whistleblower (or any other employee or person) may seek compensation and other remedies through the courts if:

(i) they suffer loss, damage or injury because of a disclosure; and

(ii) Region failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

10.6 Support and fair treatment

(a) Region is committed to transparency and to building an environment in which personnel feel free to raise legitimate issues relating to Region's operations. Region is also committed to protecting Eligible Whistleblowers from detriment.

(b) If a qualifying disclosure under the Whistleblower Protection Scheme is made, Region will, where appropriate, advise the people involved of the protections that apply under the Whistleblower Protection Scheme so those protections are not undermined.

(c) Disciplinary action, up to and including dismissal may be taken against any person who causes or threatens to cause any detriment against an Eligible Whistleblower.

(d) In addition, Region's usual Employee Assistance Program ("**EAP**") services will be available to all Eligible Whistleblowers and other employees affected by the disclosure, should they require that support.

(e) To protect the interests of employees suspected of Improper Conduct or mentioned in disclosures, information must be treated confidentially (to the extent practicable). Generally speaking this means that information should not be disclosed to, or discussed with others who are not involved in the investigation or resolution of the matter. Gossip in relation to a disclosure by anyone, including the Eligible Whistleblower, will not be tolerated. Action against employees as the result of an investigation will generally not be taken until the investigation is concluded.

(f) Region may also consider a range of other matters to protect an Eligible Whistleblower from the risk of suffering detriment and to ensure fair treatment of individuals mentioned in a disclosure. Steps it will take to help achieve this may include:

(i) assessing whether anyone may have a motive to cause detriment — information could be gathered from an Eligible Whistleblower about:

(A) the risk of their identity becoming known;

(B) who they fear might cause detriment to them;

(C) whether there are any existing conflicts or problems in the workplace; and

(D) whether there have already been threats to cause detriment.

(ii) analysing and evaluating the likelihood of each risk and evaluating the severity of the consequences;

(iii) developing and implementing strategies to prevent or contain the risks—for anonymous disclosures, assessing whether the Eligible Whistleblower's identity can be readily identified or may become apparent during an investigation;

(iv) monitoring and reassessing the risk of detriment where required—the risk of detriment may increase or change as an investigation progresses, and even after an investigation is finalised;

(v) taking steps to ensure that:

(A) disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;

(B) each disclosure will be assessed and may be the subject of an investigation;

(C) the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters disclosed; and

(D) when an investigation needs to be undertaken, the process will be objective and fair;

(vi) assisting the Eligible Whistleblower by providing support services such as counselling services and access to resources for strategies to manage stress, time or performance impacts resulting from the investigation;

(vii) allowing the Eligible Whistleblower (where appropriate) to perform their duties from another location or reassigning the Eligible Whistleblower to another role of the same level or making other modifications to the workplace or the way the Eligible

Whistleblower performs their duties; and/or

(viii) where necessary, undertaking specific interventions to protect an Eligible Whistleblower where detriment has already occurred including disciplinary action, extended leave for the Eligible Whistleblower and alternative career development and training.

11. Protected Disclosure Committee

(a) The PDC is comprised of the:

(i) WPO;

(ii) CFO; and

(iii) CEO

(b) If any member of the PDC is conflicted in relation to any disclosure or investigation, the conflicted PDC member will be replaced by another person selected by the remaining unconflicted members of the PDC (eg, the Chair of the Audit, Risk Management and Compliance Committee ("**ARMCC**")).

12. Investigation

(a) Upon receipt of a disclosure, the PDC will acknowledge receipt of a disclosure within a reasonable period, assuming the Eligible Whistleblower can be contacted (including through anonymous channels). The PDC will assess whether the disclosure falls under this Policy.

(b) In some cases, the PDC may determine that, among other things:

(i) the disclosure is not Improper Conduct within the scope of the Policy;

(ii) the subject matter of the disclosure has been satisfactorily dealt with or resolved previously; and/or

(iii) some other more appropriate grievance, reporting, complaint or claims procedure in relation to the subject matter of the disclosure applies – for example, the matter should be reported through work health and safety reporting mechanisms.

(c) Where the PDC has accepted a disclosure as falling within the scope of this Policy, the PDC will generally refer the matter for investigation.

(d) Generally, if an investigation is required, Region will determine:

(i) the nature and scope of the investigation;

(ii) who should lead the investigation – whether it will be carried out by the Whistleblower Investigation Officer ("**WIO**"), another internal person or whether an external investigation is appropriate;

(iii) the nature of any technical, financial or legal advice that may be required to support the investigation; and

(iv) the anticipated timeframe for the investigation. Each investigation will be different which will impact the applicable timeframe. However, Region's intent is to complete an investigation as soon as practicable.

(e) If the disclosure involves an allegation of a criminal offence, the PDC may seek assistance from an external advisor.

(f) The investigation process will usually involve the collection and assessment of information

(which may include documents and interviews with relevant people). The method for documenting and reporting the findings of an investigation will depend on the nature of the disclosure and any reporting of findings will have regard to applicable confidentiality requirements.

(g) Where appropriate, the Eligible Whistleblower will be kept informed of the progress of the investigation, subject to commercial, legal and confidentiality restraints. The frequency and timeframe of any updates may vary depending on the nature of the disclosure.

(h) Where appropriate, the Eligible Whistleblower will be advised of the outcome of the investigation. There may be circumstances where it may not be appropriate to provide details of the outcome to the Eligible Whistleblower.

13. False & dishonest disclosures

No action will be taken against an employee for making an allegation or raising their concern if that concern is based on reasonable grounds, even where no wrongdoing is identified. A discloser can still qualify for protection even if their disclosure turns out to be incorrect. If it is found that an employee making a report has knowingly made a false or vexatious disclosure or did not have reasonable grounds to suspect the Improper Conduct, then the conduct of the employee will be considered a serious matter. The employee may be subject to disciplinary action, which may include termination of the employee's employment.

14. Reporting

(a) The PDC must provide a quarterly report to the ARMCC regarding all disclosures made under this Policy, subject to confidentiality restrictions that may apply.

(b) The Region Board or its delegated committee will also be informed of any material incidents reported under this Policy.

15. Compliance

Failure to comply with this Policy may result in substantial fines and penalties being imposed on Region and may expose Region and/or its employees to civil or criminal liability or other financial or reputational damage. It may put our Australian Financial Services ("AFS") licence at risk. Employees who breach this Policy may face disciplinary action which could include dismissal.

16. Training

Region will provide training to employees, including their rights and obligations under this Policy, and to officers and senior managers, who may receive whistleblower reports, about how to respond to those reports.

17. General

Region may vary or rescind any policies or procedures from time to time in its absolute discretion without notice and without any limitation on its capacity to do so. This Policy does not form part of any employee's contract of employment and Region also reserves the right to depart from this Policy as it sees fit. This Policy is not intended to go beyond the legislation.

18. Questions

Any questions about this Policy should be directed to the Company Secretary.

19. Review

This Policy will be reviewed annually for currency and to check that it is operating effectively.

20. Related policies

(a) Code of Conduct

(b) Related Party Transactions & Conflicts of Interest Protocol

(c) Supplier Code of Conduct

(d) Anti-Fraud, Anti-bribery & Anti-Corruption Policy

Appendix A Other disclosures

Before making a public interest or emergency disclosure, it is important that an Eligible Whistleblower understands the criteria for protection under the relevant legislation. Eligible Whistleblowers should obtain independent legal advice prior to making any disclosure.

1 Public interest disclosures

There is an additional category of disclosures called 'public interest disclosures' that qualify for protection under the Whistleblower Protection Scheme. These can be made to journalists and members of Parliament but only if the Eligible Whistleblower complies with the following strict requirements:

(a) the Eligible Whistleblower has made a qualifying disclosure to ASIC or a prescribed Commonwealth authority;

(b) at least 90 days has passed since the qualifying disclosure was made;

(c) the Eligible Whistleblower does not have reasonable grounds to believe that action is being, or has been, taken to address the matters to which the qualifying disclosure related;

(d) the Eligible Whistleblower has reasonable grounds to believe that making a public interest disclosure would be in the public interest;

(e) after 90 days have passed, the Eligible Whistleblower must give the body to which the qualifying disclosure was originally made, a written notification that:

  (i) includes sufficient information to identify the qualifying disclosure; and

  (ii) states that the Eligible Whistleblower intends to make a public interest disclosure; and

  (iii) the extent of the information disclosed in the public interest disclosure is no greater than is necessary to inform the journalist or member of Parliament of the misconduct or improper state of affairs or circumstances, or other conduct falling within the scope of the Whistleblower Protection Scheme.

2 Emergency disclosures

There is also an additional category of disclosures called 'emergency disclosures' that qualify for protection under the Whistleblower Protection Scheme. These can be made to journalists and members of Parliament but only if the Eligible Whistleblower complies with the following strict requirements:

(a) the Eligible Whistleblower must have first made a qualifying disclosure to ASIC or a prescribed Commonwealth authority;

(b) the Eligible Whistleblower has reasonable grounds to believe that information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and

(c) the Eligible Whistleblower gave notice to the body to which the qualifying disclosure was made that states:

(i) that they intend to make an emergency disclosure; and

(ii) includes sufficient information to identify the qualifying disclosure; and

(iii) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or member of Parliament of the substantial and imminent danger.

Appendix B Meaning of 'detriment'

Meaning of '**detriment**' for the purposes of the Whistleblower Protection Scheme

In relation to providing protection to Eligible Whistleblowers, the meaning of '**detriment**' is very broad and includes:

(a) dismissing an employee;

(b) injuring an employee in their employment;

(c) altering an employee's position or duties to their disadvantage;

(d) discriminating between an employee and other employees;

(e) harassing or intimidating a person;

(f) harming or injuring a person;

(g) damaging a person's property, reputation, business or financial position; and

(h) any other damage to a person.

Appendix C Pro-forma Consent Form

Consent to disclose

Name of person making the Disclosure _____ (**Eligible Whistleblower**)

Name of person to whom Disclosure made _____ (**Eligible Recipient**)

Date of disclosure _____

(a) The Eligible Whistleblower has made a disclosure to the Eligible Recipient ("**Disclosure"**).

(b) The Eligible Whistleblower consents to the Eligible Recipient disclosing their identity to the Protected Disclosure Committee ("**PDC**") and to any other person nominated by the PDC.

Dated _____

Signed _____

Name (print) _____

Appendix D Eligibility criteria for protection under the *Corporations Act 2001*

A disclosure may be protected under the *Corporations Act 2001* (Cth) provided each of the below elements have been satisfied:

Type of complaint, breach or incident	Relevant policy governing complaint
Eligible Whistleblowers S1317AAA *Corporations Act 2001* Section 5 of this Policy	An individual is an Eligible Whistleblower in relation to Region if the individual is, or has been, any of the following: (a) An officer of Region (b) An employee of Region (c) An individual who supplies services or goods to Region (whether paid or unpaid) (d) An employee of a person that supplies services or goods to Region (whether paid or unpaid) (e) An individual who is an associate of Region (f) A relative of any of the abovenamed individuals (g) A dependent of any of the individuals referred to in paragraphs (a) to (f) or of such an individual's spouse
Improper Conduct S1317AAA *Corporations Act 2001* Section 6 of this Policy	(a) A disclosure qualifies for protection if the information: (i) concerns misconduct or an improper state of affairs in relation to Region or one of its related bodies corporate; or (ii) indicates that Region, or an officer or employee of Region, has engaged in conduct ("**Improper Conduct**") that constitutes an offence against or contravention of a provision of any of the following: (A) *The Corporations Act 2001* *(B) The Australian Securities and Investments Commission Act 2001* (C) *The Banking Act 1959* (D) *The Financial Sector (Collection of Data) Act 2001* (E) *The Insurance Act 1973*

Type of complaint, breach or incident	Relevant policy governing complaint
	(F) *The Life Insurance Act 1995* (G) *The National Consumer Credit Protection Act 2009* (H) *The Superannuation Industry (Supervision) Act 1993* (I) An instrument made under any of the abovementioned acts (J) Constitutes any offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more. (b) A matter is also disclosable if it represents a danger to the public or the financial system. (c) However Improper Conduct does not include a personal work-related grievance (refer Section 6.1 of this Policy).
Eligible Recipients S1317AAC S 1317AA *Corporations Act 2001* Section 8 of this Policy	(a) A disclosure is protected if it is made to any of the following "internal" Eligible Recipients: (i) An officer or senior manager of Region (ii) An auditor or member of an audit team conducting an audit of Region (iii) An actuary of Region (NB: Region does not have an actuary appointed) (iv) A person authorised by Region to receive disclosures that qualify for protections under the *Corporations Act 2001* (being Your Call and the PDC) (b) A disclosure of information by an individual also qualified for protection if it is made to any of the following "external" Eligible Recipients: (i) ASIC (ii) Australian Prudential Regulation Authority ("**APRA**") (iii) A prescribed Commonwealth Authority (iv) A legal practitioner for the purpose of obtaining legal advice or legal representation.

Type of complaint, breach or incident	Relevant policy governing complaint
	(c) In the case of an emergency or public interest disclosure (see definition under Appendix A of this Policy), a disclosure to a Journalist or Member of Parliament will also qualify for protections.
Reasonable grounds to suspect S 1317AA (4) *Corporations Act 2001* Section 13 of this Policy	A disclosure of information is protected if the Eligible Whistleblower has reasonable grounds to suspect the Improper Conduct.