

## DOCUMENT MANAGEMENT

Version	Date	Submitted By	Position
1.0	18 August 2022	Kevin Minster	Senior Risk and Compliance Manager
Authorised By: Board of Directors of Sequoia Financial Group Ltd ( <b>SFG</b> or the <b>Company</b> )			

## 1. PURPOSE OF THE POLICY

This Whistleblower Policy is an important tool for helping Sequoia Financial Group Limited to identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosure.

Whistleblowers are those who sound the alert on danger, malpractice, bribery or corruption or other illegal conduct. This Policy outlines the following information:

- a) the protections we have in place for whistleblowers, including the protections under the Whistleblower Provisions;
- b) how and to whom a person can make a protected disclosure;
- c) how we support whistleblowers and protect them from detriment;
- d) how we investigate protected disclosures;
- e) how we ensure the fair treatment of employees mentioned in, and the subject of, protected disclosures; and
- f) how this policy is made available to our officers and employees.

SFG is committed to the highest standards of conduct and ethical behaviour in all business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and strong corporate governance.

We make this policy available to all current directors and senior managers, to all employees upon commencement of their employment with Sequoia and to former directors, employees and suppliers, by publishing it on our website [www.sequoia.com.au](http://www.sequoia.com.au)

## 2. WHO THE POLICY APPLIES TO

The Policy applies to *Eligible Whistleblowers* including:

- a) an officer or employee (e.g. current and former employees who are permanent, part-time, fixed-term or temporary, interns, secondees, managers, and directors);
- b) a supplier of services or goods to the entity (whether paid or unpaid), including their employees (e.g. current and former contractors, consultants, service providers and business partners);
- c) an associate of the entity; and
- d) a relative, dependant or spouse of an individual (e.g. relatives, dependants or spouse of current and former employees, contractors, consultants, service providers, suppliers and business partners).

## 3. MATTERS THE POLICY APPLIES TO

Employees and stakeholders are encouraged make a report under this Policy if they have reasonable grounds to suspect that an SFG director, officer, employee, contractor, supplier, tenderer or other person who has business dealings with SFG has engaged in conduct which:

- a) is dishonest, fraudulent or corrupt, including bribery
- b) is illegal activity (such as theft, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);
- c) is unethical or in breach of SFG policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching SFG Code of Conduct or other policies or procedures);
- d) is potentially damaging to SFG, an SFG employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of SFG property or resources;
- e) amounts to an abuse of authority;
- f) may cause financial loss to SFG or damage its reputation or be otherwise detrimental to SFG interests;
- g) involves harassment, discrimination, victimisation or bullying, other than personal work-related grievances as defined in the Corporations Act 2001 (Cth) (Corporations Act); or
- h) involves any other kind of misconduct or an improper state of affairs or circumstances.

Matters which are not covered by this policy include personal grievances. SFG encourages staff to try to resolve such matters with the relevant person, including with the assistance of your direct manager or the Head of Human Resources.

#### 4. WHO CAN RECEIVE A DISCLOSURE

In the first instance, an Eligible Whistleblower should make the disclosure to an Eligible Recipient who is a senior manager of the Group, ideally:

- a) Senior Risk and Compliance Manager
- b) Head of Human Resources

This allows us to identify and address any wrongdoing as early as possible.

An Eligible Whistleblower may also make a disclosure directly to ASIC, ATO or any other

Commonwealth body prescribed by regulation for that purpose, or to a legal practitioner for the purposes of obtaining legal advice or representation in relation to the whistleblower provisions of the Corporations Act 2001.

In certain circumstances an Eligible Whistleblower can also make a 'public interest disclosure' or an 'emergency disclosure' to a journalist or a member of parliament. The Corporations Act 2001 sets out specific conditions that must be met before a 'public interest disclosure' or an 'emergency disclosure' can be made.

#### 5. HOW TO MAKE A DISCLOSURE

A Disclosable Matter can be disclosed in person, by email or by telephone. Disclosures to a regulator can be made in writing or online. All information will be treated confidentially and sensitively. It is illegal for us to reveal an Eligible Whistleblower's identity (or information likely to identify them) unless they consent or it is otherwise allowed or required by law. Steps will be taken to protect an Eligible Whistleblower's identity such as redacting their personal information and ensuring all information relating to the disclosure and investigation is stored securely.

Disclosure can be made anonymously (e.g. under a pseudonym or anonymised email address) and still be protected under the Corporations Act 2001. An Eligible Whistleblower can remain anonymous while making a disclosure, over the course of the investigation, and after the investigation is finalised.

### 6. PROTECTION FOR DISCLOSERS

A disclosure will be protected under the Corporations Act (a Protected Disclosure) if it discloses a Disclosable Matter and is made by an Eligible Whistleblower to one of the persons listed at Section 4 above. A disclosure made outside of these conditions will still be treated seriously, however the disclosure will not qualify for protection under the Corporations Act. Protections offered under the Corporations Act include:

- a) protection of your identity (confidentiality);
- b) protection from detrimental acts or omissions;
- c) the right to compensation and other remedies; and
- d) protection from civil, criminal and administrative liability.

The Group will take all reasonable steps to protect an Eligible Whistleblower and those people involved in an investigation, and to ensure the fair treatment of persons mentioned in a disclosure. These protections will also extend to a person who makes a disclosure that turns out to be incorrect, provided that the disclosure is made in good faith.

The Group will not tolerate detrimental conduct against anyone who makes a disclosure in good faith. Detrimental conduct includes termination of employment, harassment or intimidation, harm or injury or any other conduct the Group deems detrimental or retaliatory. A discloser can report detrimental conduct to an Eligible Recipient. Any report will be investigated and action will be taken as necessary. Any employee or associated person found to have instigated detrimental conduct against a discloser may face disciplinary action.

### 7. DISCLOSURES RELATING TO TAX AFFAIRS

The Tax Administration Act 1953 provides protection for disclosures of Disclosable Matters relating to the tax affairs of an entity or an associate of the entity and made to the Commissioner of Taxation or a person specified in Section 4 above. The protections available to an Eligible Whistleblower making a disclosure relating to tax affairs are the same as those outlined in Section 6.

### 8. INTERNAL INVESTIGATION

Investigations will initially be conducted by an *Internal Investigator*. They will follow a fair process, be conducted in a timely and efficient manner and be independent of the Eligible Whistleblower and the persons about whom the disclosure has been made. The *Internal Investigator* is required to:

- a) act impartially and document the disclosure;
- b) conduct all interviews; and
- c) report on the results of the investigation and any recommendations. All investigations will be carried out as quickly as is practicable.

While maintaining confidentiality at all times, all serious disclosures and reports on progress of any investigation will be drawn to the attention of the *Escalation Manager* and a *sub-committee of the Board*. If the disclosure is the subject of an internal investigation which reveals genuine issues to be addressed by SFG, the *Escalation Manager* will instruct management to take remedial action.

### 9. EXTERNAL INVESTIGATION

If an internal investigator determines that there is an activity or conduct within SFG which is potentially illegal, the *Escalation Manager* may decide to engage an *External Investigator*. In this event:

- a) The discloser will be afforded appropriate protection.
- b) SFG will, to the extent it can do so and is legally permitted, keep in confidence the identity of the discloser.
- c) The matter may be reported to the relevant regulatory authority or police agency.
- d) The identity of the disclosing employee or stakeholder will only be disclosed to the relevant regulatory or police agency on the basis that, where legally permitted, the employee or stakeholder's identity will be kept confidential.
- e) Disclosure of the identity of the disclosing employee or stakeholder to any other organisation or person will require the consent of the disclosing person.
- f) The internal investigator will also ensure that the matter is reported to the Escalation Manager.

## 10. AFTER DISCLOSURE

The discloser will be informed of the outcome at the conclusion of the investigation. SFG will not tolerate any reprisals against employees or stakeholders who have made a disclosure of any matter under this Policy where the discloser has acted in good faith and on a genuine belief or perception of wrongdoing, and on reasonable grounds. SFG will act in the best interests of a discloser to protect them from any victimisation, adverse reaction or intimidation, and commits to ensure confidentiality (to the extent permitted by law) and fairness in all matters raised under this Policy.

## 11. REVIEW AND PUBLICATION

The Company Secretary will review this policy from time to time and report to the board any recommended changes. This policy may be amended by resolution of the board. This policy is available on the Group's intranet and external website.

## 12. DEFINITIONS

Term	Definition
Eligible Whistleblower	<p>An individual who is, or has been, any of the following in relation to the entity:</p> <ul style="list-style-type: none"> <li>a) an officer or employee (e.g. current and former employees who are permanent, part-time, fixed-term or temporary, interns, secondees, managers, and directors);</li> <li>b) a supplier of services or goods to the entity (whether paid or unpaid), including their employees (e.g. current and former contractors, consultants, service providers and business partners);</li> <li>c) an associate of the entity; and</li> <li>d) a relative, dependant or spouse of an individual (e.g. relatives, dependants or spouse of current and former employees, contractors, consultants, service providers, suppliers and businesspartners).</li> </ul>
Discloser	An Eligible Whistleblower

Disclosable Matter	<p>Disclosable matters involve information that the discloser has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances, in relation to:</p> <ul style="list-style-type: none"> <li>a) an entity; or</li> <li>b) if the entity is a body corporate, a related body corporate of the entity</li> </ul>
Eligible Recipient	The Senior Risk and Compliance manager, the Head of Human Resources or the Escalation Officer
Emergency Disclosure	<p>An 'emergency disclosure' is the disclosure of information to a journalist or parliamentarian, where:</p> <ul style="list-style-type: none"> <li>a) the discloser has previously made a disclosure of the information to ASIC, APRA or another Commonwealth body prescribed by regulation;</li> <li>b) the discloser has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;</li> <li>c) before making the emergency disclosure, the discloser has given written notice that: <ul style="list-style-type: none"> <li>I. includes sufficient information to identify the previous disclosure; and</li> <li>II. states that the discloser intends to make an emergency disclosure; and</li> </ul> </li> <li>d) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.</li> </ul>
Public Interest Disclosure	<p>A 'public interest disclosure' is the disclosure of information to a journalist or a parliamentarian, where:</p> <ul style="list-style-type: none"> <li>a) at least 90 days have passed since the discloser made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation;</li> <li>b) the discloser does not have reasonable grounds to believe that action is being, or has been taken, in relation to their disclosure;</li> <li>c) the discloser has reasonable grounds to believe that making a further disclosure of the information is in the public interest; and</li> <li>d) before making the public interest disclosure, the discloser has given written notice to the body that: <ul style="list-style-type: none"> <li>III. includes sufficient information to identify the previous disclosure; and</li> <li>IV. states that the discloser intends to make a public interest disclosure</li> </ul> </li> </ul>
Escalation Officer	Chief Executive Officer
Internal Investigator	Senior Risk and Compliance Manager



## Whistleblower Policy

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External Investigator	An external advisor appointed under contract by the Senior Risk and Compliance Manager
Senior Manager of SFG	Anyone with a direct reporting line to the Chief Executive Officer