

# VeriSure Audit

## Whistleblower Protection Policy

### 1. Introduction

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#### 1.1. Purpose of this Policy

VeriSure Audit is committed to a culture of corporate compliance and ethical behaviour generally. VeriSure Audit considers it vital that Improper Conduct should be disclosed through appropriate channels, and is committed to protection of individuals who disclose, in good faith, instances or allegations of Improper Conduct occurring in relation to the VeriSure Audit.

The existence of this Policy is therefore very important to VeriSure Audit and provides several benefits, particularly helping to ensure openness and transparency across all levels of the organisation. Through fostering openness and transparency, VeriSure Audit develops increased levels of trust across the organisation and helps to give its stakeholders the confidence that they are engaged with an organisation committed to doing the right thing and swiftly detecting and addressing wrongdoing.

The Policy has been drafted to comply with relevant laws:

- ASIC Regulatory Guide 270 - Whistleblower Policies, and
- the Australian Standard AS 8004-2003 – Whistleblower Protection Program for Entities.

This Policy aims to ensure that any person making a Disclosure is not personally disadvantaged or discriminated against for making that Disclosure

#### 1.2. Who does this Policy apply to?

This Policy applies to:

- all current or former officers, employees, associates, temporary staff or contractors of VeriSure Audit Limited, and its related bodies.
- current or former suppliers of goods or services to the VeriSure Audit,
- current or former clients of VeriSure Audit,
- a relative or dependent of any person referred to in the 2 bullet points above – in this Policy, references to Staff members or Contractors include their relatives or

dependents employees, contractors and temporary staff of VeriSure Audit and its related bodies; and

- suppliers of goods or services to the VeriSure Audit.

### **1.3. What sorts of behaviour does this Policy cover??**

This Policy sets out the way in which the VeriSure Audit aims to deal with reasonably-based concerns raised by Staff members or Contractors about misconduct or an improper state of affairs, or circumstances in relation to the VeriSure Audit. Examples of concerns that may be raised include:

- corrupt, fraudulent, or other illegal conduct or activity.
- breaches of the VeriSure Audit's Code of Conduct.
- conflicts of interest.
- substantial mismanagement of the VeriSure Audit's resources.
- conduct involving danger to the public or the financial system substantial risk to the environment (even if not a breach of a particular law); which, if proven, would constitute by the VeriSure Audit or its staff members:
- a criminal offence;
- a breach of legislation regulating companies (e.g. the Corporations Act and the ASIC Act and the Taxation Administration Act);
- a danger to the public or the financial system;
- grounds for termination of the employment of a Staff member;
- grounds for disciplinary action against a Staff member; or
- grounds for cessation of contractual relations with a Contractor.

This Policy will refer to such conduct that qualifies for protection as Improper Conduct, and the raising of concerns of Improper Conduct as Disclosure. If an individual is unsure whether or not their concerns about potential Improper Conduct are appropriate to raise under this Policy, they can approach the individuals in section 3.1 to obtain more information.

### **1.4. Relationship of this Policy to the VeriSure Audit's Code of Conduct**

The VeriSure Audit's Code of Conduct sets out the principles by which VeriSure Audit will conduct business. It is available at <https://www.VeriSureAudit.com.au/>

This Policy should be read in conjunction with the Code of Conduct.

### **1.5. Availability of this Policy to officers and Staff members**

This Policy will be made available to staff members, officers and contractors of VeriSure Audit when onboarded and are published on VeriSure Audit's public website.

## 2. What is whistleblowing?

Background – use of normal internal reporting channels.

Whistleblowing is generally only necessary in unusual situations. In most situations, staff members or contractors should address any concerns of potential Improper Conduct through their ordinary reporting line, for example by raising the issue with:

- their Manager;
- their Manager's Manager;
- the relevant human resources representative/s for their business unit; or
- (in the case of Contractors) through their usual contact at the VeriSure Audit.

In some situations, a Staff member or contractor may feel that they are not able to raise concerns through normal channels, for example where a staff member believes their Manager may be involved in potential Improper Conduct and, for some reason, they are not able to raise the issue with their Manager's Manager.

In these circumstances, a staff member or contractor may instead consider Disclosure pursuant to this Policy.

## 3. How to make a Disclosure as a Whistleblower?

### 3.1. Contact details of Whistleblower Protection Officers

VeriSure Audit is committed to appointing and maintaining appropriately qualified Whistleblower Protection Officers accessible to all staff of VeriSure Audit.

The Whistleblower Protection Officers' contact details are:

**Whistleblower Protection Officer**  
39 Elissa Crescent, Wyoming, NSW, 2250  
Ph 045 1642 820  
[wpo@VeriSureAudit.com.au](mailto:wpo@VeriSureAudit.com.au)

### 3.2. The role of Whistleblower Protection Officer

Disclosure may be made directly to:

- The Whistleblower Protection Officer;
- to a senior manager, company secretary or director of VeriSure Audit; or
- to an auditor of any company in the VeriSure Audit; or

- to an external independent contact centre engaged by VeriSure Audit to receive such Disclosures,
- Disclosures may also be made to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Australian Taxation Office (ATO) or any other Commonwealth body prescribed under relevant legislation.
- Disclosures to an independent legal practitioner may be made for the purpose of obtaining legal advice or representation in relation to the operation of whistleblower protections under relevant legislation.

### **3.3. What level of suspicion is required on the Whistleblower's part?**

A Whistleblower is not required to have conclusive proof of Improper Conduct before making a Disclosure. On the other hand, a vague or general suspicion is generally not a reasonable basis for making a Disclosure.

The following section should be used by prospective Whistleblowers as a guide for the level of information that is generally required to be Disclosed in order to trigger an investigation.

### **3.4. Guidance on what information to Disclose**

The more specific the Disclosure, the more likely that the matters raised in the Disclosure will be able to be successfully investigated. Where possible, Disclosure should include:

- a full description of the conduct which the Whistleblower is concerned about;
- why the Whistleblower considers the conduct to be Improper Conduct;
- names of persons involved and what each person is alleged to have said and done;
- key dates on which the Improper Conduct is said to have occurred; and
- where possible, documents (including e-mails) or other material that evidences the Improper Conduct.

### **3.5. Public Interest Disclosure**

In some circumstances a Whistleblower may be eligible to make a public interest disclosure. These circumstances, and how and to whom a public interest disclosure may be made, are set out in section 1317AAD(1) of the Corporations Act.

It is important for a Whistleblower to understand the criteria for making a public interest disclosure (i.e. previously made to ASIC, or other prescribed regulatory body and at least 90 days have passed since that Disclosure). If you wish to obtain further information in considering whether to make a Public Interest Disclosure, you can do so through the individuals mentioned above

### **3.6. Emergency Disclosure**

In some circumstances (generally where the Whistleblower has already made a Disclosure and there are reasonable grounds to suspect a substantial and imminent danger to the health or safety of one or more persons or to the natural environment), a Whistleblower may be eligible to make an emergency disclosure. These circumstances, and how and to whom an emergency disclosure may be made, are set out in section 1317AAD(2) of the Corporations Act.

## **4. Investigation of Disclosures**

### **4.1. Initial key steps**

Upon receipt of concerns, the relevant recipient (i.e. Whistleblower Protection Officer) will review the concerns and assess whether:

- the concerns qualify as a Disclosure triggering protection;
- any further steps should be taken in respect of the Whistleblower (including in respect of protection of identity, seeking of consent, etc); and
- an investigation is possible and / or necessary.

### **4.2. Oversight of the investigations process**

The administration of this policy, including coordination of investigations, is carried out by the following roles: CEO VeriSure Audit Group Risk or an appointed Whistleblower Investigations The VeriSure Audit may appoint an appropriately qualified Whistleblower Investigations Officer from time to time. This appointment may relate to a specific investigation or be more general in nature. The Whistleblower Investigations Officer must not be the same person as the Whistleblower Protection Officer.

### **4.3. Level of evidence needed**

The level of investigation carried out by VeriSure Audit will generally reflect the level of evidence supplied by the Whistleblower in their Disclosure. General, non-specific claims or vague allegations make investigation much more difficult. See the sections entitled”

- “What level of suspicion is required on the Whistleblower’s part?” and
- “What information to Disclose” under “How to make Disclosure as a Whistleblower” for more details.

#### **4.4. Investigations must be conducted with procedural fairness**

Any investigation will be conducted by the VeriSure Audit with procedural fairness, including assessing and providing information to participants about the likely timeframes of the investigation (noting this may vary depending on the nature of the Disclosure) and giving any person against whom Improper Conduct is alleged the opportunity to understand and respond to the allegations.

Procedural fairness includes balancing the rights of the Whistleblower with the rights of the alleged wrongdoer and the rights of other parties. Depending on the individual circumstances of each case, this may mean the identity of the Whistleblower must become known to the alleged wrongdoer, as a reasonable necessity for investigating the Disclosure and allowing the alleged wrongdoer to understand and respond to the allegations.

In situations where a Whistleblower requests to remain anonymous, VeriSure Audit will keep the Whistleblower’s identity confidential as set out in this Policy, however Whistleblowers should be aware that the need for procedural fairness to all parties may make it more difficult to finalise the investigation in such cases.

#### **4.5. Investigations will be conducted using best practice**

Any investigation will be conducted by VeriSure Audit using applicable industry best practice (including in respect of preparing and securely storing material related to the investigation), adjusted as appropriate depending on the resources available to VeriSure Audit and the nature and seriousness of the Improper Conduct alleged.

#### **4.6. Independence of investigations**

- The investigation of a Disclosure will be carried out by a Whistleblower Investigations Officer who is, and who (to the extent practicable) uses resources that are, independent of:
  - the business unit concerned;
  - the Whistleblower; and
  - any other person who is the subject of the relevant Disclosure.

### **5. Investigation outcomes**

To the extent practicable in all circumstances, VeriSure Audit is committed to rectifying any Improper Conduct verified by the investigation. De-identified whistleblower statistics and information may be reported internally for the VeriSure Audit's internal risk management processes.

### **5.1. Feedback to the Whistleblower**

Whatever the outcome of the investigation, the Whistleblower will be kept informed at regular intervals about the status of the investigation and relevant related matters such as steps to protect against victimisation. In addition, at the conclusion of the investigation, the Whistleblower will receive feedback about the outcome of the investigation. This includes providing a communications channel for a Whistleblower who chooses to remain anonymous to receive feedback whilst remaining anonymous.

The method of feedback may vary depending on the nature of the Disclosure but may be, for example, via letter, in person or through the external independent contact centre referred to above. VeriSure Audit will aim to provide feedback about whether the Improper Conduct was substantiated and if so, the steps being taken by VeriSure Audit to rectify Improper Conduct, but notes that there may be circumstances where it may not be appropriate or possible to provide details of the outcome of the investigation to the Whistleblower.

In cases where an investigation has not been or cannot be conducted, this feedback will also be given to the Whistleblower.

### **5.2. Confidentiality and privacy of Whistleblowers**

General statement regarding confidentiality For a Whistleblower to be fully covered by this Policy and the legislation in respect of a Disclosure, it is important that the Whistleblower disclose their identity to the Whistleblower Protection Officer before or at the time of making Disclosure, because it is not possible to give all the protections afforded by this Policy to a person whose identity remains unknown.

So far as the law allows or requires, the Whistleblower's identity and the Disclosure made by the Whistleblower will be kept secure and confidential.

#### **Can a Whistleblower choose to remain anonymous?**

A Whistleblower can make Disclosure anonymously and still be afforded certain protections under the Corporations Act or other relevant legislation. VeriSure Audit will apply this Policy as fully as it can to an anonymous Whistleblower. However,

persons making anonymous Disclosures should be aware that anonymity makes it much more difficult for VeriSure Audit to extend all the protections of this Policy, and of the relevant legislation, to the Whistleblower.

**Where an anonymous Whistleblower's Disclosure is found to be false or vindictive**, VeriSure Audit may take steps to ascertain the Whistleblower's identity in order to commence disciplinary action.

#### **Will the Whistleblower's identity be protected?**

A person is prohibited from identifying a Whistleblower or disclosing information that is likely to lead to the identification of the Whistleblower (subject to the exceptions in the Corporations Act). Such conduct by a Staff member may lead to disciplinary action up to and including termination. A Contractor engaging in such conduct may be liable to have their contractual arrangements with VeriSure Audit immediately terminated.

VeriSure Audit will not communicate the identity of the Whistleblower (including information that can identify the Whistleblower) or the subject matter of the Disclosure internally within VeriSure Audit without the Whistleblower's consent. Where consent is given, the Whistleblower's identity will only be internally disclosed to the extent necessary to allow the effective investigation of the Disclosure made by the Whistleblower.

In order to ensure procedural fairness, this may require the Whistleblower's identity and the subject matter of the Disclosure to be disclosed to the alleged wrongdoer/s. In some situations, VeriSure Audit may communicate the Whistleblower's identity and the subject matter of the Disclosure to:

- ASIC;
- APRA;
- the ATO;
- the Australian Federal Police; or
- in some states or territories, the relevant state or territory police force (where it appears to VeriSure Audit that a serious criminal offence has been committed).

These communications may occur whether or not the Whistleblower consents. If a Whistleblower is concerned about confidentiality of their identity or potential breach of confidentiality, VeriSure Audit encourages them to raise it with the Whistleblower Protection Officer or other relevant recipient of the Disclosure at the first instance.

## **6. Protection of Whistleblowers from victimisation**



### **6.1. Protection under the Corporations Act**

Pursuant to the Corporations Act and any other relevant legislation, a Whistleblower will qualify for protections as a whistleblower under the Corporations Act if they fall within the category of an eligible whistleblower, they have made a Disclosure to an eligible recipient in a manner set out in section 3.

A Whistleblower may still qualify for protection if the Disclosure later turns out to be incorrect. Protection from any criminal or civil liability Pursuant to the Corporations Act, a Whistleblower is not liable to any criminal, civil or administrative action (whether at the behest of the VeriSure Audit, an alleged wrongdoer or any other person) for Disclosure (please see section 8.2 for more relevant information).

### **6.2. Protection from victimisation**

Pursuant to the Corporations Act, a Whistleblower must not be subjected to any detriment, or have such detriment threatened by any person, for Disclosure. Actual or threatened detriment may constitute an offence under the Corporations Act. A Whistleblower may seek compensation and other remedies through the courts if they suffer loss, damage or injury if, because of the Disclosure, VeriSure Audit fails to take reasonable precautions and exercise due diligence to prevent detriment.

### **6.3. VeriSure Audit response to victimisation of Whistleblowers**

VeriSure Audit takes seriously its responsibility to handle Whistleblower identities and Disclosures in compliance with its legal obligations. VeriSure Audit will invoke the relevant protective measures to suit the circumstances, but they may include:

- VeriSure Audit Limited disclosures will be handled and investigated by qualified individuals.
- materials relating to the Disclosure will be stored in a safe and secure location. to the extent reasonably practicable, and
- subject to the consent of the Whistleblower regarding identity, communications regarding the Disclosure will be kept confidential and on a 'need to know' basis.
- the Whistleblower may be de-identified and other aspects that may lead to identification of the Whistleblower redacted or withheld during the investigation.

VeriSure Audit will not tolerate any victimisation of Whistleblowers, their colleagues or relatives. Victimisation of a Whistleblower may also constitute an offence under the Corporations Act which is liable to prosecution and may also lead to the Whistleblower being able to recover compensation from the victimiser. Any Staff member or Contractor who is found to have caused detriment to a Whistleblower, or to have threatened to cause such detriment, because that Whistleblower has Disclosed Improper Conduct:

- will be subject to disciplinary action up to and including termination of employment; and/or
- will be liable to have their contractual arrangements with VeriSure Audit immediately terminated.

#### **6.4. What other steps can a Whistleblower request that the VeriSure Audit take?**

Where a Whistleblower who is a Staff member has consented to their identity being communicated internally and to avoid any instance of detriment, the Whistleblower may request (or VeriSure Audit may take) the following steps:

- to change the Staff member's work location so they no longer work with the alleged wrongdoer.
- to change the Staff member's reporting line so they no longer report to the alleged wrongdoer.
- where neither of the previous actions is reasonably practicable, to allow the Staff member a leave of absence while the alleged Improper Conduct is investigated.

## **7. Key roles and responsibilities**

### **7.1. Responsibilities of the Whistleblower**

A Whistleblower must:

- be honest.
- if they are a Staff member continue to comply with the responsibilities and duties of their employment (or other contractual arrangements) with VeriSure Audit, including following reasonable and lawful directions of VeriSure Audit.
- if they are a Contractor, continue to comply with any contractual arrangements with VeriSure Audit; and keep the fact that they have made a Disclosure confidential.

### **7.2. Rights of the Whistleblower**

A Whistleblower:

- has the right to be free of any victimisation (threatened or actual detriment) because they have Disclosed alleged Improper Conduct.
- may refuse their consent to their identity or the subject matter of their Disclosure being communicated internally within VeriSure Audit.
- where they do consent to their identity or the subject matter of their Disclosure being communicated internally within VeriSure Audit, request a transfer of

employment location, a change in reporting line or, where those options are not available, a leave of absence.

### **7.3. Responsibilities of Whistleblower Protection Officer**

The Whistleblower Protection Officer must:

- ensure they do not communicate:
  - the identity of the Whistleblower (directly or indirectly); or
  - the information Disclosed by the Whistleblower; internally within VeriSure Audit unless the Whistleblower first consents; and
- ensure they communicate the Whistleblower's identity and any Improper Conduct Disclosed by the Whistleblower as appropriate to:
  - ASIC
  - APRA
  - ATO or
  - the Australian Federal Police; and
- ensure that they relay any feedback about the investigation (or any decision not to conduct an investigation) received from the Whistleblower Investigations Officer back to the Whistleblower.

### **7.4. Responsibilities of Whistleblower Investigations Officer**

A Whistleblower Investigations Officer must:

- verify with the Whistleblower Protection Officer that the Whistleblower has consented to the Whistleblower's identity and the matters Disclosed by the Whistleblower being communicated internally within VeriSure Audit;
- ensure they do not communicate:
  - the identity of the Whistleblower (directly or indirectly); or
  - the information Disclosed by the Whistleblower; internally within the VeriSure Audit except, and only to, the extent necessary to properly investigate the matters Disclosed;
- investigate the matters Disclosed fairly and impartially, ensuring that procedural fairness is afforded to all persons against whom Improper Conduct is alleged;
- liaise with the Whistleblower Protection Officer as appropriate to ensure the Whistleblower suffers no detriment due to the Whistleblower's Disclosure; and
- report the results of the investigation to:
  - relevant management; and
  - the Whistleblower Protection Officer, for feedback to the Whistleblower.

### **7.5. Responsibilities of other senior Staff members who are contacted by a Whistleblower**

Where a Whistleblower contacts a director, the company secretary, or other senior manager of VeriSure Audit to make Disclosure, that person should:

- seek the consent of the Whistleblower to report the matter to the Whistleblower Protection Officer;
- if the Whistleblower consents, promptly report the matter to the Whistleblower Protection Officer;
- if considered necessary or appropriate, report the Whistleblower's identity and the subject matter to ASIC, APRA, the ATO or the Australian Federal Police; and otherwise keep the Whistleblower's identity and the matters Disclosed by the Whistleblower strictly confidential.

## **7.6. Responsibilities of VeriSure Audit towards Whistleblowers**

VeriSure Audit will use its best endeavours to ensure that a Whistleblower is not subjected to any sort of detriment because they have made Disclosure. Where a Whistleblower who is a Staff member:

- has consented to their identity and the Disclosure being communicated internally within VeriSure Audit; and
- has requested a transfer of employment location or a change in reporting line;

VeriSure Audit will attempt to meet that request.

Where VeriSure Audit does not meet that request, the Staff member will be granted a leave of absence for the duration of any investigation of the Disclosure.

## **8. Further important information**

### **8.1. Situations that are not whistleblowing**

The following situations are not whistleblowing, and are not covered by this Policy:

- making or posting allegations regarding VeriSure Audit on social media (note: VeriSure Audit's Social Media Policy and other relevant Policies also apply);
- or communicating with media organisations regarding VeriSure Audit (including responding to an inquiry from a media organisation), except where the communication meets the requirements of a public interest disclosure or an emergency disclosure under relevant legislation; or
- discussing any confidential information of VeriSure Audit with any person who is not legally authorised to receive that information; or
- a personal work-related grievance that doesn't otherwise qualify for protection, that is where the information "disclosed" concerns a grievance about any matter in relation to the discloser's employment or past employment which has personal implications for the discloser and which does not involve subject

matter which is a contravention of the law or a danger to the public or financial system. For example, a decision about the engagement, terms and conditions of employment, transfer or promotion of the discloser.

Where a situation does not constitute whistleblowing, it will not qualify for protection under the relevant legislation. Further, for Staff members, such communications may lead to disciplinary action up to and including termination of employment. For Contractors, such communications may lead to VeriSure Audit exercising its rights under the relevant supply contract.

## **8.2. Whistleblowing does not confer immunity**

In some circumstances, a Whistleblower may themselves have been involved in the Improper Conduct which they Disclose. In other circumstances, a Whistleblower may not have been involved in the Improper Conduct that the Whistleblower Discloses but is alleged to have taken part in other Improper Conduct.

By making a Disclosure, Whistleblower who is a Staff member does not become immune from the obligations of their employment with VeriSure Audit. Subject to the following paragraph, where a Whistleblower is themselves found to have engaged in Improper Conduct, they may be subject to disciplinary action, up to and including termination of employment, exactly as if the whistleblowing had not occurred.

However, where the Whistleblower Discloses Improper Conduct in which the Whistleblower themselves has participated, any disciplinary action against the Whistleblower for that Improper Conduct will take into account the fact that the Whistleblower has done the right thing by Disclosing the Improper Conduct.

A Whistleblower should also understand that making Disclosure of Improper Conduct in which the Whistleblower has participated does not give the Whistleblower any immunity from actions by external parties (e.g. ASIC, Police) for that Improper Conduct.

## **8.3. False Disclosure**

The making of deliberate false Disclosure made by a VeriSure Audit Employee is likely to constitute serious misconduct on the part of that employee, and may lead to disciplinary action up to and including termination of employment. The making of deliberate false Disclosure by a Contractor is likely to lead to VeriSure Audit exercising its rights under the relevant supply contract.

## **8.4. Ordinary employment arrangements are not affected**

A Whistleblower who is a Staff member remains subject to the ordinary performance requirements and disciplinary measures of employment. Making a Disclosure will not impede legitimate management action regarding poor performance or poor conduct of the Staff member.

In particular, although all Disclosure will be investigated by VeriSure Audit in accordance with this Policy, Disclosure will not suspend or postpone any disciplinary or performance related action which VeriSure Audit is undertaking or proposes to undertake in relation to a Staff member (whether that Staff member is the Whistleblower or is a colleague of the Whistleblower).

### **8.5. Status of this Policy**

Staff members of VeriSure Audit are expected to comply with this Policy as they are with other policies of VeriSure Audit.

Breach of this Policy by a Staff member may result in VeriSure Audit taking disciplinary action against that Staff member. Disciplinary action may include, but is not limited to:

- the issuing of a formal warning to the Staff member; or
- the termination of a Staff member's employment or engagement.

A breach of this Policy may in some circumstances also amount to an offence under the Corporations Act. However, this Policy does not form part of, and is expressly excluded from being incorporated into:

- any contract of employment between any member of VeriSure Audit and any other person; or
- any contract between VeriSure Audit and any Contractor.

### **8.6. Further important information**

This Policy may be updated or revised from time to time. Updated or revised versions of this Policy will be made available on VeriSure Audit's internet site. It is each staff member or contractor's responsibility to access the internet to ensure he or she has is familiar with the most recent version of this Policy.

Approved Date: November 2024

**Deon Rossouw Chief Executive Officer**

## Version Information Version Date Comment

Version	Date	Comment
1.0	November 2024	Original