

# ScotPac Whistleblower Policy

July 2022



## 1. Overview & purpose

### 1.1 Overview

At ScotPac we are committed to conducting our business with the upmost integrity and objectivity. We expect our staff to maintain high standards of conduct in accordance with the ScotPac Code of Conduct and to always act transparently in the fulfilment of their role.

We acknowledge that ScotPac is not immune from challenges and that from time-to-time things may go wrong or that unlawful/unethical conduct may occur. We pride ourselves on fostering an environment which encourages all stakeholders both internal and external to speak up if they see or experience conduct which doesn't feel right. It is this culture of open communication and accountability which allows us to identify, prevent and ultimately remedy such conduct, should it occur.

At ScotPac we are committed to applying the principles of the Whistleblower laws in the *Corporations Act 2011 (Cth)* and the *Taxation Administration Act 1953 (Cth)* (**the Whistleblower Laws**). This policy applies to disclosures made in relation to ScotPac, its operations and supply chain. This policy is underpinned by our corporate values of integrity, innovation, service excellence, loyalty and one-team, which guide our behaviour and apply to every aspect of our business.

Nothing in this Policy is intended to restrict an individual from providing information to, or communicating with a government agency, law enforcement body or a regulator in accordance with any applicable law, regulation or prudential standard that may apply.

### 1.2 Purpose

This policy aims to:

- to promote a healthy and safe working environment;
- to reinforce ScotPac is committed to, and serious about, its corporate governance obligations;
- identify and respond to concerns, and foster a culture of continuous improvement;
- encourage the reporting of suspected or actual wrongdoing, misconduct, or an improper state of affairs within ScotPac, by ScotPac or by those that ScotPac has relationships with;
- to provide a clear framework within which to report these matters and provide guidance on ScotPac's approach to handling a whistleblowing matter.
- assist ScotPac in identifying the risk of, or any instances of, modern slavery; and
- protect the Whistleblower (internal and external) from any retaliation that may arise because of reporting suspected or actual wrongdoing.

### 1.3 Scope

This policy will apply to each of the ScotPac (SP) Group and its related entities.

A disclosure of information is eligible for the protections outlined in this policy if:

- a) The disclosure is made by an **'Eligible Whistleblower'**; and
- b) The disclosure is a **'Disclosable Matter'**; and
- c) The disclosure is made to an **'Eligible Recipient'**.

The Whistleblower Program has the discretion to determine that a disclosure will not be dealt with under this policy if the disclosure does not fall within the scope of applicable Whistleblower legislation.

All qualifying Whistleblower Disclosures will be referred to a Whistleblower Investigation Officer (WIO) to enable a review, and if appropriate, an investigation to be undertaken.

## 2. The who, what and how?

### 2.1 Who is an Eligible Whistleblower?

An **Eligible Whistleblower** is defined as anyone who makes a report under this policy who is captured under the eligibility requirements. Consistent with the Whistleblower Laws, a Whistleblower includes anyone who is or has been:

- a director of ScotPac;
- an officer of ScotPac;
- an employee of ScotPac;
- a contractor of ScotPac;
- a supplier of goods or services to ScotPac (whether paid or unpaid) ("Supplier");
- an employee of a Supplier (whether paid or unpaid);
- a relative of any individual referred to above; and
- a dependant of any individual referred above, or of such an individual's spouse.

An individual who doesn't fall within one of the above categories is not a Whistleblower and will not be covered by the protections extended under the Whistleblower Laws.

### 2.2 Disclosable Matters

At ScotPac we encourage you to report any suspected or actual misconduct, or wrongdoing. We also encourage the reporting of any suspected or actual breaches of ScotPac's Code of Conduct, policies, procedures or any contravention of human rights.

A Disclosable Matter includes any past, present, or likely future activity, behaviour, misconduct or improper state or affairs or circumstances, where there are **reasonable grounds** to suspect it is or will be:

- dishonest, fraudulent or corrupt;

- illegal;
- unethical or in breach of ScotPac’s policies and codes of conduct;
- potentially damaging to ScotPac, its business, its customers or any employees or third parties;
- constitutes an abuse of authority;
- involves harassment, discrimination or bullying;
- may cause financial loss to ScotPac;
- may cause material reputational damage to ScotPac or its business; or
- involves any other kind of impropriety.

Examples of matters that might be reported are set out in [Appendix A](#) to this policy.

A person making a report under this Policy should have reasonable grounds for suspecting the Disclosable Matter falls within one of more of the categories outlined above. An individual who is found to have deliberately made a false or misleading report under this Policy may be subject to disciplinary action.

An individual will not be penalised if the information on which the Disclosable Matter was based, turns out to be incorrect.

### 2.3 Excluded Matters

Reportable Conduct does not include matters that relate solely to personal work-related grievances. These are generally grievances relating to a Staff Member’s current or former employment or engagement (or that of their relative or dependent who is a Staff Member) that have implications for that person personally, and that do not have broader implications for the Group. Examples of personal work-related grievances include an interpersonal conflict between Staff Members, a performance review, or a decision relating to employment or engagement, such as the remuneration, transfer, promotion or disciplinary action of a Staff Member.

If, however, the grievance has broader implications for the Group, or relates to action that has been taken against a person because they have raised concerns about a matter in the workplace, it may amount to Reportable Conduct.

For further details see [Appendix B](#).

We encourage employees to seek further information about their employment and contractual rights with the People and Culture team to resolve their personal work-related grievance through internally available resolution mechanisms.

### 2.4 Eligible Recipients and How to make a report under this policy

At ScotPac, there are several channels through which a report can be made. The appropriate channel will be dependent on whether you would like to report via an internal or external channel, as set out below.

The full list of Eligible Recipients, as defined in Australian Whistleblower legislation, is set out in [Appendix C](#). This section outlines how ScotPac assigns Eligible Recipient responsibilities in accordance with Whistleblower legislation.

We are committed to ensuring that all disclosures reported are treated with the strictest of confidence. We will ensure that all reasonable steps be taken to protect an individual's identity. Unauthorised disclosure of an individual's identity or information from which the identity may be inferred, may result in disciplinary action being taken.

### **Disclosures through Whistleblower Hotline**

ScotPac's preferred method for staff (or other Eligible Whistleblowers) to confidentially and freely report any Disclosable Matter, is through the independent Your Call Whistleblower Hotline ("Your Call").

Your Call provides an option for you to remain completely anonymous (to both Your Call and ScotPac). Your Call has a secure online message service that continues to protect your anonymity through the process, enabling follow-up communication should ScotPac have follow up queries in relation to the matter. It also enables ScotPac to provide a Whistleblower with appropriate updates and support (while protecting anonymity).

See [Appendix C](#) for details of lodging a Disclosable Matter/Whistleblowing report.

ScotPac and its associated entities will treat 'Your Call' as an Eligible Recipient to the extent that Australian Whistleblower legislation applies. A report may also be made to any other "Eligible Recipient", as defined in applicable Whistleblower Laws and as detailed in the below section.

### **External Disclosures**

This policy does not in any way restrict or diminish the right of any individual to make disclosures to Eligible Recipients external to ScotPac, a list of which includes:

- ScotPac's regulators including ASIC, APRA, ATO (regarding tax related matters), and the Australia Federal Police;
- ScotPac's external auditors and a registered tax agent or BAS agent who provides tax agent services or BAS services to ScotPac (tax-related disclosures); and
- A lawyer for the purposes of obtaining legal advice or representation.

See [Appendix D](#) for details about other external disclosures.

## **2.5 What happens after a report is made?**

ScotPac will promptly investigate any reasonable report of a concern, whether reported through the Your Call Whistleblower hotline or internally. The task of investigating the matter will be allocated based on the nature of the issue raised and the skillset needed to review such matters. If appropriate, ScotPac may also engage a third party to assist with the

investigation process. Any third party involved will be subject to strict confidentiality obligations.

ScotPac will act where, following an investigation, wrongdoing has been identified (being conduct that is dishonest, corrupt, illegal, or concealment of such conduct), a breach of the ScotPac Code of Conduct, policies or procedures has occurred or where there has been a contravention of human rights.

We will endeavour to provide as much information to the Whistleblower throughout the investigation process and at completion as we are legally allowed to disclose (which might be via the anonymous Your Call message service). We are committed to ensuring we learn from past experiences and will continually review our policies and procedures because of reportable matters raised.

All reports of Disclosable Matters will be reported to the Board, either at a summary level or as standalone items in circumstances where either the WIO or Whistleblower Protection Officer (WPO) determine this is warranted or necessary..

Matters considered to be serious or high risk must be reported to the Board. Refer to ScotPac's Risk Management Framework for further information regarding risk ratings.

Confidentiality of the Whistleblower will be strictly maintained. The identity of the Whistleblower will not be shared with the Board unless the Whistleblower consents to this.

### **3. Whistleblowing protections**

#### **3.1 How will ScotPac safeguard my interests?**

ScotPac recognises that “speaking up” or “whistleblowing” can be a very stressful and difficult thing to do. All Whistleblowers and where necessary their family, will be encouraged to utilise the Employee Access Program (**EAP**) throughout the disclosure period (noting that support can be provided via the anonymous Your Call message service).

The Whistleblower Protection Officer (WPO) plays a key role in protecting and safeguarding Whistleblowers and ensuring the integrity of our reporting mechanisms. Refer section 4.1 for more information on this role.

ScotPac will take whatever action is possible, consistent with this Policy to ensure an individual who makes a report is not personally disadvantaged or suffers detriment. ScotPac does not tolerate any form of retaliation or adverse action resulting from a whistleblowing disclosure. Anyone found to be victimising or disadvantaging someone for making a disclosure, or proposing to make a disclosure, under this policy will be subject to disciplinary action (and noting this would be a breach of Whistleblower Laws).

#### **3.2 Will my identity be kept confidential?**

To effectively carry out investigations, it may be necessary to reveal, on a confidential basis, the nature of the Disclosable Matter. ScotPac will limit the number of people who have access to the details of the matter and any information obtained throughout the investigation process.

All individuals who contribute information to an investigation will be directed to maintain confidentiality. If a report concerns the conduct of a particular person, then the matters raised in the report may be discussed with them to obtain an understanding of their perspective. They will be directed to maintain confidentiality, to maintain compliance with ScotPac's Code of Conduct, policies, procedures and to take no action that could be considered retaliatory in nature. A Whistleblower's identity will not be disclosed to this person.

All files relating to a report will be kept secure and information will only be disclosed if:

- a. the reporting individual has been consulted and has consented to the disclosure, or
- b. it is required or permissible by law.

In addition, where an individual reports under this policy and satisfies the Eligible Whistleblower definition, they will not be subject to any civil liability, criminal liability or administrative liability as a result of the disclosure. This does not apply to an individual to the extent they were involved in the activity. However active cooperation in the investigation, an admission and remorse may be considered when considering disciplinary or other action.

ScotPac encourages all individuals involved in a matter to seek independent legal advice.

## **4. Investigations**

### **4.1 Roles and Responsibilities**

The Whistleblower Disclosure Officer (WDO) is the key contact where employees and other stakeholders can seek accurate and confidential advice or information about how ScotPac's Whistleblower Policy works and make a disclosure with the knowledge it will be handled appropriately.

The Whistleblower Protection Officer (WPO) plays a key role in protecting and safeguarding Whistleblowers and ensuring the integrity of our reporting mechanisms. A WPO will be appointed by the WDO to support, protect and advocate for the Whistleblower, where the Whistleblower's identity is known (as well as via the Your Call anonymous message service), and where the Whistleblower agrees to the appointment. The appointed WPO will be independent to the division, department or persons affected by the alleged misconduct.

Whistleblower Investigation Officers (WIO) are appointed by the WDO following a disclosure and are responsible for conducting the investigation based on the information provided to them by the WDO and making the appropriate enquiries to achieve a thorough investigation into a matter. Appointed WIOs will be independent to the division, department or persons affected by the alleged misconduct and may be external parties if deemed appropriate by the WDO.

## 4.2 Investigation Process

### Review of the Whistleblower Disclosure

The WIO will carry out a preliminary review of the Whistleblower Disclosure and will decide whether the matter raised should be investigated. While 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. For example, the WIO may decide that a new investigation will not be undertaken on the basis that the disclosure had been investigated previously.

ScotPac's response to a Whistleblower Disclosure will vary depending on its nature (including the amount of information provided). ScotPac will advise the Whistleblower of the decision whether to investigate (noting the Your Call service provides an anonymous message service and hence the ability to communicate between parties).

If the WIO decides the Whistleblower Disclosure will be investigated, the WIO will conduct or commission an investigation.

### Investigation

Investigations will follow an objective and fair process. They will be conducted in as timely a manner as the circumstances allow and will be independent of the person(s) about whom an allegation has been made. As appropriate, the WIO will provide the Whistleblower with feedback (via the WDO) on the progress of the investigation and the expected timeframes of the investigation. Investigation timeframes will vary on a case-by-case basis. Provided there are no restrictions or other reasonable bases for not doing so, persons against whom an allegation has been made will be informed of the allegation and will have an opportunity to respond to it.

### Investigation findings

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

To the extent permitted under applicable laws, the WIO may inform the Whistleblower and/or a person against whom allegations have been made of the findings. Any report will remain the property of the Group and will not be shared with Whistleblower or any person against whom allegations have been made.

## 4.3 Appealing a Decision or Finding

If the Whistleblower is not satisfied with the outcome of the investigation, they may lodge a request to appeal the findings.

Where a means of contact with the Whistleblower has been provided to the WDO (such as via Your Call message service), the Whistleblower will be informed of the outcome of the investigation and provided the opportunity to request an appeal of a decision made. An



appeal should be requested within 15 business days of receiving confirmation of the investigation outcome.

Where an outcome is appealed by a Whistleblower, the WDO may:

- Appoint a WIO that was not involved in the investigation of the disclosure to review the matter; and
- Provide the findings of the review to the Executive team (keeping in mind confidentiality requirements) for assessment and decision.

If the CEO/Executive determines on appeal that the investigation was conducted properly, or new information is either not available or would not change the findings of the investigation, ScotPac is not obliged to reopen the investigation. In this case, the Whistleblower also has the option of lodging a complaint with a relevant regulator, such as ASIC, APRA, or the ATO, or another external party as set out in [Appendix D](#), if they are not satisfied with the outcome of the investigation.

## Appendix A – Examples of Disclosable Matters

### ➤ Dishonesty and fraud

Dishonest activity that causes actual or potential loss, financial or otherwise, or an unjust advantage, to ScotPac or any person or organisation, including activity involving customers or third parties where ScotPac systems and processes are involved.

### ➤ Bribery

Activity that includes soliciting, accepting or offering a bribe, facilitation payments or other such benefits with the intention of influencing for a business or personal advantage where the benefit is not legitimately due and regardless of whether the recipient is the intended target of the benefit. This includes activity involving clients or third parties.

### ➤ Corrupt behaviour

Individuals dishonestly acting, or dishonestly failing to act, in the performance of functions of their employment, or dishonestly taking advantage of their employment to obtain benefit for himself or herself, or for another person or organisation, or to cause loss to another party or person.

### ➤ A breach of law or regulation

Illegal behaviour (such as theft, drug sale or use, violence or threatened violence and property damage). Disclosable behaviour could also include any breaches of the following specified legislation:

- 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

### ➤ Adverse human rights impact

An adverse impact on an internationally recognised human right set out in the United Nations Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights, the International Covenant on Economic, Social and Cultural Rights and

the eight ILO fundamental conventions encompassed by the Declaration on Fundamental Principles and Rights at Work. Disclosable Matters include modern slavery practices as defined in the *Modern Slavery Act 2018* (Cth).

➤ **Adverse behaviour**

Unethical behaviour or wrongdoing, including breaching ScotPac's policies and Code of Conduct and concealing a Disclosable Matter.

➤ **Improper conduct relating to accounting, internal control, compliance, actuarial, audit or other matters of concern to the Whistleblower.**

Accounting/auditing practices that may be technically legal, but do not comply with the intent or spirit of the law, accounting or auditing standards, or impeding internal or external audit processes.

➤ **A serious impropriety or an improper state of affairs or circumstances.**

Serious improper conduct that may be detrimental to the interests of ScotPac and its staff, or causes either significant financial or non-financial loss, including endangering health or safety, damaging or substantially risking damage to the environment, serious mismanagement of ScotPac resources and maladministration.

## Appendix B – Excluded Matters

### Deliberately false disclosures

The protections outlined in this policy and the *Corporations Act 2001/Taxation Administration Act 1953* are not available to disclosures that are deliberately false.

As the consequences of false reporting could severely damage the reputation of ScotPac and the reputation of individuals who are the subject of the disclosure, reports that are determined after assessment to be deliberately false will be viewed seriously and may be subject to disciplinary action, including dismissal or termination of services.

This statement is not intended to dissuade or deter Whistleblowers from reporting misconduct that is based on incomplete information leading to a reasonable suspicion of misconduct. Where a suspicion that is based on reasonable grounds is reported but is later determined to be unfounded, it will still be eligible for the protections outlined in this policy.

### Personal work-related grievances

This policy should not be used for complaints relating to personal workplace grievances nor should it replace normal communication channels between management and staff to address questions, concerns, suggestions or complaints.

Disclosures that relate solely to personal work-related grievances, and that do not relate to detriment or threat of detriment to the discloser, do not qualify for protection under the *Corporations Act 2001* or the *Taxation Administration Act 1953*.

Examples of personal work-related grievances that do not qualify for protection include:

- a) Interpersonal conflicts between the discloser and another employee;
- b) Decisions that do not involve a breach of workplace laws;
- c) Decisions about the engagement, transfer or promotion of the discloser;
- d) Decisions about the terms and conditions of engagement of the discloser; or
- e) Decisions to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

A personal work-related grievance may still qualify for protection if:

- a) The report includes information about a Disclosable Matter (mixed report);
- b) The disclosure is in relation to a breach of employment laws punishable by imprisonment of 12 months or more, ScotPac has engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- c) The discloser suffers from or is threatened with detriment for making a disclosure; or
- d) The discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the *Corporations Act*.

## Appendix C – Procedure of Lodging Disclosable Matters (Reportable Conduct)

### Eligible Recipients requirements

The full list of Eligible Recipients as defined in Whistleblower legislation is as follows:

- (a) an officer or senior manager of the body corporate or a related body corporate;
- (b) an auditor, or a member of an audit team conducting an audit, of the body corporate or a related body corporate;
- (c) an actuary of the body corporate or a related body corporate;
- (d) a person authorised by the body corporate to receive disclosures that may qualify for protection under this Part

### Whistleblower Hotline

To enable an Eligible Whistleblower to confidently and freely report any observed instances of misconduct, ScotPac has also engaged Your Call Whistleblowing Solutions (“Your Call”) to receive and manage your report with impartiality and confidentially.

This option allows you to:

- remain completely anonymous; or
- identify yourself to Your Call only; or
- identify yourself to both Your Call and ScotPac.

### Telephone Hotline

Hotline Number: 1300 790 228  
Hours of Operation: 9am-12am AEST Monday to Friday excluding public holidays  
Organisation ID: SCOTPAC  
Quote this ID to the Your Call Officer so they can verify the organisation

### Online

URL: <https://www.yourcall.com.au/report>  
Hours of Operation: 24/7, 365 Days  
Organisation ID: SCOTPAC  
Input this ID when prompted so the system can verify the organisation

All reports are handled confidentially, to the extent permitted by law and consistent with ScotPac’s obligation to investigate and address the reported conduct.

You will be able to securely upload any relevant documentation and/or material relevant to your disclosure.

After making the disclosure, you will be provided with a unique Disclosure Identification Number (DIN) and access to a secure online Message Board.



## Appendix D – Other External Disclosures

**Emergency Disclosures** - Where you reasonably believe that serious harm or danger to public health and safety or the financial system may result if your report is not acted upon at once, you may report the misconduct to a Member of Parliament or a Journalist, provided that:

- a) You have already made a disclosure report to ASIC or APRA; and
- b) A reasonable period has passed since you made the report; and
- c) You have given written notice to ASIC or APRA, that you intend to make an emergency disclosure of the report.

**Public Interest Disclosures** - Where you reasonably believe that your disclosure is not being investigated, or matters are not being addressed, and making a further disclosure would be in the public interest, you may report the misconduct to a Member of Parliament or a Journalist, provided that:

- a) You have already made a disclosure report to ASIC or APRA; and
- b) 90 days has passed since you made the report; and
- c) You have given written notice to ASIC or APRA that you intend to make a public interest disclosure of the report.

ScotPac encourages you to seek legal advice before making an emergency or public interest disclosure.