



**BLUESTONE GROUP PTY LTD**  
**ABN: 20 091 201 357**

**WHISTLEBLOWER PROTECTION POLICY**  
**- APAC**

**VERSION 1 (Website)**  
**April 2020**

**OWNER: BLUESTONE LEGAL, RISK &**  
**COMPLIANCE**

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## 1 Preliminary

### 1.1 Purpose of this Policy

Bluestone is committed to maintaining the highest standards of integrity and conduct in its operations. Our Code of Conduct sets out our expected behaviours and values, and we are committed to fostering a culture where you feel safe to speak up if you observe or suspect conduct that concerns you. Our Whistleblower Policy is an important tool for helping Bluestone to identify wrongdoing that may not otherwise be uncovered.

If you are aware of possible wrongdoing, we encourage you to speak up about it. This Policy aims to:

- encourage reporting about suspected misconduct or any improper state of affairs (including tax affairs[1]) within the Bluestone Group[2] (Bluestone);
- inform whistleblowers about the protections available to them, the avenues for safely reporting misconduct, and the steps that we will take to investigate whistleblower reports; and
- deter anyone who might be inclined to cause detriment to a person who has made, or is perceived to have made, a whistleblower report.

This Policy is intended to apply to all personnel of Bluestone whether full-time, part-time, casual, fixed term and contractors.

### 1.2 Ownership and review

Bluestone may amend this Policy from time to time at its discretion, including to ensure that it is operating effectively.

This Policy is not incorporated into the terms of any employment contract or contract for service.

### 1.3 Where to find this Policy

This Policy is available on ELMO and on our website.

### 1.4 Who and what does this Policy apply to?

This Policy applies to entities in the Bluestone Group in Asia-Pacific, Australia and New Zealand. All individuals who identify or suspect misconduct or an improper state of affairs in any of these entities are encouraged to speak up and report their concerns. However, to qualify for protections as a whistleblower under the *Corporations Act 2001* (Cth) Part 9.4AAA (**Whistleblower Laws**) as outlined in this Policy you must:

- Be an 'Eligible Whistleblower';
- who makes a disclosure about a 'Disclosable Matter';
- directly to an 'Eligible Recipient'.

If you have any concerns about whether this Policy applies to you or whether your report will be protected under the Whistleblower Laws, please contact the Whistleblower Protection Officer (**WPO**) or seek independent legal advice (not from a lawyer employed by Bluestone). Your disclosures to a legal practitioner for the purposes of obtaining legal advice are protected under the Whistleblower Laws (even if the legal practitioner concludes that your disclosure is not a disclosable matter).

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## **2 How to make a whistleblower report**

### **2.1 Am I an Eligible Whistleblower?** You

are an Eligible Whistleblower if you are a:

- current or former officer or employee of Bluestone;
- current or former supplier, or employee of a supplier to Bluestone;
- current or former associate of Bluestone (including the directors and secretary of Bluestone, and those of related bodies corporate);
- a relative or dependant of any of the above, or an individual's spouse, or a dependent of an individual's spouse.

### **2.2 Is my concern a Disclosable Matter?**

We encourage you to report any concerns you may have about any misconduct that gives rise to an improper state of affairs (including tax affairs), or that you think may be illegal.

Your disclosure will be a *Disclosable Matter* if you have reasonable grounds to suspect that it:

- Concerns conduct that is illegal, fraudulent, dishonest, corrupt, unethical, breach of an internal policy, any misconduct or an improper state of affairs in relation to Bluestone or a related body corporate including in relation to the tax affairs of Bluestone or one of its associates;
- indicates that Bluestone, its officers or employees, have engaged in conduct that is an offence against certain laws; and / or
- represents a danger to the public or the financial system.

Examples may include:

- money laundering or misappropriation of funds;
- offering or accepting a bribe; and
- financial irregularities.

You can still qualify for the whistleblower protections if you have reasonable grounds to suspect that there is a Disclosable Matter, even if the report turns out to be incorrect.

If you make a report that is not about a Disclosable Matter or if you make a report that you know to be untrue, you will not qualify for the specific protections under the Whistleblower Laws.

### **2.3 Personal work-related grievances**

This Policy does not apply to personal work-related grievances you raise, and the protections under the Whistleblower Laws do not apply to personal work-related grievances.

Personal work-related grievances are those that are related to your current or former employment and have, or tend to have, implications for you personally.

Examples of personal work-related grievances may include:

- interpersonal conflicts between you and another employee;
- a decision relating to your engagement, transfer or promotion;
- a decision to suspend or terminate your engagement or otherwise subject you to disciplinary action;
- a decision about the terms and conditions of your engagement;
- a decision that does not involve a breach of workplace laws.

An exception is if a grievance is about victimisation and detriment suffered by you because you have made a whistleblower report to us or if your personal work-related grievance relates to a broader matter that is likely to have significant implications for Bluestone.

Victimisation and detriment are discussed in section 3.1(b).

If you would like to raise personal work-related grievance you should instead refer this to Human Resources at [hr@bluestone.com.au](mailto:hr@bluestone.com.au)

### **2.4 Who is an Eligible Recipient?**

To qualify for protection as a whistleblower under the Whistleblower Laws, you will need to make a disclosure about a Disclosable Matter directly to an '*Eligible Recipient*'. Eligible Recipients include officers and senior managers of Bluestone as defined in the Corporations Act, some of which are listed below. Bluestone recommends that you make a disclosure about a Disclosable Matter in person, by phone, by email or otherwise in writing to any of the following Eligible Recipients as it is their role to receive such disclosures.

<b>Designated Eligible Recipients</b>
Chief Executive Officer
Whistleblower Investigation Officer
Chief Operating Officer/WPO
Bluestone's external audit team (Deloitte)

If you are reporting your Disclosable Matter by email ([whistleblower@bluestone.com.au](mailto:whistleblower@bluestone.com.au)) or in writing (Level 1, 45 Clarence Street, Sydney NSW 2000), to help us identify and handle your report efficiently and effectively, please identify your report with the words 'Whistleblower report' and mark it as confidential. However, failing to mark your report in this way will not stop it from qualifying for protection under the Whistleblower Laws.

If the disclosure relates to Bluestone's tax affairs, you may also report your Disclosable Matter in person, by phone, by email or otherwise in writing to Bluestone's Tax Agent or BAS Agent.

A report about a Disclosable Matter that is made to an Eligible Recipient will, in the remainder of this Policy, be referred to as a *Protected Disclosure*.

The Chief Operating Officer will also be the WPO, whose role is to:

- Endeavour to protect you from any detrimental conduct on the basis you made a Protected Disclosure;
- Maintain your confidentiality, where relevant, including as required by law; and
- Review and assess any complaints of detrimental conduct or any concern that your disclosure has not been dealt with in accordance with this policy.
- Escalate any matter which the WPO considers appropriate, to the Board and/or the Audit & Risk Committee.

## **2.5 Disclosures to regulators and emergency and public interest disclosures**

You may also qualify for protections under the Whistleblower Laws in the following circumstances:

- you report a Disclosable Matter to a regulator such as ASIC and APRA or any other Commonwealth regulator and, for tax affairs, to the Commissioner of Taxation;
- you make a public interest disclosure to a journalist or parliamentarian; or

- you make an emergency disclosure to a journalist or parliamentarian.

Before making a public interest disclosure or emergency disclosure, you must have previously made a disclosure to a regulator, such as ASIC or APRA, and provided written notice to Bluestone. To make a public interest disclosure, at least 90 days must have passed since your disclosure to the regulator.

## 2.6 What information should I provide?

**What** is the alleged misconduct of your Disclosable Matter?

**Where** and when did the misconduct occur? (dates, times, location)

**Who** is the perpetrator of the misconduct? (name and surname, description of person, title, department);

**Why** do you think it is improper conduct? (if the nature of the misconduct is not otherwise apparent);

**Who** are potential witnesses? (name and surname, description of person, title, department);

**Where** can supporting evidence be found? (evidence of the misconduct, supporting documentation, security footage); and

Any other information that you believe is relevant to the Disclosable Matter.

## 2.7 Can I remain anonymous?

If you make a Protected Disclosure, you may remain anonymous and still receive protections under the Whistleblower Laws. However, Bluestone's ability to investigate the disclosure, and take action in respect of it, may be limited if you remain anonymous. For example, we may not be able to clarify essential information about your report if we cannot contact you.

When investigating your Protected Disclosure, we may need to disclose information other than your identity that could lead to your identification to our investigations team and other persons who are assisting with the investigation because it is necessary for the purpose of the investigation. We will take all reasonable steps to minimise the risk that you will be identified in these circumstances.

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### **3 Protections**

Bluestone will take all steps necessary to ensure that it complies with its obligations under the Whistleblower Laws, in particular, its confidentiality obligations .

#### **3.1 What are the protections available to me if I make a Protected Disclosure?**

##### **(a) Identity protection (confidentiality)**

If you make Protected Disclosure, Bluestone cannot disclose your identity to any person unless:

- you provide your consent;
- the concern is reported to an authority (eg, ASIC, APRA or the Australian Federal Police); or
- it is seeking legal advice about whether or not the Whistleblower Laws apply to your report.

It should be noted that in the case of information that is likely to identify you, we will only share the information for the purposes of the investigation, and only if it is reasonably necessary to do so. Whilst we will take reasonable steps to reduce the risk of your identity being disclosed, in some circumstances, it is possible that your identity may be decipherable due to the very nature of the Protected Disclosure.

Any non-identifying content of your Protected Disclosure may need to be shared with the Board and other governance committees of Bluestone.

##### **(b) Protection from detrimental acts or omissions**

We do not tolerate any conduct or action, or threats of any conduct or action, that retaliates against or causes detriment to any person for making a Protected Disclosure. Detrimental acts or omissions include: termination of employment, harassment, bullying or intimidation, personal or financial disadvantage, unlawful discrimination, harm/injury including psychological harm/injury, or other retaliatory conduct. Any employee who engages or threatens to engage in this kind of conduct against a whistleblower (or a person that they suspect made a Protected Disclosure) will be subject to disciplinary action (up to and including the termination of their employment).



The following conduct will **not** however constitute detrimental or retaliatory conduct:

- administrative action that is reasonable for the purpose of protecting you from detriment (e.g. if you have made a Protected Disclosure about matters in your immediate work area, moving you to another office); and
- managing your unsatisfactory work performance, if the action is in line with Bluestone's performance management framework.

If you feel that you have been victimised because you have made a Protected Disclosure, or if you become aware that someone else has been victimised because they have made such a disclosure, you should report it immediately to the WPO.

#### (c) Compensation and other court orders

In specific circumstances, you may be able to seek compensation under the Whistleblower Laws if you have suffered any detriment because you made a report about a Disclosable Matter.

#### (d) Immunity from lawsuit

If you make a Protected Disclosure, you are protected from exposure to certain legal liability in relation to that report.

#### (e) Escalations

If you are concerned that you may be, are being or have been subjected to detrimental conduct you should approach the WPO. The WPO will consider the concerns raised and may take such action as the WPO considers appropriate.

If you consider that the WPO has not adequately dealt with or resolved your complaint regarding the detrimental conduct you may request that the WPO escalate the issue to the Chair of the Audit & Risk Committee

### 3.2 Support available

Should you feel you require support during this period, you may access Bluestone's confidential counselling service Assure Programs: [info@assureprograms.com.au](mailto:info@assureprograms.com.au)

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## 4 Investigation

If you make a Protected Disclosure, Bluestone will consider whether an investigation is required and what structure and method the investigation will adopt. Where reasonably possible, you will be informed of the structure, method and progress of the investigation.

Bluestone may, ultimately, not be able to investigate a disclosure or respond to the matters reported. This may be the case where it is not possible to

contact the discloser (for example, if the discloser is anonymous), to obtain further information required.

Investigations may occur without the knowledge of the people identified in the report, either to keep the identity of the person making the whistleblower report confidential or to prevent people from suffering detriment because of the report.

If Bluestone determines that the information you have disclosed does not amount to a Disclosable Matter, you will be, if practicable, informed of that decision.

#### **4.1 Opportunity to be heard**

If, as a result of our investigation, we identify an issue which indicates that an individual has engaged in misconduct, we will give the individual(s) concerned an opportunity to be heard and for us to ask further questions about the matter before any further steps are taken, including any disciplinary action.

#### **4.2 Determination**

When the investigation team has finalised the investigation, it will prepare a confidential report for the Board and/or the Audit & Risk Committee. Reasonable steps will be taken to minimise the risk that you will be identified in the report. A copy of the report will not be provided to you. If it is reasonably practicable to do so, you will be informed that the investigation has concluded and of its findings.

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## **5 Key contact**

If you have any questions about this Policy, please speak to the WPO.

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[1] *Tax affairs* means affairs relating to any tax imposed by or under, or assessed or collected under, a law administered by the Commissioner of Taxation.

[2] *Bluestone Group* means Bluestone Holdings (Australia) Pty Limited and all its subsidiaries and branch offices.

[3] The Chief Risk Officer position is currently vacant. The Head of Legal, Risk and Compliance will perform the role of WBIO until the Chief Risk Officer is appointed.