



# WHISTLEBLOWER POLICY

## PURPOSE AND SCOPE

Australian Retail Group are committed to fostering a culture where you feel safe and comfortable to report improper conduct in an environment free from retaliation. Australian Retail Group will support you and will not tolerate any form of retaliation or victimisation because of you reporting a matter in accordance with this policy.

This policy applies to former or current Australian Retail Group directors, executives, managers, employees, family members of employees, contractors, suppliers, tenderers or other person who has had business dealings with Australian Retail Group, It does not apply to customers.

## RELATED DOCUMENTS

POL 103	Code of Conduct Policy
PRO 108-1	Whistleblower Procedure
POL 317	Complaints and Grievance Policy
POL 317-1	Complaints and Grievance Procedure

## DEFINITIONS

'Allegations'	Allegations of Reportable Conduct raised in a disclosure by a Whistle-blower made under this policy.
'Company'	Means Australian Retail Group
'Contractors'	Individuals who are not Employees, corporations or organisations, engaged to perform services for Australian Retail Group.
'Detrimental Conduct'	Any actual or threatened conduct that could cause a detriment to the Whistle-blower as a result of making the disclosure. See "Detrimental Conduct Prohibited" for listing.
'Disclosure Officer'	Is the nominated senior manager who will receive the investigation report on the reportable conduct to determine what actions are required by the business to address the identified issue(s)
'Eligible Recipient'	A senior manager whose role is to listen, guide through the process and provide assurance that the organisation will listen and act
'Employee'	Full-time, part-time and casual employees of Australian Retail Group
'Senior Manager'	The Chief Executive Officer or member of the Business Management Team.
'Reportable Conduct'	Means any conduct in relation to Australian Retail Group as defined in the "Making the Disclosure" section.
'Whistleblower'	An Eligible Person who makes a disclosure of Reportable Conduct in the manner described in this policy.
'Whistleblower Disclosure'	A disclosure made by a Whistle-blower that is being treated in accordance with this policy.



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'Whistleblower  
Protection Officer'

Makes, provides, arranges to or provides support and protection to whistleblowers to prevent or manage confidentiality breaches and victimisation

## POLICY STATEMENT

This policy requires that all disclosures of Reportable Conduct be protected, assessed, investigated, and reported in accordance with the requirements of this policy.

## POLICY REQUIREMENTS

### MAKING A DISCLOSURE

This policy applies where you make a disclosure of Reportable Conduct to:

- a Director or Senior Manager; or
- the Whistleblower Protection Officer,

The types of matters that qualify for protection under the Corporations Act (i.e. disclosable matters) involve information that a whistleblower has reasonable grounds to suspect concerns:

- misconduct
- an improper state of affairs or circumstances, or
- a breach of the law by the company or organisation or an officer or employee of the company or organisation.

At Australian Retail Group, the types of matters that qualify as 'disclosable matters' under this policy may include:

- Bribery, corruption, financial fraud or malpractice, WHS breaches
- Some serious breaches of Australian Retail Group Code of Conduct
- A failure to comply with or breach of legal or regulatory requirements
- Negligence, default, breach of trust and breach of duty
- Illegal conduct such as theft, dealing in or using illicit drugs, violence or threatening violence and criminal damage against property
- Engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made or be planning to make a disclosure.
- Exploitation of human rights and modern slavery including forced labour, debt bondage, forced marriage, slavery and slavery-like practices and human trafficking.

### PERSONAL WORK-RELATED GRIEVANCES

Reportable Conduct does not include personal work-related grievances. These are generally grievances relating to a person's current or former employment or engagement that have implications for that person personally, and do not have broader implications for Australian Retail Group. An example would be an interpersonal conflict between an employee, or a decision relating to employment or engagement, such as a remuneration, transfer, promotion or disciplinary action of an employee. The company's Complaints and Grievances Procedure shall be followed for personal-work related grievances.



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## **ANONYMITY**

You may make a disclosure anonymously. You can continue to remain anonymous over the course of and after the investigation has been finalised. Whilst you are encouraged to share your identity when making a disclosure, as it may make it easier for the company to address your disclosure, you are not required to do so. If you do not share your identity, the company will assess your disclosure in accordance with this policy to the best of Australian Retail Group ability to do so.

Anonymous reports may be made by post to 135 Cromwell Street, Collingwood Vic 3066 [marked to the attention of the Whistleblower Protection Officers].

All reports must include, as a minimum:

- the date the Whistleblower made the report
- the date and substance of the Reportable Conduct
- the identity of the alleged wrongdoer

## **ASSESSMENT OF DISCLOSURE**

### **REVIEW OF DISCLOSURE**

The Whistleblower Protection Officer will assess whether a disclosure falls within the intended scope of this policy. The Whistleblower Protection Officer has the discretion to determine that a disclosure will not be dealt with under this policy, provided that the disclosure does not fall within the scope of applicable whistle-blower legislation.

Acknowledgement of your disclosure will be sent should Australian Retail Group be able to contact you.

## **PROTECTIONS**

### **CONFIDENTIALITY**

All information received from you will be treated confidentially and sensitively. If you make a disclosure, your identity (or any information which would be likely to identify you) will only be shared if:

- you give your consent to share that information; or
- the disclosure is allowed or required by law.

If it is decided to undertake an investigation, all reasonable steps will be taken to ensure confidentiality is maintained and the Whistleblowers identify is protected.

### **ROLE OF THE WHISTLEBLOWER PROTECTION OFFICER**

You will have access to the assistance of the Whistleblower Protection Officer as provided in this policy. The Whistleblower Protection Officer's role is to:

- assess and monitor any risks of Detrimental Conduct and take the necessary steps to protect you from those risks.
- assist in maintaining your wellbeing by referring you to counselling and/or other professional services.
- maintain your confidentiality, where relevant, as required by law.
- review and consider any complaints of Detrimental Conduct or any concern that your disclosure has not been dealt with in accordance with this policy.



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- escalate any matter the Whistleblower Protection Officer considers appropriate to the Advisory Board or Business Management Group.

## **DETRIMENTAL CONDUCT PROHIBITED**

Australian Retail Group strictly prohibits all forms of Detrimental Conduct against you. Detrimental Conduct means any actual or threatened conduct that could cause a detriment to you as a result of you making a disclosure, including:

- termination of employment.
- harassment, bullying or intimidation.
- personal or financial disadvantage.
- unlawful discrimination.
- harm or injury, including psychological harm.
- damage to reputation; or
- any other conduct that constitutes retaliation.

Not all conduct will amount to Detrimental Conduct such as managing unsatisfactory work performance in line with the company's performance management procedures.

Australian Retail Group will take all reasonable steps to protect you from Detrimental Conduct and will take the necessary action it considers appropriate where such conduct is identified.

Australian Retail Group also strictly prohibits all forms of Detrimental Conduct against any witness who are involved in an investigation of a Whistle-blower Disclosure.

## **INVESTIGATION**

### **REVIEW OF THE ALLEGATIONS**

The Whistleblower Protection Officer will carry out a preliminary review of the Whistleblower Disclosure and will decide whether the Allegations raised should be investigated. Whilst not all Whistleblower Disclosures will necessarily lead to an investigation, they will be assessed, and a decision made as to whether they should be investigated.

The company's response to a Whistleblower Disclosure will vary depending on its nature. The Whistleblower Protection Officer will advise you of the decision whether to investigate unless the Whistleblower Protection Officer has no means to contact you.

If the Whistleblower Protection Officer decides that the Allegations will be investigated, the Whistleblower Protection Officer will conduct or commission an investigation through our third-party provider Clarity.

### **INVESTIGATION PROCESS**

Investigations will follow an objective and fair process, be conducted in a timely manner and be independent of the person(s) about whom an Allegation has been made.

The Whistleblower Protection Officer will, if they have your details, provide you with feedback on the progress throughout the investigation and expected timeframes of the investigation which will vary on each case. Provided there are no restrictions or other reasons, persons against whom an Allegation has been made will be informed of the Allegation and will have an opportunity to respond to any Allegation.



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## INVESTIGATION FINDINGS

The investigation may conclude with a report from the Whistleblower Protection Officer or other investigator. The report will include findings on the Allegations and a summary of the evidence on which the findings are based.

To the extent permitted under applicable laws, the Whistleblower Protection Officer may inform you and/or a person against whom Allegations have been made by you of the findings, but will not share the report with you or any person against whom Allegations have been made. Any report will remain the property of Australian Retail Group and will be stored securely.

The investigations report will be provided to the Disclosure Officer who will decide on the appropriate actions to take from the information provided within the report.

## SUPPORT

The company recognises that “Whistleblowing” can be a very stressful and difficult thing to do. Any employee involved in the investigation process that requires any support or counselling can utilise the company’s Employee Assistance Program through external provider D’Accord, which may be contacted by calling 1300 130 130.

## ESCALATIONS

### ESCALATIONS TO THE WHISTLEBLOWER PROTECTION OFFICER

You should immediately inform the Whistleblower Protection Officer if you are concerned that:

- you may be, are being, or have been subjected to Detrimental Conduct; or
- your disclosure has not been dealt with in accordance with this policy.

The Whistleblower Protection Officer will consider the concerns you have raised and, if appropriate, may take such action as the Whistleblower Protection Officer considers appropriate. Although, the Whistleblower Protection Officer may not be able to act if you wish to remain anonymous.

### ESCALATIONS TO CHIEF EXECUTIVE OFFICER OR CHIEF OPERATING OFFICER

You may escalate your concern directly to the Chief Executive Officer or Chief Operating Officer if you consider that:

- the Whistleblower Protection Officer has not adequately resolved a complaint regarding Detrimental Conduct; or
- the policy has not been followed by Australian Retail Group.

You may request that the Whistleblower Protection Officer escalate your concerns to the Chief Executive Officer or Chief Operating Officer, if you are not satisfied with the:

- findings of the investigation; or
- decision of the Whistleblower Protection Officer not to investigate.

You can make such a request by providing the Whistleblower Protection Officer with a written submission to be sent to the Chief Executive Officer or Chief Operating Officer setting out your concern. When considering the request, the Advisory Board are not required to reopen or reinvestigate the matter.



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## REPORTING TO REGULATORS AND OTHER EXTERNAL PARTIES

Nothing in this policy is intended to restrict you from making a Whistleblower Disclosure to, providing information to, or communicating with a government agency, law enforcement body or a regulator in Australia, in accordance with any relevant law, regulation or prudential standard applicable in a jurisdiction in which the company operates. Nor does this policy restrict you from seeking independent legal advice.

Whistleblower Disclosures can also be made to a legal practitioner, where the disclosure is for the purpose of obtaining legal advice or legal representation in relation to the making of a Whistle-blower Disclosure; and

Disclosures of Reportable Conduct to a regulator or other external party may still qualify for protections.

## REASONABLE BASIS FOR MAKING A REPORT

You will be expected to have reasonable grounds to suspect the information you are disclosing is true. If the information turns out to be incorrect, you will not be penalised and can still qualify for protections. However, you must not make a report that you know is untrue or is misleading. Where it is found you knowingly made a false report, this may be a breach of the company's Code of Conduct and will be considered a serious matter that may result in disciplinary action and possible legal consequences.

## TRAINING AND ACCOUNTABILITY

Australian Retail Group will ensure that the Whistleblower Policy is published on the company's Integrated Management System (IMS) and Company website and will ensure that employees are aware of and understand this Policy through the induction process and regular training.

It is expected that employees of Australian Retail Group who become aware of known, suspected, or potential cases of Reportable Conduct will make a report under this policy or under other applicable policies.

The Whistle-blower Policy will be reviewed annually by the Chief Executive Officer to ensure that it remains effective and relevant to the company and that it continues to comply with relevant laws.

## BREACH OF POLICY

Breach of this policy may be regarded as misconduct, leading to disciplinary action which may result in termination of employment or engagement. An individual may also be exposed to criminal or civil liability for a breach of relevant legislation.

**Dimitra Dimas-Loupasakis**  
Chief Executive Officer