



Retail Employees Superannuation Trust

Whistleblower Policy

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1 Preface

Rest's purpose is to create super our members love and our mission is to make super simple.

Rest represents more than one million Australians under the age of 35, many of whom work in low-income part-time or casual jobs.

Many of our members approach retirement with modest account balances so it's important we ensure the super system reflects their needs and is set up to give everyone an equal opportunity to achieve their best possible retirement outcome.

It's our duty as a profit-to-member super fund to stand for value and ensure all of our business decisions and activities are performed in the best financial interests of our members.

This policy, where relevant, works alongside Rest's Best Financial Interests Duty Compliance Guide which sets out guidance on how Rest complies with its obligations to perform its duties and exercise its powers in the best financial interests of its members.

2 Purpose

In this document we explain our policy on the important protections we give to whistleblowers. We call someone who reports improper conduct a "whistleblower" - they are "blowing the whistle" to call attention to potential matters of concern.

To keep things simple, we'll refer to ourselves in this policy document as "Rest" from now on. (Our legal title is Retail Employees Superannuation Pty Limited, the trustee for the Retail Employees Superannuation Trust).

This Whistleblower Policy is an important part of how we we promote and maintain ethical, appropriate, and compliant conduct in all our business activities. It's key that we:

- support people who report wrongdoing to feel safe, secure, and confident they'll be protected
- enable disclosures to be dealt with appropriately and promptly
- provide transparency around Rest's framework for receiving, handling, and investigating disclosures
- encourage reporting of wrongdoing
- help deter wrongdoing
- meet Rest's legal and regulatory obligations

Rest takes any reports of improper conduct seriously and we treat reports sensitively and confidentially.

Everyone who works at Rest can access a copy of this policy on the Rest intranet under DON policies. What you're reading is an external, edited version of that employee document.

Terms in **bold** are defined at the bottom of the policy.

3 Policy Statement

3.1 Who protections apply to

Protections apply to some whistleblowers. They apply if an **Eligible Whistleblower** reports a **Disclosable Matter** (see section 2 below) to:

- an **Eligible Recipient** at Rest
- the Australian Securities and Investments Commission (ASIC)
- the Australian Prudential Regulation Authority (APRA) or

- the Commissioner of Taxation (ATO) if the report is about a tax issue

If a whistleblower needs legal advice or representation, these protections apply to what they might report to a lawyer. Protections are also given to public interest or emergency disclosures.

If the reports are about Rest's operations, the protections in this document come under the Corporations Act 2001 (Cth) (Corporations Act). If it's a tax matter, the Taxation Administration Act 1953 (Cth) (Taxation Administration Act) applies. Significant penalties can apply if a whistleblower is not protected as required by these laws.

3.2 Reports that qualify for protection (that is, Disclosable Matters)

A whistleblower report qualifies for protection if the whistleblower has reasonable grounds to suspect misconduct or an improper state-of-affairs or circumstances related to Rest (or a related body corporate) or the tax affairs of Rest (or its associates). This is called a **Disclosable Matter**.

A whistleblower doesn't have to be 100% sure that improper conduct has occurred to raise a concern. For example, they may only have some information leading to a suspicion, but not all the details. They'll be protected even if their concern turns out to be incorrect. However, intentionally making a false report is serious and may result in disciplinary action, up to and including termination of employment or engagement.

If a whistleblower reports improper conduct under this policy but the report does not qualify for protection under legislation, Rest will in any case apply the protections from disclosure and detrimental conduct described in this document.

3.2.1 Personal, work-related grievances

Personal, work-related grievances are *not* covered by this policy. This includes anything that relates to a person's current or former employment/engagement with Rest which impacts them personally but doesn't have significant implications for Rest, or doesn't relate to any actual or alleged improper conduct.

Examples include a conflict between the whistleblower and another employee, a decision relating to the whistleblower's terms and conditions of engagement, transfer, promotion, suspension, termination, or any other kind of discipline.

Personal, work-related grievances and other issues not covered by this policy can be raised with People and Culture (that's Rest's HR department). See [Rest's Grievance Handling Guidelines](#) for more information.

3.3 Protection available to whistleblowers

3.3.1 Protection against detrimental conduct

Detrimental Conduct, in other words behaviour that causes disadvantage or prejudice against a whistleblower when they report a problem or concern, is not allowed.

3.3.2 Non-victimisation

Rest protects people who have raised, or plan to raise, a concern. We don't tolerate real or threatened harm to the whistleblower for choosing to report. We take this seriously and may take disciplinary action against the perpetrator.

3.3.3 Confidentiality

Rest protects the confidentiality of people who raise concerns by limiting how the whistleblower's identity, and information likely to lead to their identification, is shared. The whistleblower's identity is kept confidential to the fullest extent possible and only shared as permitted by the whistleblower or the law.

The whistleblower's identity and information that is likely to lead to identification will only be disclosed:

- with the whistleblower's consent
- if it's required or allowed by law (for example, if Rest needs to discuss the whistleblower's protection with a lawyer), or
- where it is reasonably necessary to disclose the information for the investigation

Whatever the case, we take all reasonable steps to reduce the risk that someone will identify the whistleblower.

When we need to get advice on whistleblower laws, we can disclose the whistleblower's identity to a legal practitioner. We can also disclose it to ASIC, APRA, the Australian Federal Police, authorised agencies, or a Commonwealth or State authority to help them in perform their duties. It can also help Rest to protect and support the whistleblower if they consent to share their identity in a limited way within the company. It's easier for us to investigate and take the right action if we discover improper conduct based on their report. If a whistleblower doesn't consent to limited sharing of their identity within Rest it could hamper our ability to progress the disclosure and to take any action in relation to it.

If a Rest person discovers information about a report of improper conduct, including the identity of a whistleblower, they must not disclose that information unless they are given express permission by Rest. A breach of this requirement may result in disciplinary action, up to and including termination of employment or engagement.

It's an offence for a person to identify a whistleblower or pass on information in a **Disclosable Matter** that is likely to lead to their identification, other than as set out above.

3.3.4 Protection from civil, criminal, and administrative liability

A whistleblower can't be subject to any civil, criminal, or administrative liability - including disciplinary action - for making the disclosure. No contractual or other remedy can be enforced, and no contractual or other right may be exercised against the person because of the disclosure they make. A contract with the whistleblower can't be terminated on the basis that the disclosure is a breach of contract. The disclosure can't be used as evidence against them in criminal proceedings or proceedings for a penalty. The whistleblower also has qualified privilege, so they can't be sued for defamation for making the disclosure

Note: a whistleblower is not immune from civil, criminal, or administrative liability by the person revealed by the disclosure.

3.3.5 How Rest supports a whistleblower and protects them from detriment

Rest assesses the risk of **Detrimental Conduct** to an eligible whistleblower or someone else connected with their disclosure and puts strategies in place to minimise risk to them.

Rest can choose to support whistleblowers in a number of ways depending on the situation. For example, the whistleblower might be able to work at another location, with another team, or co-workers connected to the disclosure might be moved – it really depends on the circumstances. It could also include monitoring and managing the behaviour of other employees, putting investigation processes in place and/or taking disciplinary action where appropriate.

Current and former employees (or their immediate family) can access the support of ACCESS EAP, Rest's confidential Employee Assistance Program. Current and former employees can also ask for additional support from the **Whistleblower Protection Officer (WPO)** if they need it.

We'll do our best to support everyone covered under the scope of this policy, but we won't be able to give the same practical support to non-employees that we provide to current employees. The processes in this policy will be adapted and applied to the extent reasonably practicable.

If a whistleblower thinks they've experienced **Detrimental Conduct** they can make a complaint to the **WPO**. The complaint may be separately investigated and may result in disciplinary action including termination of employment or engagement for the offending party.

4 How a whistleblower can make a report

A person who is thinking about making a disclosure of improper conduct can:

- contact the **WPO** to find out how this policy works before they report
- make a disclosure to **Your Call** anonymously and/or confidentially, securely, and at any time, including outside business hours
- report to any of the **Eligible Recipients** by completing *Appendix 1 - Improper Conduct Disclosure Form*. A whistleblower can also make disclosures in any other way – for example by letter, email, or verbally.

5 who a whistleblower can report to

5.1.1 Inside Rest

A report of improper conduct must be made to a Rest **Eligible Recipient**.

5.1.2 Outside Rest

Whistleblowers can report improper conduct to Rest's authorised, independent, and external whistleblower service **Your Call**. Phone 1300 790 228 between 7am and 12am AEST on business days, or 24/7 via the **Your Call** website <https://www.yourcall.com.au/report>. If you choose to report online, please enter our unique identifier code **REST**. All reports made to **Your Call** will be referred to the **WPO** for action unless there is a conflict of interest. In this case your report will be referred to the Chairperson of the Rest Risk Committee.

If you'd like to make an anonymous disclosure, it's easiest to do it through **Your Call**, although anonymous disclosures can also be made to any **Eligible Recipient**.

Regulators

Whistleblowers can also report **Disclosable Matters** to:

- i. ASIC
- ii. APRA
- iii. a Commonwealth authority authorised in Regulations to receive disclosures ("Commonwealth whistleblower authority"), and
- iv. the Commissioner for Taxation at the ATO if it's about tax matters

Public interest or emergency disclosures

In limited circumstances, certain public interest or emergency disclosures made to journalists or parliamentarians are also protected by law. It's important that the whistleblower understands the criteria for making a **public interest** or **emergency disclosure** before doing so. For more information see '*Guidelines for receiving and managing disclosures*'.

Eligible whistleblowers are encouraged to report improper conduct to **Your Call** or Rest first so that we can identify and address issues as early as possible.

6 Roles and Responsibilities inside Rest

| Role | Responsibility |
|-------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Eligible Recipients | <ul style="list-style-type: none"> Are responsible for receiving allegations of improper conduct |
| WPO (Whistleblower Protection Officer) | <ul style="list-style-type: none"> Is responsible for managing all reports of improper conduct and allocates a WIO to investigate. Our People and Culture General Manager is the Rest WPO. |
| WIO (Whistleblower Investigation Officer) | <ul style="list-style-type: none"> is appointed by Rest to investigate a report of improper conduct |

The responsibilities of the **WPO** and **WIO** are separate and carried out by different people.

Rest also appoints a relevant decision-maker who is responsible for assessing the result of an investigation and who determines what action to take.

How whistleblower disclosures will be investigated

Key steps in the process are as follows:

- i. Once an allegation of improper conduct has been raised with an **Eligible Recipient** it will be handed over to the **WPO**. If there's a conflict of interest for the designated WPO, we'll appoint an alternative WPO. They will:
 - Assess the nature and scope of the matter and see if it qualifies for protection under this policy
 - Decide if internal or external people need to be involved in the investigation
 - Consider what technical, financial, or legal advice may be needed to support an investigation
 - Decide the timeframe for an investigation
 - Decide what steps are needed to protect the whistleblower, including identifying and evaluating the risk of detrimental conduct. Once the risks have been analysed, the WPO will decide how to limit any harm to the whistleblower, put these controls in place, and then monitor them to make sure they're working
 - Decide if other Rest policies come into play. You can find more about them [here](#). The WPO may ask for internal or external advice to perform these responsibilities.
- ii. The **WPO** will allocate the case to an impartial **WIO**. They'll investigate whether any allegations are fully or partially substantiated, unsubstantiated, not able to be substantiated, or disproven.

The **WIO** will keep the **WPO** informed about the progress of the investigation.

In turn the **WPO** will keep the whistleblower updated, making sure that their confidentiality and privacy are protected, and that anyone who is a subject in the report is treated fairly.

How often these updates are made can vary, but may happen when:

- confirming they've received a disclosure
 - advising if or when an investigation has begun
 - updating status even if there has been no progress, or
 - advising when an investigation has been closed
- iv. The timeframe for an investigation will vary depending on the allegations, the number of people (including any witnesses) to be interviewed, and any other relevant issues. Rest tries to complete investigations within 90 days of receiving a report, but it could take longer depending on the circumstances.
 - v. The WIO is responsible for documenting the findings of the investigation to the WPO. How they

document and report the findings depends on the nature of the disclosure. Any written report may be provided to the relevant decision-maker (subject to confidentiality requirements). This report is the property of Rest and will not be given to the whistleblower or the subject of a disclosure. But we will let the whistleblower know when we've finished the investigation, and we may reveal the outcome to them, or any other person, at our absolute discretion.

- vi. Once the investigation is finished, the **WPO** will inform the relevant decision-maker of the findings and consult them about next steps.

The above process might vary at Rest's absolute discretion. For further details, see the '*Guidelines for receiving and managing disclosures*'.

Rest will try to investigate anonymous disclosures where appropriate but may face some practical limitations in doing this if it can't contact the whistleblower or follow-up for further information.

If we find that there has been improper conduct, any action we take will depend on the individual circumstances and decided by the relevant decision-maker. Rest may take appropriate disciplinary action. This may include, but isn't limited to, verbal or written warnings, and suspension or termination of employment or engagement of anyone involved in improper conduct. If an investigation finds that criminal or other illegal activity is likely to have occurred, we can also report it to the police or other authorities.

7 Fair treatment for employees mentioned in whistleblower disclosures

During the investigation, Rest will take steps where we can to protect the confidentiality of employees or others mentioned in the whistleblower's report.

Rest will conduct any formal investigations with the seriousness and sensitivity they deserve. We'll remain mindful of procedural fairness, impartiality, confidentiality and privacy. If a Rest person is alleged to have behaved improperly, they'll have the right to respond to those allegations before the investigation is complete.

Whistleblowers should not be dissuaded or coerced from using this policy to raise a protected disclosure. Affected employees can access Rest's ACCESS EAP support and can request additional help from the **WPO**.

8 Confidentiality, Anonymity, and Breach of Policy

Confidentiality – The whistleblower's identity, and information likely to lead to their identification, must not be disclosed other than in accordance with this policy. There are a few ways Rest protects their identity. These include redaction of identification references or omission of information about their role, business team, source of information or any other information likely to identify them. We might refer to them in a gender-neutral way. Rest will take steps to store paper and electronic documents securely and prevent other staff having email or print access where we can.

All disclosures under this policy will be treated as confidential and will not be disclosed other than in accordance with this policy unless the disclosure is permitted under law.

Anonymity – Reports of misconduct can be made anonymously and will continue to be protected under this policy. A whistleblower can choose to remain anonymous from when they report right through the process until the case is closed. They can refuse to answer questions at any time if they feel that this may reveal who they. They can also use a pseudonym if they prefer.

Breach - All employees, officers, contractors, suppliers, and employees of suppliers of Rest must comply with this policy. Breaches of this policy should be raised with the WPO. Any breaches will be taken very seriously and may result in disciplinary action, up to and including the termination of employment or engagement.

8.1.1 What should the whistleblower do if a protection is breached?

Rest takes any breach of these protections seriously. If the whistleblower believes there has been a breach, they should raise it with the **WPO**. If the **WPO** is implicated in the concern, the whistleblower can report it to an **Eligible Recipient**, or to **Your Call**. An eligible whistleblower can also seek independent legal advice or lodge a complaint with a regulator, such as ASIC, APRA, or the Australian Taxation Office.

If the whistleblower suffers detriment because a person believes or suspects that the whistleblower or another person has, proposes to, could, or may make a report that qualifies for protection under the Corporations Act, they can also seek compensation and other remedies through the courts. This is also possible if they suffer loss, damage, or injury because of the disclosure. This includes if Rest fails to take reasonable precautions and exercise due diligence to prevent the detrimental conduct. The whistleblower should seek legal advice if they are considering these options.

9 Access to this Policy and Training

This policy document is available to all employees via the intranet. You are currently reading a public, external version.

The policy will be made available to officers and employees through the following channels:

- new employees and officers will receive information about the policy during induction
- recipients of whistleblower disclosures will be trained on how to handle a whistleblower complaint
- employees and officers will receive training about the policy
- the policy will be available on the intranet and internet
- the **WPO** can be contacted to discuss the application of the policy
- refresher training will be available to all employees via an online learning
- training will be provided to eligible recipients on how to receive whistleblower disclosures

A person considering reporting improper conduct can contact the **WPO** to find out information about this policy before making a disclosure.

10 Policy Review

From time to time the Rest Board will receive a summary of concerns raised under this policy as well as appropriate metrics on disclosures and incidents. Information provided to the Board will be deidentified as required.

10.1.1 Amendment to Policy

REST will review this policy and related procedures regularly for effectiveness and to ensure the policy evolves in line with the nature, scale, and complexity of Rest's business. This policy will be reviewed every two years by the People, Culture, and Remuneration Committee. Any material changes to the policy must be endorsed by the People, Culture, and Remuneration Committee and approved by the Rest Board.

10.1.2 Review of Policy

REST may discontinue, replace, or amend any part or the whole of this policy from time to time at its absolute discretion.

11 Definition

For the purposes of this policy, the following key terms have the meaning set out below:

| Term | Definition |
|---------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Detrimental Conduct | <p>Detrimental conduct is any actual or threatened conduct that could cause a detriment to the individual as a result of making a disclosure, including:</p> <ul style="list-style-type: none">• termination of employment where they are an employee• injury of an employee in his or her employment• alteration of an employee's position or duties to his or her disadvantage• harassment, bullying, or intimidation• personal or financial disadvantage, including altering an employee's position• victimisation• unlawful discrimination, or discrimination between a whistleblower and other employees• harm or injury, including psychological harm• damage to reputation, property, business, or financial position, or• any other damage |
| Disclosable Matter | <p>A disclosable matter arises where the whistleblower has reasonable grounds to suspect concerns, misconduct, or improper state-of-affairs in relation to Rest or a Rest company. Disclosable matters may include:</p> <ul style="list-style-type: none">• breaches of any Commonwealth or state legislation• serious breaches of Rest's Code of Conduct, or any other Rest policy• conduct that is dishonest, fraudulent, corrupt, or amounts to bribery• conduct that is illegal (including theft, drug use or sale, violence or threatened violence, and criminal damage)• conduct that is a serious and substantial waste, mismanagement, or misuse of Rest resources• conduct that poses a serious risk to any person's workplace health, safety, or the environment• conduct that causes, or may cause, any loss or reputational impact to Rest, or is otherwise detrimental to Rest's interests• conduct that presents a danger to the financial system• detrimental conduct against a person for making a report under this policy, or• deliberate covering up of any of the above matters (each referred to as "improper conduct"). Improper conduct does not necessarily need to be conduct that contravenes the law |
| Eligible Recipient | <ul style="list-style-type: none">• Rest's authorised independent and external whistleblower provider Your Call• Groups Executives – where an eligible whistleblower is an employee, their Group Executive or any other executive, including the CEO |

- Whistleblower Protection Officer (WPO). The General Manager, People and Culture is responsible for the Whistleblower Policy and is Rest’s designated Whistleblower Protection Officer (WPO)
- the Chairperson of the Rest Risk Committee
- Chief Executive Officer – for circumstances where an employee is not comfortable reporting incidents of suspicious or improper conduct to either their line manager or the WPO, and
- other Eligible Recipients which include officers (directors and company secretary), senior managers, the internal and external auditors, actuaries, or any other person authorised by the company

Eligible Whistleblower

To qualify for protection, a whistleblower must be an **eligible whistleblower**. An individual is an **eligible whistleblower** if they are, or have been:

- an officer or employee of Rest
- a person who supplies goods and services to Rest, or an employee of such a supplier
- an associate of Rest
- an officer or employee of a custodian or investment manager, and a person or employee of an entity that supplies goods and services to them, and
- a relative, dependant, or spouse of any mentioned above.

It includes all current and former officers, directors, employees, contractors, officers, or staff of suppliers including investment managers, custodians, relatives, dependents, or spouses of any of these people.

A full list of eligible whistleblowers is outlined in the ‘*Guidelines for receiving and managing disclosures*’. The Corporations Act 2001 (Cth) (Corporations Act) provides certain people with legal rights and protections as whistleblowers under that Act.

Public interest or emergency disclosure

The whistleblower must have previously made a disclosure to ASIC, APRA or another prescribed body before the whistleblower can make a “public interest” or “emergency” disclosure. In the case of a “public interest” disclosure, at least 90 days must have passed since the previous disclosure, the whistleblower must not have reasonable grounds to believe that action is being taken to address the matters raised, and the whistleblower must have reasonable grounds to believe that making a further disclosure is in the public interest. In the case of an “emergency” disclosure, the whistleblower must have reasonable grounds to believe that the information concerns a substantial and imminent danger to the health and safety of a person or the natural environment, and must have notified the body to which the original disclosure was made that the whistleblower intends to make an emergency disclosure. Please contact the WPO if more information is required about this or seek independent legal advice.

Trustee

In this policy, the Trustee is referred to as “Rest”.

Whistleblower

A person who reports improper conduct is referred to as a "whistleblower" because they are "blowing the whistle" and uncovering potential matters of concern.

Whistleblower Investigation Officer or (WIO)

A **Whistleblower Investigation Officer (WIO)** is appointed by Rest to conduct an investigation into the substance of a disclosure.

They are required to determine whether any allegations the subject of investigation are fully or partially substantiated, unsubstantiated, not able to

be substantiated or disproven. The WIO may also be required to document and report on the findings of an investigation, with the method of such documentation dependant on the nature of the report.

Whistleblower Protection Officer (or WPO)

General Manager, People & Culture is the **Whistleblower Protection Officer**.

The Whistleblower Protection Officer is responsible for the day-to-day operation of the whistleblower program, including ownership of the Whistleblower Policy and associated guidelines. The Whistleblower Protection Officer must treat all disclosures confidentially.

The WPO is responsible for safeguarding the interests of the whistleblower, in accordance with this policy, and to make sure that the whistleblower is kept informed of how any relevant investigation is proceeding to the extent the WPO considers appropriate. In addition, the WPO's role is to:

- seek to protect whistleblowers from detrimental conduct
- assist in maintaining the wellbeing of the whistleblower
- support the confidentiality of the whistleblower's identity in accordance with this policy
- review and consider any complaints of detrimental conduct or any concern that the disclosure has not been dealt with in accordance with this policy, and

provide information about the application of this policy on request to people who are considering making a whistleblower disclosure

YourCall

YourCall is an external whistleblowing hotline and online service giving Rest's stakeholders an opportunity to speak up about dishonesty, fraud, unsafe environments, unethical, and other inappropriate behaviour or misconduct.