



**WHISTLEBLOWER**

**CORPORATE POLICY**

SlumberCorp Pty Ltd

January 2024

## 1. BACKGROUND

This policy supports the commitment of SlumberCorp Pty Ltd (SlumberCorp) in creating and maintaining a culture of proper conduct and fair and honest dealing in its business activities.

SlumberCorp promotes the reporting of any suspected instances of unethical, illegal, fraudulent, or undesirable conduct. The company ensures that individuals making a report can do so confidentially, without the fear of intimidation or reprisal, by implementing protective measures.

To further reinforce our commitment to environmental, social, and governance (ESG) principles, we recognise the importance of aligning our whistleblower framework with our overarching ESG strategy. This integration ensures a more comprehensive and synergistic approach to ethical conduct, corporate responsibility, and the sustainable practices embedded in our organisational values.

This policy should be read in conjunction with other Company policies, including the Code of Conduct.

## 2. PURPOSE

The purpose of this policy is to:

- a) help detect and address Improper Conduct;
- b) maintain a working environment in which Employees are able to raise concerns regarding instances of Improper Conduct (where there are reasonable grounds to suspect such conduct) without fear of intimidation, disadvantage or reprisal;
- c) outline the procedures for reporting and investigating reported matters;
- d) outline the measures in place to protect people who report Improper Conduct; and
- e) comply with the Corporations Act requirement to have a Whistleblower Policy

It is expected that Employees will report known, suspected or potential cases of Improper Conduct. Failure to raise issues could result in disciplinary action including termination of employment.

## 3. SCOPE

This policy applies to all:

- SlumberCorp employees
- SlumberCorp contractors / consultants
- Third parties engaged by or collaborating with SlumberCorp.

## 4. DEFINITIONS

In this policy:

- **APRA** means the Australian Prudential Regulation Authority.
- **ASIC** means the Australian Securities and Investments Commission.
- **Corporations Act** means the *Corporations Act 2001* (Cth) as amended or modified from time to time.

- **Employee** means any employee, director, contractor, or consultant of the Company.
- **Improper Conduct** means conduct that is illegal, unacceptable, or undesirable, or the concealment of such conduct. It includes, but is not limited to, conduct that:
  - is against the law or is a failure by the Company to comply with any legal obligation;
  - is dishonest, fraudulent or corrupt;
  - is potentially damaging to the Company, an Employee or a third party, including unsafe work practices, environmental damage, health risks or substantial wasting of corporate resources;
  - is misleading or deceptive conduct of any kind, including questionable accounting or financial reporting practices;
  - involves bullying, harassment, discrimination; or
  - is unethical or breaches the Company’s policies, protocols, or codes of conduct.
- **Reasonable Grounds** means that a reasonable person in your position would also suspect the information indicates Improper Conduct.
- **Section** means a section of this policy.
- **Whistleblower Protection Officer** means a person nominated by the Company whose key responsibilities include protecting Disclosing Persons who report concerns under this policy. The current Whistleblower Protection Officers nominated by the Company will be the Company Secretary.

## 5. REPORTING PROCEDURE

### 5.1. Who is covered by this Policy?

This Policy applies to reports of Improper Conduct which are made by individuals who are, or have been, any of the following:

- a) A director, officer, or employee of the Company;
- b) A contractor or supplier of the Company;
- c) An employee of a contractor of the Company;
- d) An individual who is an associate of the Company, for example a director of a related company of the Company; and
- e) A relative, dependent or spouse (or that spouse’s dependents) of an individual referred to in a) to d) above.

In this policy, each person in the categories listed above is referred to as “**Disclosing Person**”.

### 5.2. To Whom can a report of Improper Conduct be made?

The law gives certain protections to a Disclosing Person who reports Improper Conduct on Reasonable Grounds to:

- a) ASIC;
- b) APRA (although that is unlikely to be relevant given the nature of the Company's business);
- c) the ATO (for Improper Conduct relating to tax matters);
- d) a Commonwealth authority specified in regulations (at present no authority has been specified); or
- e) an "eligible recipient" as listed by SlumberCorp.

### 5.3. Legal Advice and Communicating with a Lawyer

Whether prior to or following the submission of a report on Improper Conduct, a Disclosing Person has the right to engage in discussions with their legal counsel regarding concerns related to Improper Conduct. They are entitled to seek legal advice on how whistleblower laws pertain to their situation. The legal protections outlined below generally extend to communications between a Disclosing Person and their legal representative.

### 5.4. Public Interest and Emergency Disclosures to a Journalist or Member of Parliament

Protections for disclosures in the public interest and emergency situations are applicable only when a Disclosing Person has initially reported Improper Conduct to a Commonwealth agency. These protections do not apply if the report is solely made to an 'eligible recipient.

a) Public Interest Disclosures

If:

- i. a Disclosing Person has made a report of Improper Conduct to one of the Commonwealth agencies specified in Section 4; and
- ii. at least 90 days have passed since making the report; and
- iii. the Disclosing Person does not have reasonable grounds to believe that action is being taken on the report and reasonably believes that further disclosure is in the public interest; and
- iv. has given prior written notice to the relevant Commonwealth agency of his or her intention to make further disclosure,

then the Disclosing Person may make a report of the Improper Conduct to a journalist or Federal or State Member of Parliament. In this case, this further report will have the legal protections referred to in Sections 6 and 7 of this policy, provided it is limited to the information necessary to inform the recipient of the Improper Conduct.

b) Emergency Disclosures

A Disclosing Person will also have the legal protections referred to in Sections 6 and 7 of this policy if the person:

- i. has made a report of Improper Conduct to a specified Commonwealth agency;
- ii. has reasonable grounds to believe that the Improper Conduct concerns a substantial and imminent danger to any person's health or safety or to the natural environment;
- iii. has given prior written notice to the relevant Commonwealth agency of his or her intention to make further disclosure; and
- iv. makes a report to a journalist or Member of Parliament that is limited to the information necessary to inform the recipient of the substantial or imminent danger.

### 5.5. How to Make a Report to an Eligible Recipient

Employees may report Improper Conduct to an eligible recipient by:

- a) post to 105 Radium Street, Welshpool WA 6106 (marked as private and confidential to the attention of the Employee's immediate manager or the Whistleblower Protection Officer); or
- b) email; or
- c) telephone.

The Disclosing Person has the option to maintain anonymity, retaining the same legal protections, or may opt to disclose their name. If the name is disclosed, it will be treated confidentially, with exceptions outlined in Section 6 of this policy.

### 5.6. How to Make a Report to an Eligible Recipient

A Disclosing Person who reports Improper Conduct, whether made directly or anonymously, must have reasonable grounds to suspect that the information being disclosed about the Company concerns:

- a) misconduct or an improper state of affairs or circumstances in relation to any entity within the Company; or
- b) indicates that the Company or any of its officers or employees has engaged in conduct that:
  - i. breaches the Corporations Act;
  - ii. breaches other financial sector laws enforced by ASIC or APRA;
  - iii. constitutes an offence against other law of the Commonwealth that is punishable by imprisonment for a period of 12 months; or
  - iv. represents danger to the public or the financial system.

requirement, the Company Code of Conduct, or any other Company policy, including, inter alia:

- a) fraud, dishonesty or corruption;
- b) negligence;
- c) criminal offences;
- d) financial loss to the Company, reputational damage or conduct otherwise detrimental to the Company's interests;
- e) potential misconduct or an improper state of affairs or circumstances in relation to the Company's tax affairs;
- f) failure to comply with legal obligations of the Company as a company listed on the ASX; and
- g) unethical or corrupt conduct.

Legal safeguards extend to a Disclosing Person, even in cases where the allegations made may be inaccurate, as long as the Disclosing Person had reasonable grounds for making those allegations.

### 5.7. What Kind of Conduct is not Covered by this Policy

Generally, disclosures that solely concern the Disclosing Person's personal work-related grievances do not qualify for protection under the Corporations Act.

Examples of disclosures regarding personal work-related grievances that may not qualify for protection under whistleblower laws and this policy include:

- a) an interpersonal conflict between the Disclosing Person and another employee;
- b) a decision relating to the engagement, transfer or promotion of the Disclosing Person;
- c) a decision relating to the terms and conditions of engagement of the Disclosing Person; or
- d) a decision to suspend or terminate the engagement of the Disclosing Person, or otherwise discipline the Disclosing Person.

However, a report concerning a personal work-related grievance may qualify for coverage if it incorporates details about additional Improper Conduct beyond the Disclosing Person's personal circumstances. Alternatively, coverage may apply if the Disclosing Person faces threats of detriment due to their report.

## 6. CONFIDENTIALITY AND ANONYMITY

Reports of Improper Conduct, whether submitted in the Disclosing Person's name or anonymously, will be treated with confidentiality. Details of the report or the Disclosing Person will only be disclosed to individuals essential to the investigation, unless the Disclosing Person provides consent or if legal obligations permit or require disclosure, such as in cases involving ASIC, the Australian Federal Police, or legal practitioners seeking advice on the application of the Disclosing Person's protections.

The company will guarantee the secure and confidential storage of all records related to reports of Improper Conduct. Access to these records will be restricted to authorised company employees for the sole purpose of conducting the investigation.

Unauthorised disclosure of:

- a) the identity of the Disclosing Person who has made a report of Improper Conduct;  
or
- b) information from which the identity of the reporting person could be inferred,

may be an offence under Australian law and will be regarded as a disciplinary matter.

## 7. PROTECTIONS AND SUPPORT

The Company is committed to protecting and respecting the rights of any Disclosing Person who reports Improper Conduct in accordance with this policy.

The company unequivocally rejects any retaliatory actions directed at individuals suspected of reporting Improper Conduct, as well as their colleagues, employer (if a contractor), relatives, or any other person. Such detrimental conduct is strictly prohibited when motivated by the suspicion that a Disclosing Person has made a report of Improper Conduct.

Any such retaliatory action may be an offence and will be treated as serious misconduct and will be dealt with in accordance with the Company's disciplinary procedures.

In addition to the above, under Australian law, a Disclosing Person who has reasonable grounds for suspecting that Improper Conduct has taken place, and who reports the matter to an appropriate person or agency as referred to in Section 4, may be entitled to additional legal protections in certain circumstances, including:

- a) they may be protected from civil, criminal or administrative legal action for making the report;
- b) no contractual or other right may be exercised against the Disclosing Person for making the report;
- c) the information they provide may not be admissible in evidence against them in legal proceedings (unless they have provided false information); and
- d) anyone who causes or threatens to cause detriment to a Disclosing Person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and may be liable to pay damages to the Disclosing Person for any loss suffered by him or her as a result.

Whistleblowers who believe they have been subjected to retaliation are encouraged to report their concerns promptly through the same channels provided for reporting improper conduct. All reports of retaliation will be promptly and thoroughly investigated by the appropriate authorities, and disciplinary action will be taken against any individuals found to have retaliated against a whistleblower.

## 8. INTERNAL INVESTIGATION PROCEDURE

The necessity for an internal investigation and the specific procedures employed will depend on the nature of the alleged Improper Conduct. Every investigation will be executed with fairness and objectivity towards all involved parties. The duration of the investigation will be contingent on the unique circumstances of each case; nonetheless, SlumberCorp is committed to conducting internal investigations promptly and efficiently.

The responsibility of investigating reports of Improper Conduct under the Whistleblower Policy rests with the Whistleblower Protection Officer. The Officer is authorised to engage independent financial, legal, and operational advisors as needed. For matters of significant gravity, the Board of the Company may provide additional assistance to ensure a thorough investigation.

An investigation will generally involve making enquiries and collecting evidence for the purpose of assessing whether the Improper Conduct report can be substantiated.

Employees of the company who are the subjects of reported allegations in the Improper Conduct report will typically be afforded an opportunity to address the pertinent accusations. Progress updates on the investigation will be communicated to the Disclosing Person, if applicable, unless they have chosen to remain anonymous.

Generally, the Whistleblower Protection Officer will determine whether to elevate a report and the results of any investigation, as well as identify the appropriate individuals or entities for further escalation and decision-making. The decision-making process will be contingent upon the specific facts and severity of each case. For instance, a Whistleblower Protection Officer may be responsible for deciding how to address the findings of an investigation.

## 9. TRAINING AND AWARENESS

In our ongoing commitment to fostering a culture of transparency and ethical conduct, we acknowledge the significance of ensuring that our employees are well-informed about the principles and procedures outlined in our Whistleblower Policy.

To enhance awareness and understanding, we are dedicated to implementing training programs that provide employees with the knowledge and tools necessary to recognise, report, and address instances of improper conduct.

Through targeted training initiatives, we aim to empower our workforce to confidently navigate the reporting channels outlined in the policy and foster a collective sense of responsibility towards upholding our ethical standards. By prioritising training and awareness, we not only strengthen our internal mechanisms but also promote a culture of integrity and accountability across all levels of the organisation.



## 10. REVIEW OF THIS POLICY

This policy will be reviewed from time to time to ensure it remains effective and meets best practice standards and the needs of the Company. This policy can only be amended by resolution of the Board.

SlumberCorp are committed to continuous improvement and responsiveness to emerging best practices in whistleblower protection.

This Whistleblower Policy can be accessed via the Company website.