

# Whistleblower Policy

**Group**

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## 1. Introduction

Team Super Pty Ltd (**Trustee**), the Team Superannuation Fund (**Fund**) and Team Super Services Pty Ltd (**Team Services**) are collectively referred to as the Team Super Group (**Group**).

### 1.1 Purpose

This Policy is an important tool that provides the Group with a mechanism to identify and address activities or conduct that fails to meet the standards and expectations of the Group. The Trustee sets out clear standards and expectations for the behaviour of all directors and employees of the Group through its **Purpose, Vision and Values** – which is further supported by the Group’s **Governance Framework** and **Code of Conduct**.

This Policy sets out the system for reporting and handling of whistleblower matters and how these will be dealt with fairly, confidentially and impartially by the Group. This includes outlining what reasonable steps and precautions the Group will actively take to protect persons who make a disclosure.

### 1.2 Scope

The Group must comply with whistleblower obligations contained within:

- Part 9.4AAA of the *Corporations Act 2001*;
- Part IVD of the *Taxation Administration Act 1953*;
- Part 29A of the *Superannuation Industry (Supervision) Act 1993*;
- APRA SPS 520 Fit and Proper; and
- ASIC RG 270 Whistleblower policies.

Pursuant to the above obligations, the Trustee is required to have a Whistleblower Policy (**Policy**), that is available to all directors and employees of the Group and, at minimum, contains information about:

- the protections available to whistleblowers;
- to whom disclosures that qualify for protection under the Policy may be made (and how they may be made);
- how the Group will support whistleblowers and protect them from detriment;
- how the Group will investigate disclosures that qualify for protection;
- how the Group will ensure fair treatment of employees of the Group who are mentioned in disclosures;
- how the Policy is to be made available to officers and employees of the company; and
- any other matters prescribed by the regulations for the purposes of this Policy.

### 1.3 Linkage to Risk Management Framework

This Policy supports the Group risk management program as a control to assist in the management of the risks described in the Group’s **Risk Appetite Statement (RAS)** within the material risk categories and sub-categories outlined in the table below:

Material Risk Category	Risk Sub-Category	Risk Description
Operational risk	Fraud risk	The risk of financial, identity or privacy loss to members and/or the Group as a result of

Material Risk Category	Risk Sub-Category	Risk Description
		fraudulent activity originating either internally or externally
Governance risk	Culture and conduct risk	The risk of material impact to members and/or the Group due to inappropriate employee behaviour and/or inability to maintain a transparent and risk aware organisational culture
	Reputation risk	The risk of members, regulators and/or the community negatively perceiving the Trustee's business activities or corporate brand
Compliance risk	Superannuation compliance risk	The risk of sanctions, material financial loss, or loss of reputation as a result of failure to comply with superannuation obligations
	Other compliance risk	The risk of sanctions, material financial loss, or loss of reputation as a result of failure to comply with compliance obligations including privacy obligations and international regulations

## 2. Whistleblower disclosures

The Group encourages the early reporting and escalation of any inappropriate activities or conduct so that wrongdoings can be identified and addressed as early as possible. All disclosures made under this Policy are treated confidentially to protect the identity of the person wishing to make the disclosure. The Group offers an independent reporting channel through the Deloitte Whistleblower Service to support anyone who wishes to make an anonymous disclosure.

### 2.1 Matters covered by this Policy

A whistleblower matter may be reported (**disclosure**) where there are reasonable grounds for a person to believe that certain activities or conduct is taking place that is suspected of being:

- dishonest;
- improper;
- unethical;
- corrupt;
- illegal;
- discriminatory;
- harassment;
- victimisation;
- bullying;
- a workplace health or safety risk;
- a serious harm to members, the Trustee or the Fund;
- related to money laundering or terrorist financing activities; or
- a breach of a mandatory or voluntary industry or regulatory code that applies to the Group's operations including for example, the Financial Standards and Ethics Authority Ltd (**FASEA**) Code of Ethics and the Tax Practitioners Board Code of Professional Conduct.

Certain disclosures attract statutory protection under the *Corporations Act 2001* and *Tax Administration Act 1953*. This applies where the disclosure meets the requirements for a Protected Disclosure (as set out under the whistleblower protections section of this Policy) and is made in relation to one of the following

**Protected Matters:**

- misconduct (as defined in s.9 of the *Corporations Act 2001*);
- an improper state of affairs;
- an offence against the:
  - *Corporations Act 2001*;
  - *Australian Securities and Investments Commission Act 2001*;
  - *Banking Act 1959*;
  - *Financial Sector (Collection of Data) Act 2001*;
  - *Insurance Act 1973*;
  - *Life Insurance Act 1995*;
  - *National Consumer Credit Protection Act 2009*;
  - *Superannuation Industry (Supervision) Act 1993*; or
  - a regulation or instrument made under an Act referred to above.
- an offence against any other Commonwealth law punishable by imprisonment for a period of 12 months or more;
- a danger to the public or financial system; or
- a public interest disclosure relating to substantial and imminent danger to the health or safety to people or the natural environment.

The Group recognises that matters appropriate for a disclosure are not limited to these above examples and that a disclosure can be made in relation to any actual or potential matters. Any person can make a disclosure about the Group or its service providers through the reporting channels provided through this Policy.

A person making a disclosure can still qualify for protection even if the disclosure turns out to be incorrect. However, the reporting of a disclosure should be made on reasonable grounds that is not vexatious or frivolous in nature. It is important to note that disclosures relating solely to personal work-related grievances are covered separately by the *Fair Work Act 2009* and do not qualify for whistleblower protections under the *Corporations Act 2001* or *Tax Administration Act 1953*.

## 2.2 Disclosure Officers

Where possible the Group encourages disclosures to be reported internally in the first instance to the Group's **Whistleblower Officer**. Where the person making a disclosure does not wish to engage the Whistleblower Officer, they may reach out instead to any of the following **Disclosure Officers** who are additionally authorised to receive and handle whistleblower matters for the Group:

- Complaints Officer;
- Chief People Officer;
- Chief Risk Officer;
- Chief Executive Officer; or
- Chair of the ARCC.

Contact details for all Disclosure Officers is set out in **Appendix A** of this Policy.

### 2.3 External service

The **Deloitte Whistleblower Service** provides an alternative way of making a disclosure through an independent reporting channel. This is an external service that supports the reporting of a disclosure through a dedicated hotline number, website, email and postal address as set out in **Appendix B**.

This service allows confidential disclosures to be made securely (and anonymously where required) to an independent auditor of the Group.

### 2.4 Other reporting channels

Disclosures that qualify for statutory protection can also be made to specific persons outside of the Group's official reporting channels. This includes disclosures that are made to:

- a director, the company secretary or a Chief Executive of the Group;
- an actuary of the Group;
- an auditor (or member of an audit team conducting an audit) of the Group;
- a regulator of the Group (such as APRA, ASIC and the ATO);
- a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to a whistleblower disclosure;
- a Minister of Parliament; or
- a journalist.

Any disclosure made to a director, the company secretary or a member of the Executive Team will be confidentially referred to a Disclosure Officer (excluding any Disclosure Officers whom may be the subject of the disclosure) for further investigation.

### 2.5 Anonymous reporting

The Group recognises the importance of protecting the identity of any person who wishes to make a disclosure. The reporting channels and investigative processes established under this Policy will not seek to identify the person making the disclosure, unless that person chooses to voluntarily reveal their identity.

Where a person wishes to report a disclosure anonymously the Group recommends the use of a two-way communication channel such as the Deloitte Whistleblower Service. This allows follow-up questions and updates to be provided during an investigation. A person making a disclosure can also refuse to answer questions at any time where they feel their anonymity is at risk. There is no requirement for a person to identify themselves in order to receive statutory protections under the *Corporations Act 2001* or *Tax Administration Act 1953*.

Persons making a disclosure should be aware that their anonymity can be compromised in situations where:

- the discloser has previously mentioned to other people that they are considering making a disclosure;
- a very small number of people have access to the information contained in the disclosure; or
- the disclosure relates to information that a discloser has been informed of in private or in confidence.

## 2.6 What to include in a whistleblower report

The following matters should be considered for inclusion when making a disclosure:

- nature of the conduct being reported;
- names of people involved;
- names of any witnesses;
- date, time and location of incident(s); and
- details of any supporting evidence.

## 3. Whistleblower investigations

All disclosures reported to the Group under this Policy must be reviewed by an appropriate Disclosure Officer to determine whether it qualifies for statutory protection and whether a formal investigation is required. The investigation must be objective, fair and independent, while preserving the confidentiality of the investigation and the person making the disclosure. At the end of the investigation, the Disclosure Officer is required to prepare a final report for review by the ARCC.

The person reporting a disclosure will be kept informed by the Disclosure Officer of any actions taken, or proposed action to be taken within **90 days** of the initial disclosure being made (where the person making the disclosure can be contacted).

Where the person making a disclosure is not satisfied with the outcome of an investigation, they may seek a review of the original investigation by a different Disclosure Officer. However, the Group is not obliged to re-open an investigation where it concludes the review has been conducted properly, or where new information that has come to light would not change the findings of an investigation.

### 3.1 Duties of the Disclosure Officer

A Disclosure Officer is responsible for receiving and handling disclosures made in accordance with this Policy. The Disclosure Officer is required to:

- support arrangements so that disclosures can be made privately and discreetly (and away from the workplace where necessary);
- explain to the person making the disclosure what will happen in relation to the information being disclosed;
- provide an initial timeframe to the person making the disclosure, with updates as required;
- obtain specific consent from the person making the disclosure to allow information to be disclosed where required to support any subsequent internal investigation;
- take all necessary and reasonable steps to ensure that the identity of the person making the disclosure (and any person who is the subject of a disclosure) is kept confidential;
- support and protect the person making the disclosure from victimisation and detriment;
- carry out their investigations of the disclosure objectively, fairly and independently; and
- confidentially document and maintain secure records of any information received as part of the disclosure.



### 3.2 Investigative report

The Disclosure Officer will prepare a report for the ARCC at the conclusion of their investigation. This report will contain:

- the matter of the disclosure;
- an account of all relevant information received under the disclosure;
- relevant documents, statements or other exhibits received and accepted as evidence during the investigation;
- where an investigation has rejected evidence as being unreliable, the reasons for this opinion being formed;
- the conclusions reached and the basis for those conclusions; and
- any recommendations arising from the conclusions.

Where the Disclosure Officer has found evidence of the conduct reported under the disclosure, then the recommendations of the report must contain steps that outline the actions required by the Group to:

- contain the matter;
- prevent the matter from re-occurring; and
- remediate any detriment arising from the matter.

This may include bringing disciplinary or legal proceedings against the person found responsible for the conduct and referring the matter to an appropriate authority for further review and action where required. The report itself must not disclose information that is likely to lead to the identification of the person who has made the disclosure. The Disclosure Officer will provide an update to the person making a disclosure at the end of the investigation to summarise outcomes and actions undertaken by the Group.

### 3.3 Fair treatment of individuals mentioned in a disclosure

The Group seeks to treat all persons fairly which includes circumstances where a disclosure is being made or where the person is the subject of a disclosure. The Group has in place the following measures to ensure this is adhered to in practice:

- disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;
- each disclosure will be assessed and may be the subject of an investigation;
- the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported;
- when an investigation needs to be undertaken, the process will be objective, fair and independent;
- an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required in accordance with the principles of natural justice and procedural fairness and prior to any actions being taken (for example, if the disclosure will be the subject of an investigation); and
- an employee who is the subject of a disclosure may contact the Group's support services (e.g. Employee Assistance Program)

## 4. Whistleblower protections

The Group forbids personnel from acting in any manner that victimises (causes a detriment) to a person as a result of them making a disclosure. The Group must make reasonable precautions to prevent the victimisation of the person making the disclosure, in a manner that demonstrates appropriate diligence being exercised in the handling of the matter.

All disclosures will be treated in a confidential and sensitive manner. No action will be taken against a person who has made a disclosure on reasonable grounds which is later found to be unsubstantiated through subsequent investigation.

The investigation of a disclosure may also require co-operation from other directors, employees or suppliers of the Group. Where this takes place, the Group requires the investigation to be carried out on an impartial basis that does not victimise any other party that has been involved as a result of the disclosure or its investigation.

### 4.1 Identity protection

It is illegal to identify a discloser and the Group requires all disclosures to be treated on a highly confidential basis. For the purposes of this Policy, this means that unless required by law, the investigation will not reveal the identity of the person making the disclosure (or information that is likely to lead to the identification of that person) unless consent has been given by the person making the disclosure.

The Group will take reasonable steps to reduce the risk that information contained in a disclosure results in the identification of the person making the disclosure through the following practices:

- all personal information or reference to the discloser witnessing an event will be redacted;
- the discloser will be referred to in a gender-neutral context;
- where possible, the discloser will be contacted to help identify certain aspects of their disclosure that could inadvertently identify them; and
- disclosures will be handled and investigated by qualified staff.

The Group will take reasonable steps to secure information contained in a disclosure to protect the identity of the person making a disclosure through the following practices:

- all paper and electronic documents and other materials relating to disclosures will be stored securely;
- access to all information relating to a disclosure will be limited to those directly involved in managing and investigating the disclosure;
- only a restricted number of people who are directly involved in handling and investigating a disclosure will be made aware of a discloser's identity (subject to the discloser's consent) or information that is likely to lead to the identification of the discloser;
- communications and documents relating to the investigation of a disclosure will not be sent to an email address or to a printer that can be accessed by other staff; and
- each person who is involved in handling and investigating a disclosure will be reminded about the confidentiality requirements, including that an unauthorised disclosure of a discloser's identity may be a criminal offence.

It is important to note that the Group may be required by law to disclose the identity of the person making the disclosure (for example to ASIC, APRA, the Australian Federal Police or by a court order) or to a legal practitioner for the purposes of obtaining legal advice or representation.

### 4.2 Protected Disclosures

The law provides for statutory protections under the *Corporations Act 2001* and *Tax Administration Act 1953* for certain whistleblower disclosures (**Protected Disclosures**).

This applies where the disclosure is reported by an **Eligible Whistleblower** to an **Eligible Recipient** on a **Protected Matter** where:

An **Eligible Whistleblower** means any current or former:

- employee of the Group;
- director or company secretary of the Group;
- service provider (or an employee of the service provider) to the Group;
- a service provider (or an employee of the service provider) to the Trustee's custodian or investment managers; or
- a relative or dependent of any of the above persons.

An **Eligible Recipient** means any person who is:

- an authorised Disclosure Officer of the Group;
- a director, the company secretary or Chief Executive of the Group;
- an actuary of the Group;
- an auditor (or member of an audit team conducting the audit) of the Group;
- a regulator of the Group; or
- a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to a whistleblower disclosure.

A **Protected Matter** means information where the Eligible Whistleblower has reasonable grounds to suspect that the information being disclosed about the Group concerns a Protected Matter as outlined in Section 2.1 of this Policy.

### 4.3 Statutory protection from detrimental acts or omissions

The law forbids the victimisation of people as a result of a Protected Disclosure. Victimisation includes threatening or causing detriment to the person making the disclosure (or someone known to that person) whether implied or express, conditional or unconditional by way of:

- dismissal of an employee;
- injury of an employee in his or her employment;
- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees of the same employer;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person's property;
- damage to a person's reputation;
- damage to a person's business or financial position; or
- any other damage to a person.

However, detriment does not include:

- administrative action that is reasonable for the purpose of protecting a discloser from detriment; or
- managing a discloser's unsatisfactory work performance, where the action is in line with the Group's performance management framework.

The Group will take reasonable steps to follow measures and mechanisms that help to protect people from victimisation or detriment through the following practices:

- undertake a risk assessment of potential victimisation or detriment against persons involved in the disclosure;

- establish strategies to minimise and manage stress, time or performance impacts to the person making the disclosure (which may include modifications to employee roles or workplace arrangements);
- provide support services such as the Employee Assistance Program where appropriate;
- review workplace arrangements to ensure management are aware of their responsibilities to address the risks of isolation or harassment, manage conflicts and ensure fairness when managing the performance of (or taking management action in relation to) the person making a disclosure;
- consider interventions where detriment has occurred, that may assist the person who has made a disclosure (including, but not limited to, taking disciplinary action to address the detrimental conduct, offering extended leave, compensation or other remedies); and
- provide an independent avenue for the person making a disclosure to lodge a complaint if they have suffered detriment, to be investigated independently of the original Disclosure Officer (with the investigation findings of the complaint to be reported to the ARCC).

The Group recognises that a person is entitled to, and may wish to seek, independent legal advice or contact a regulator, where they believe they have suffered a detriment.

#### **4.4 Statutory protection from civil, criminal and administrative liability**

A person who makes a Protected Disclosure is protected by the law from:

- civil liability (e.g. any legal action against the discloser for breach of an employment contract, duty of confidentiality or another contractual obligation);
- criminal liability (e.g. attempted prosecution of the discloser for unlawfully releasing information, or other use of the disclosure against the discloser in a prosecution (other than for making a false disclosure)); and
- administrative liability (e.g. disciplinary action for making the disclosure).

However, these protections do not grant immunity for any misconduct a disclosure has engaged in that is revealed in their disclosure.

#### **4.5 Compensation and other remedies**

A person may seek to claim compensation or remedies through a court where they believe they have suffered loss, damage or injury as a result of a Protected Disclosure, or where they believe the Group has failed to take reasonable precautions or exercise appropriate due diligence in preventing detrimental conduct occurring in relation to a Protected Disclosure.

#### **4.6 Personal work-related grievances**

Personal work-related grievances are those that relate to the discloser's current or former employment with implications for the discloser personally but does not have any other significant implications for the Group or a disclosable matter. For example:

- an interpersonal conflict between the discloser and another employee;
- a decision that does not involve a breach of workplace laws;
- a decision about the engagement, transfer or promotion of the discloser; or
- a decision to discipline, suspend or terminate the discloser.

Although these disclosures do not qualify for protection under the *Corporations Act 2001* or *Tax Administration Act 1953*, they are taken seriously by the Group and may result in disciplinary action for any misconduct involving bullying, harassment or discrimination.

Personal work-related grievances will only be treated as a Protected Disclosure where it is made to a legal practitioner for the purposes of obtaining legal advice or representation.

## 5. Public interest and emergency disclosures

Whistleblower legislation aims to ensure appropriate mechanisms and protections exist for identifying and uncovering serious misconduct. This includes establishing how reporting can be made directly to a regulator on matters of public interest, or emergency matters that represent a substantial and imminent danger to the health or safety of people or the natural environment. The matter may also be disclosed to a Member of Parliament or to a journalist (and remain protected) where certain conditions are met.

### 5.1 Disclosures to a Member of Parliament or to the media

A whistleblower may qualify for statutory protection when disclosing a matter to either a Member of Parliament or a journalist subject to:

- informing the regulatory authority that received the original disclosure in writing of their intention to make a **public interest disclosure** (as defined in section 5.2 below) or an **emergency disclosure** (as defined in section 5.3 below). This notice must clearly identify and reference the original whistleblower disclosure; and
- ensuring the extent of information being further disclosed is no greater than necessary.

It is important for the discloser to understand the criteria for making an emergency disclosure or public interest disclosure before doing so. The Group recommends independent legal advice is obtained before making an emergency or public interest disclosure.

### 5.2 Public interest disclosures

A public interest disclosure can qualify for statutory protection where:

- at least 90 days have passed since a previous disclosure has been made to the regulator;
- the discloser has reasonable grounds to believe that no action has been (or is being) taken to address the matter; and
- the discloser has reasonable grounds to believe that further disclosure would be in the public interest.

### 5.3 Emergency disclosures

An emergency disclosure can qualify for statutory protection where the whistleblower has reasonable grounds to believe the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment.

## 6. Administration

The Whistleblower Policy is accessible through the corporate intranet and is published on the Team Super website which is accessible to the Group's suppliers and the general public.

### 6.1 Implementation

This Policy is made available to all directors and employees of the Group. The Group's induction and mandatory training programs ensure Group personnel have knowledge of the Whistleblower Policy and where additional resources can be found.

This Policy is owned by the Chief Risk Officer and must be reviewed by the Audit Risk and Compliance Committee (**ARCC**) at least annually with any major changes approved by the respective Board.

### 6.2 Related documents

- APRA SPS 520 Fit and Proper;
- ASIC RG 270 Whistleblower Policies;
- Code of Conduct;
- Governance Framework;
- Team Super Group Whistleblower Services Summary; and
- Whistleblower Notification Form.

## Appendix – Whistleblower channels

### A. Disclosure Officers

Details of internal Whistleblower notification channels are available on the Group’s intranet.

### B. External service

The following reporting channels are made available through the Deloitte Whistleblower Service:

Hotline	Details
Telephone	1800 173 918
Online	<a href="https://australia.deloitte-halo.com/whistleblower/website/TeamSuper">https://australia.deloitte-halo.com/whistleblower/website/TeamSuper</a>
Email	whistleblower@deloitte.com.au
Mail	The Whistleblower Service Reply Paid 12628 A’Beckett Street Victoria 8006