

## Introduction and Purpose

CleanCo is committed to the highest standards of conduct and ethical behaviour in our business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance. The purpose of this policy is to:

- Promote an open and transparent culture within CleanCo;
- Encourage reporting where there is a reasonable belief that the conduct of a person(s) has been corrupt, illegal or unethical;
- Demonstrate CleanCo's commitment to a fair workplace and outline the process for managing conduct that should be reported;
- Protect the confidentiality of individuals who report conduct so that they may do so without fear of intimidation, disadvantage or reprisal; and
- Assist in ensuring that matters of Reportable Conduct and/or unethical behaviour are identified and dealt with appropriately.

## Reportable Conduct

**Reportable Conduct** refers to conduct which:

- Is dishonest, fraudulent or corrupt, including bribery or other activity in breach of CleanCo's *Anti-bribery and Corruption Policy*;
- Is illegal (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);
- Is unethical (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching CleanCo's *Code of Conduct* or other policies or procedures);
- Is potentially damaging to CleanCo, a CleanCo employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of CleanCo property or resources;
- Amounts to an abuse of authority;
- May cause financial loss to CleanCo or damage its reputation or be otherwise detrimental to CleanCo's interests;
- Involves harassment, discrimination, victimisation or bullying; or
- Involves any other kind of serious impropriety.

## Scope

This policy has coverage which extends beyond CleanCo employees and directors. It applies to current and former CleanCo officers, employees, contractors and suppliers who wish to report Reportable Conduct regarding CleanCo activities, whether on our sites or elsewhere. It extends to spouses, dependents, and other relatives. Such individuals may make a report under this policy if he or she believes that a CleanCo director, officer, employee, contractor, supplier, tenderer or other person who has business dealings with CleanCo has engaged in Reportable Conduct ('**Discloser**'). This policy does not deal with personal workplace grievances which cover matters regarding the Discloser's employment or former employment and includes any decision to suspend, discipline or terminate such employment, which is managed under separate policies.

## Roles and Responsibilities

- **CleanCo Board** is accountable for ensuring an appropriate framework exists governing the management of Reportable Conduct by CleanCo.
- The **Chief Executive Officer (CEO)** is accountable for implementing and administering the management of Reportable Conduct by CleanCo. The CEO designates responsibility for the operation of this policy to the Company Secretary.
- The **Company Secretary** is the person that is responsible for:
  - Managing all reports of Reportable Conduct;
  - Providing training to all staff;
  - Identifying systemic issues or trends, correcting them and communicating this within CleanCo to increase awareness; and
  - Formally communicating this policy to all staff at least once a year and at induction of new staff; and
  - Regularly reporting on cases of Reportable Conduct to the **People and Safety Committee**;
- The **Human Resources Manager** is responsible for:
  - Reviewing and approving this policy;
  - Managing any reports of Reportable Conduct received directly from individuals; and
  - Managing disciplinary proceedings in the case of false reports.
- **In-house Counsel** (lawyers working for CleanCo) may also receive disclosures and must ask for Discloser consent to pass on Discloser identity or other information in accordance with CleanCo's Whistleblowing Policy, and if anonymity is requested ensure identifying details are removed.
- The **Audit Committee** is responsible for managing false reports made.
- **Line Managers** and **General Managers** are responsible for taking Reportable Conduct to the Company Secretary.

## How to make a report

A Discloser who is aware of known, suspected, or potential cases of Reportable Conduct is expected to make a report under this policy. CleanCo has several channels for making a report about any issue or behaviour considered to be Reportable Conduct. The matter may be raised with the Discloser's manager or General Manager within the team. Anyone in receipt of a report must take the matter to the Company Secretary. A report may also be made directly to the Company Secretary, CEO or the Human Resources Manager. Reports to the Company Secretary may be communicated via the following methods:

Phone: 0401 096 393  
Email: [companysecretary@cleancoqld.com.au](mailto:companysecretary@cleancoqld.com.au)  
Mail: Reportable Conduct  
C/- Company Secretary  
12 Creek Street  
Brisbane QLD 4000

In-House Counsel may also be approached when making a report, for the purposes of obtaining legal advice. A report may be submitted anonymously for individuals not wishing to disclose their identity. In any case and at all

times, discussions will remain confidential. Disclosers must ensure as far as possible, that reports are factually accurate, complete, from first-hand knowledge, presented in an unbiased fashion (and any possible perception of bias is disclosed), and without material omission.

## Investigation of Reportable Conduct

CleanCo will investigate all matters reported under this policy as soon as possible after it is reported to the Company Secretary. With the Discloser's consent the Company Secretary may appoint a person to assist in the investigation. Wherever possible, CleanCo will provide feedback to the Discloser regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made). The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Reportable Conduct and the circumstances. Disclosers must maintain confidentiality of all such reports and not disclose details to any person.

The Company Secretary will report to the Audit Committee on the number and type of whistleblower incident reports annually, to enable CleanCo to address any issues at a team and/or organisational level. These reports will be made on a 'no names' basis, maintaining the confidentiality of matters raised under this policy. Serious and/or material Reportable Conduct will be considered by the Company Secretary for immediate referral to the Audit Committee.

## Protection of Disclosers

### Identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this policy, CleanCo will not, nor will any manager or the Company Secretary, disclose any particulars suggesting or revealing the identity of a Discloser without first obtaining his or her consent. Any disclosure made will be handled on a strictly confidential basis. However, the Company Secretary may disclose the complaint without the Discloser's consent to the Australian Securities and Investments Commission (**ASIC**), the Australian Prudential Regulation Authority (**APRA**), the Crime and Corruption Commission Queensland (**CCC**), or the Australian Federal Police (**AFP**).

### Files and Records

All files and records created from an investigation will be retained under strict security. Unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know to take appropriate action, or for corporate governance purposes), is prohibited without the Discloser's consent. Such disclosure would be a breach of this policy and will be regarded as a serious matter dealt with under CleanCo's disciplinary procedures.

### Fairness

CleanCo is committed to ensuring that those making a report are treated fairly and do not suffer any disadvantage. Disclosers subjected to detrimental treatment as a result of making a report under this policy should inform their line manager or General Manager. If the matter is not remedied, it should be raised in accordance with this policy. Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report. Any CleanCo employee, director, contractor, partner, supplier or consultant found to have dismissed, demoted, harassed, or discriminated against a Discloser by reason of their status as a Whistleblower, will be subjected to disciplinary measures. Disclosers involved in the Reportable Conduct may be provided with immunity or due consideration from disciplinary proceedings, by agreement with CleanCo. CleanCo, however, has no power to provide immunity from criminal prosecution.

## Protected Disclosures

Protected Disclosure refers to a qualifying disclosure of information in relation to Reportable Conduct of CleanCo employees, directors, contractors, suppliers, partners and consultants under the statutory regimes of the Public Interest Disclosure Act, or Whistleblower protection provisions in Part 9.4AAA of the Corporations Act. The New Whistleblowing Laws have opened up the ways to make a protected disclosure and the protection given to Disclosers. Disclosers must comply with CleanCo's *Protected Disclosure Procedure* when making a protected disclosure. Making a protected disclosure entitles Disclosers to support and protection from Reprisals.

## Compliance

Any breach of the obligations contained in this policy may result in disciplinary action being taken up to and including termination of employment or other engagement by CleanCo. A release of information in breach of this policy will be regarded as a serious matter and will be dealt with under CleanCo's disciplinary procedures. Under New Whistleblower Laws introduced in July 2019 civil and criminal penalties have increased for individuals and body corporates who disclose a Whistleblower's identity without authorisation or victimise a Whistleblower. The types of orders a court may make to address any detriment suffered by Whistleblowers have expanded to include compensation, apologies, granting of injunctions, and reinstatement of employment. Where it is established by the Audit Committee that a Discloser has made a false report of Reportable Conduct (including where the allegation has been made maliciously, vexatiously or without any basis), her or she will be subjected to disciplinary proceedings, including summary dismissal.

## General

This policy summarises CleanCo's position on whistleblowing and will be reviewed annually. The policy is not a term of any contract, including any contract of employment and does not impose any contractual duties, implied or otherwise, on CleanCo. This policy may be varied by CleanCo from time to time. All employees, directors, contractors, suppliers, partners and consultants of CleanCo will be made specifically aware of whistleblower protection laws and are required to attend appropriate and relevant training.

## References

The following policies and legislation should be read with this policy:

- *Australian Securities and Investments Commission Act 2001* (Cth)
- *Code of Conduct*
- *Protected Disclosure Procedure*
- *Anti-bribery and Corruption Policy*
- *Corporations Act 2001* (Cth) Part 9.4AAA – Protection for Whistleblowers
- *Crime and Corruption Act 2001*
- *Public Interest Disclosure Act 2010* (Qld)
- *Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019* (Cth)

## Definitions

The following definitions apply to this policy:

AFP	Refers to the Australian Federal Police which is a law enforcement organisation providing investigation and operational support, security risk management, security vetting and information services to assist the public.
APRA	Refers to the Australian Prudential Regulation Authority which is an independent statutory authority supervising institutions across banking, insurance and superannuation, and is accountable to the Australian Parliament.
ASIC	Refers to the Australian Securities and Investment Commission which is responsible for enforcing the corporate whistleblower protection laws, including where a whistleblower may suffer detriment for alleging breaches of laws outside ASIC's regulatory responsibilities.
CCC	Refers to the Crime and Corruption Commission which is a statutory body set up to combat and reduce the incidence of major crime and corruption in the public sector in Queensland. Its functions and powers are set out in the <i>Crime and Corruption Act 2001</i> .
CleanCo	CleanCo Queensland Limited.
Corporations Act	<i>Corporations Act 2001</i> (Cth)
Discloser	Also known as a 'Whistleblower' refers an employee or contractor who alerts CleanCo and/or a regulatory authority to Reportable Conduct.
New Whistleblower Laws	<i>Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019</i> (Cth)
Public Interest Disclosure Act	<i>Public Interest Disclosure Act 2010</i> (Qld)
Reprisal	Means causing, attempting to cause or attempting to induce a person to cause detriment to a person because, or in the belief that, that person or someone else: <ul style="list-style-type: none"> <li>▪ has made or intends to make a disclosure about Reportable Conduct; or</li> <li>▪ is, has been, or intends to be, involved in a proceeding under the Public Interest Disclosure Act or Corporations Act, against any person.</li> </ul>

**Document governance**

<b>Title:</b>	Whistleblower Protection Policy
<b>Approved by:</b>	CleanCo Queensland Ltd Board
<b>Periodicity of review:</b>	Annual
<b>Last Approved:</b>	June 2019