

# Whistle-Blower Policy

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## 1. Objective

This policy embodies Beach's commitment to promoting a culture of compliance and ethical behaviour by offering protection to Whistle-blowers in order to ensure the reporting of Improper Conduct.

## 2. Scope

This policy applies to Beach's current or former directors, officers, employees, contractors, sub-contractors or associates and families of those persons (**Eligible Persons**).

This policy applies to a report which is made under this policy by an Eligible Person who has reasonable grounds to suspect that the information in their report indicates Improper Conduct (**Report**). If the person does not have reasonable grounds they are not covered by this policy.

This policy may be amended or replaced at the discretion of Beach or in accordance with the Acts or otherwise required by law.

## 3. Policy Statement

This policy provides a means by which Eligible Persons can make a Report of Improper Conduct (**Whistle-blowers**).

This policy summarises the protections and remedies available to Whistle-blowers in relation to an actual or prospective Report in accordance with the *Corporations Act 2001* (Cth) and the *Taxation Administration Act 1953* (Cth) (the **Acts**). It also provides information on how to make a Report and how the Report will be investigated.

Employees and officers can access the most up to date version of this policy on the Intranet.

Persons may obtain information about this policy from the Reporting and Protection Officer.

## 4. Reports of Improper Conduct

Meaning of Improper Conduct:

**Improper Conduct** is misconduct or an improper state of affairs or circumstances relating to Beach or its related bodies corporate and which includes conduct (without limitation):

- constituting an offence or contravention of the Corporations Act, the ASIC Act, the Banking Act, the Data Collection Act, the Insurance Act, the Life Insurance Act, the National Consumer Credit Protection Act, the Superannuation Industry (Supervision) Act, tax laws or any instrument referred to in those Acts;
- constituting an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- representing a danger to the public or the financial system;

- the tax affairs of Beach or any of its associates in respect of which the Whistle-blower considers the information may assist Beach in performing functions or duties in relation to its or its associates tax affairs; or
- which is otherwise prescribed by the regulations to be a disclosable matter from time to time.

## **5. Appointment of persons and their responsibilities**

Persons will be appointed to perform roles under this policy.

No person will however perform their role if they are implicated either directly or indirectly in the Report.

### **Reporting and Protection Officer**

The Managing Director (**MD**) will appoint a Reporting and Protection Officer.

The Reporting and Protection Officer may:

- receive Reports from Whistle-blowers;
- liaise with the Review Panel (if appointed) or MD in relation to the reporting and investigation of Reports;
- liaise with the Whistle-blower and the Review Panel (if appointed) to endeavour to ensure the protection required by the policy is provided to the Whistle-blower in accordance with the Acts;
- where possible and appropriate, maintain communication with the Whistle-blower about the progress and outcome of an investigation, subject to any privacy and confidentiality obligations as required by law;
- endeavour to ensure that confidentiality and the standards of protection provided for in the policy are maintained;
- endeavour to assist in the protection and support of Whistle-blowers and other persons; and
- endeavour to provide information to persons about the operation of this policy.

### **Review Panel**

The Board may appoint a Review Panel from time to time at its absolute discretion.

The Review Panel will be comprised of at least two people, consisting of the MD or another director of Beach, and any combination of Beach directors, current or retired executives or senior management or external appointees with relevant expertise or experience.

The Review Panel (if appointed) may:

- receive Reports from the Reporting and Protection Officer (or other person authorised to receive a Report);
- endeavour to assess Reports to determine appropriate action in its discretion;
- where appropriate, to assign Reports to an Investigating Officer;
- receive reports on the outcome of investigations from Investigating Officers;
- provide the MD with recommendations of appropriate courses of action regarding the outcome of an investigation; and

- endeavour to maintain a record of Reports, investigations and recommendations in accordance with confidentiality and privacy obligations, the Acts and as otherwise required by law.

### **Investigating Officer**

The Investigating Officer may be appointed by the MD, the Review Panel or the Board.

The Investigating Officer may be a senior manager or Human Resources, or at the discretion of Beach, an external person.

The Investigating Officer (if appointed) may:

- conduct investigations into complaints;
- report the outcome of investigations to the Review Panel or MD or Board, as directed;
- endeavour to ensure that confidentiality and the standards of protection provided for in the policy are maintained.

### **Restrictions on appointments**

If the MD is the subject of a Report all other duties of the MD under this policy will be the responsibility of the Board.

All persons with any connection to the Report must immediately disclose that connection to the Review Panel or the MD.

The Review Panel, the MD or the Board has the power to prevent a person from dealing with a Report if it forms a view that the involvement of that person will compromise the proper handling of the Report or otherwise at its discretion.

## **6. Protection and Support**

### **Protection for Whistle-blowers**

Beach is committed to protecting and supporting a Whistle-blower who makes a Report and will endeavour to:

- keep the Whistle-blower's identity confidential;
- conduct investigations of Reports on a confidential basis; and
- monitor and manage the behaviour of other persons involved in the Report or Improper Conduct.

Under the Acts, a Whistle-blower may be entitled to other protections, including by not being subject to any civil, criminal or administrative liability and not having any contractual or other remedy enforced (or contractual or other right exercised) against the Whistle-blower on the basis of the making of the Report.

However, the Whistle-blower is not protected from civil or criminal liability or from the consequence of any breach of Beach's policies or any internal disciplinary processes for his or her own Improper Conduct, whether in the Report or not. Beach may, in its discretion, regard the making of the Report as a mitigating factor in relation to Beach's own internal disciplinary processes.

The Whistle-blower is encouraged to contact the Reporting and Protections Officer if the Whistle-blower has any concerns or otherwise requires support.

### Protection against victimising conduct

Beach will endeavour to protect the Whistle-blower and other persons from being victimised, including by suffering any detriment or threat of detriment because they have made, are proposing to make or are able to make a Report under this policy (**victimising conduct**).

Under the Acts, *detriment* may include dismissal, injury in employment, disadvantageous alteration of position/duties, discrimination, harassment or intimidation, harm or injury to a person or damage to a person's property, reputation or business or financial position.

Any person concerned about victimising conduct should immediately contact the Reporting and Protection Officer. Beach considers that any person who carries out or threatens any victimising conduct may be in breach of this policy, which may result in disciplinary action, potentially including suspension or termination of employment or engagement

### Confidentiality

Beach will endeavour to keep the identity of the Whistle-blower confidential and not disclose the Whistle-blower's identity to a third party unless:

- the Whistle-blower consents to the disclosure;
- the disclosure is made to Australian Securities and Investments Commission (**ASIC**), Australian Prudential Regulation Authority (**APRA**), a member of the Australian Federal Police (**AFP**), the Commissioner of Taxation (**ATO**) (if tax-related) or other prescribed body in accordance with the Acts;
- the disclosure is made to a legal practitioner for the purposes of Beach obtaining legal advice or representation in accordance with the Acts;
- a court or tribunal thinks it is necessary in the interests of justice; or
- where the disclosure is otherwise required or permitted by law.

Beach will endeavour to not disclose information that is likely to lead to the identification of the Whistle-blower unless:

- it would be permitted to disclose the Whistle-blower's identify (as above); or
- where the disclosure of that information is reasonably necessary for purposes of investigating the Improper Conduct and Beach has taken reasonable steps to reduce the risk that the Whistle-blower will be identified as a consequence of the disclosure.

### Protection for employees mentioned in any Report

Beach will endeavour to provide any employee mentioned in a Report, who then becomes subject to an allegation of Improper Conduct as a consequence of that Report, with an opportunity to respond to the allegations as part of any investigation.

Employees who are mentioned in any Report will also be entitled to access to a confidential support and counselling hotline.



For example, protected disclosures can also be made under the Acts to ASIC, APRA or the AFP or if related to taxation, the ATO.

Emergency disclosures can be made in specific circumstances; however, a Whistle-blower must inform Beach in writing if they intend making an emergency disclosure otherwise, they may not be protected under this policy or the Acts.

### **Content of Report**

The Whistle-blower should endeavour to provide specific, adequate and pertinent information with respect to, among other things, dates, places, persons/witnesses, amounts and other relevant information as this may assist Beach in investigating the matter.

An optional Whistle-blower report form is attached as an appendix to this policy, which may be helpful to a Whistle-blower in compiling the information that should be included in a Report.

### **Communication of Report**

The person receiving the Report will immediately provide the Report to the Review Panel (if formed) or to the MD) or if the Report involves any of those persons to the Chair of the Board of Directors.

A copy of the Report will also be provided to the Reporting and Protections Officer if they were not the original recipient of the Report.

If the Whistle-blower has disclosed their name and contact details, the Reporting and Protection Officer may liaise with, protect and support the Whistle-blower in accordance with this policy.

### **Investigation of Report**

The MD or Review Panel (if appointed) will conduct an initial investigation into the Report and will determine at their discretion whether it is appropriate or necessary to appoint an investigator to conduct further investigation or whether the concern can be resolved by other appropriate action.

If appointed, the Investigating Officer's role is to gather information relating to the alleged Improper Conduct, consider the information and conclude whether or not there is any Improper Conduct based on that information. The Investigating Officer may obtain assistance from an internal or an external accounting or legal specialist as the Investigating Officer considers necessary.

At the completion of the investigation, the Investigating Officer will report back to the MD or Review Panel (as appropriate). Depending on the circumstances, the Investigating Officer may provide a recommendation about the action to be taken in response to the Report.

Investigations will be conducted on a confidential basis.

### **Action Following Investigation**

If appointed, the Review Panel will recommend a course of action to the MD. Depending upon the nature of the matter and the outcome of the investigation, this may include no action being taken, internal disciplinary action, dismissal, or referral to the police or relevant regulator.

Unless the Report was made anonymously, the Whistle-blower will be advised of the outcome of the investigation and the action to be taken insofar as it does not reveal confidential information, breach privacy laws or prejudice a course of action to be taken or contravene any law.

## **Reporting Requirements**

Subject to confidentiality and privacy obligations and as required under the Acts or any other law:

- all Reports, investigations and actions taken as a result of an investigation must be recorded by the Review Panel; and
- the MD must report Reports and their outcomes to the Board.

## **Application**

This policy applies to all personnel associated with Beach activities.