



## **Whistleblower Policy**

### **Purpose**

At CAMILLA we are guided by our values which provide a compass on how we do business. CAMILLA is committed to ensuring corporate compliance and promoting an ethical culture by observing the highest standards of fair dealing, honesty and integrity in our business activities.

CAMILLA encourages the reporting of any instances of suspected unethical, illegal, corrupt, fraudulent or undesirable conduct involving the CAMILLA business and provides protections and measures to individuals who make a disclosure in relation to such conduct without fear of victimization or reprisal.

This policy will be made available on Go1 and our Camilla Websites and in any other ways that will ensure that it is made available to persons to whom this policy applies.

The objective of this policy is to encourage reporting of wrongdoing that is of legitimate concern by providing a convenient and safe reporting mechanism, and protection for people who disclose serious wrongdoing. Having a transparent whistleblower policy is essential to help uncover misconduct that might otherwise go undetected, to deter wrongdoing and to ensure individuals who disclose wrongdoing can do so safely.

### **Who the policy applies to**

This policy applies to:

- All tribe members (current and former officers or employees of CAMILLA)
- Suppliers (including contractors, consultants, agents or service providers), whether paid or unpaid
- Associates of CAMILLA
- A relative, dependent or spouse of any of the above.

If an individual qualifies as any of the above and:

- makes a disclosure of information relating to a 'disclosable matter' directly to an 'eligible recipient'
- has made a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Corporations Act; or

- has made an 'emergency disclosure' or 'public interest disclosure', they will qualify for protection as a whistleblower under this policy and the Corporations Act.

For more information refer to "Code of Conduct" accessible from the Merchandise Director.

### **Matters the policy applies to**

Disclosures about 'disclosable matters' qualify for protection under the Corporations Act. Disclosures that do not qualify as 'disclosable matters' are not protected under the Corporations Act, but may be protected under other legislation.

If a disclosure turns out to be incorrect, the discloser is still protected under this policy, so long as the whistleblower had reasonable grounds to suspect the conduct complained of, and the disclosures do not involve deliberate false reporting or information the whistleblower knows (or ought to know) to be untrue.

#### What is a disclosable matter?

Disclosable matters involve information that the whistleblower has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances, in relation to CAMILLA or any of its entities.

Misconduct can include, but is not limited to, unethical or improper behaviour, fraud, negligence, default or breach of trust and/or duty – it may not involve breaking a law. For example, information that indicates a significant risk to public safety or unethical employment practices is a disclosable matter. Examples of wrongdoing are:

- illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence
- fraud, money laundering or misappropriation of funds, or other financial irregularities
- offering or accepting a bribe
- conduct that constitutes a breach of legal or regulatory requirement(s) or
- engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.

#### Public interest or emergency disclosures

You can also make an emergency or public interest disclosure to a member of parliament or a journalist if you have reasonable grounds to believe:

- (a) the information disclosed concerns a substantial and imminent danger to the health or safety of one or more persons, or to the natural environment; or
- (b) that reporting your concerns to a journalist or parliamentarian would be in the public interest.

However, you will be only protected for making an emergency or public interest disclosure to a journalist or member of parliament under the following strict conditions:

1. **Previous report:** you must have previously reported the conduct to the Australian Securities and Investments Commission (ASIC) or the Australian Prudential Regulation Authority (APRA)

2. **90 days:** at least 90 days has passed since you made your report to ASIC or APRA, and you do not have reasonable grounds to believe that action to address your concerns has been or is being taken
3. **Public interest or emergency disclosure:** you have reasonable grounds to believe that:
  - a. reporting your concerns to a journalist or member of parliament would be in the public interest; or
  - b. in the case of an emergency disclosure – that information in your report concerns substantial and imminent danger to the health or safety of one or more people or to the natural environment
4. **Written notice to ASIC or APRA:** after 90 days from your earlier report to ASIC or APRA, you have given the relevant authority written notice with enough information to identify your earlier report and stating that you intend to make a public interest or emergency disclosure (as relevant)
5. **Scope of disclosure:** extent of the information disclosed is no greater than is necessary to inform the recipient about your concerns / the substantial and imminent danger.

#### Personal work-related grievances

A personal work-related grievance does not qualify for protection under this policy and the Corporations Act. Personal work-related grievances are matters that tend to have implications for the individual but do not:

- have significant implications for CAMILLA
- relate to any conduct or alleged conduct about a disclosable matter (see above).

Examples of personal work-related grievances may be:

- decisions that don't breach workplace laws
- interpersonal conflicts
- decisions regarding promotion, transfer, discipline (e.g. suspension or termination) or terms and conditions of engagement of the discloser that do not relate to conduct or alleged conduct about a disclosable matter.

CAMILLA does take personal work-related grievances seriously and if you do have concerns about a work-related grievance, please talk to your Tribe Leader or People and Culture.

## Who can receive a disclosure?

For a whistleblower to be protected under this policy and the Corporations Act, the whistleblower:

1. must have reasonable grounds to suspect or concerns of misconduct or an improper state of affairs or circumstances in relation to CAMILLA; and
2. needs to make a disclosure directly to one of the below eligible recipients:
  - The People and Culture Director or another member of the CAMILLA senior executive team, including the CEO, COFO or a member of the Board of Directors
  - An independent Legal Practitioner, for the purpose of seeking advice or representation in relation to the operation of whistleblower laws
  - Regulatory body e.g. ASIC, APRA, the ATO or other Commonwealth body that qualifies for protection under the s 1317AA(1) of the Corporations Act
  - Any other (internal or external) person authorised by CAMILLA to receive whistleblower disclosures such as the nominated Advisor to the Board of Directors.

In limited circumstances, a whistleblower can also disclose wrongdoing to a member of parliament or to a journalist – subject to meeting the strict requirements set out under the heading *‘Public interest or emergency disclosures’* above.

The reasons for your concerns must be based on objective reasonableness. A mere allegation with no supporting information is not likely to be considered as “reasonable grounds”. This does not mean you need to prove your allegations, but is intended to protect against vexatious disclosures. For more information before disclosing, you can contact the People and Culture Director or an independent legal advisor.

## How to make a disclosure

If you wish to disclose wrongdoing to CAMILLA, please email [whistleblower@camilla.com.au](mailto:whistleblower@camilla.com.au). This email is extremely confidential and will only be able to be accessed by the People and Culture Director and the selected Advisor to the Board of Directors.

Alternatively, you can anonymously write to the People and Culture Director or to the selected Advisor to the Board of Directors at Unit 3/13 Bowden St, Alexandria NSW 2015. If you do not wish to make your disclosure to either of these recipients, other eligible recipients are listed under the heading *‘Who can receive a disclosure?’* Disclosures made anonymously are still protected under the Corporations Act and this policy.

## Legal protections for disclosers

CAMILLA is committed to ensuring confidentiality in respect of all matters raised

under this Policy, and that those who make a report are treated fairly and do not suffer detriment as a result of making a report or because they may make a report.

Protections include:

- Protections against detrimental conduct and fair treatment
- Protection of identity and confidentiality
- Protection of files and records
- Compensation and remedies

### **Support and practical protection for disclosers**

CAMILLA is committed to ensuring that any person who makes a disclosure is treated fairly and does not suffer detriment and that confidentiality is preserved in respect of all matters raised under this policy.

#### Protection from detrimental conduct

CAMILLA will take all reasonable steps to protect you from Detrimental Conduct and will take necessary action where such conduct is identified.

CAMILLA also strictly prohibits all forms of Detrimental Conduct against any person who is involved in an investigation of a matter disclosed under the policy in response to their involvement in that investigation.

If you are subjected to Detrimental Conduct as a result of making a disclosure under this policy or participating in an investigation, you should inform the eligible recipient in accordance with the reporting guidelines outlined above.

You may also seek remedies such as compensation if you have suffered loss, damage or injury because of a disclosure, civil penalties or reinstatement where you have been subject to any Detrimental Conduct.

#### Protection of identity and confidentiality

CAMILLA will not disclose a whistleblower's identity unless:

- It is necessary to further an investigation and the Whistleblower consents to the disclosure, and/or
- The disclosure is required or authorised by law

When a report is investigated it may be necessary to reveal its substance to people such as other CAMILLA personnel, external persons involved in the investigation process and, in appropriate circumstances, law enforcement agencies.

It will be necessary to disclose the facts and substance of a report to a person who may be the subject of the report as it is essential for natural justice to prevail. Although confidentiality is maintained, in some circumstances, the source of the reported issue may be obvious to a person who is the subject of a report.

#### Protection of files and records

CAMILLA will take reasonable precautions to store any records relating to a

report of wrongdoing securely and to restrict access to authorised persons only.

Unauthorised disclosure of information that could prejudice confidentiality and identify a whistleblower will be regarded seriously and may result in disciplinary action and relevant legal action.

### **Handling and investigating a disclosure**

CAMILLA will investigate all matters reported under this policy as soon as practicable after the matter has been reported. The matter will be investigated and where necessary, an external investigator may be appointed to assist in conducting the investigation. All investigations will be conducted in a fair, independent and timely manner and all reasonable efforts will be made to preserve confidentiality during the investigation.

The person against whom any allegations have been made will also be informed of the concerns and will be provided with an opportunity to respond (unless there are any restrictions or other reasonable bases for not doing so).

To the extent permitted by law, you and/or a person against whom allegations have been made will be informed of the findings. Any report will remain the property of CAMILLA and will not be shared with you or any person against whom the allegations have been made.

### **Ensuring fair treatment of individuals mentioned in a disclosure**

CAMILLA is committed to ensuring that any person who makes a disclosure is treated fairly and does not suffer detriment and that confidentiality is preserved in respect of all matters raised under this policy.

#### Protection from Legal Action

You will not be subject to any civil, criminal or administrative legal action (including disciplinary action) for making a disclosure under this policy or participating in any investigation. Any information you provide will not be admissible in any criminal or civil proceedings other than for proceedings in respect of the truthfulness or falsity of the information.

#### Protection against Detrimental Conduct

CAMILLA (or any person engaged by CAMILLA) will not engage in 'Detrimental Conduct' (acts or omissions) against you if you have made a disclosure under this policy. Detrimental Conduct includes actual or threatened conduct such as the following (without limitation):

- Termination of employment;
- Injury to employment including demotion, disciplinary action;
- Alteration of a discloser's position or duties to your disadvantage;
- Discrimination;
- Harassment, bullying or intimidation;
- Victimisation;
- Harm or injury including psychological harm;

- Damage to person's property;
- Damage to a person's reputation;
- Damage to a person's business or financial position; or
- Any other damage to a person.

CAMILLA will take all reasonable steps to protect you from Detrimental Conduct (acts or omissions) and will take necessary action where such conduct is identified.

CAMILLA also strictly prohibits all forms of Detrimental Conduct against any person who is involved in an investigation of a matter disclosed under the policy in response to their involvement in that investigation.

If you are subjected to Detrimental Conduct as a result of making a disclosure under this policy or participating in an investigation, you should inform an eligible recipient in accordance with the reporting guidelines outlined above.

You may also seek remedies including compensation if you have suffered loss, damage or injury because of a disclosure, civil penalties or reinstatement where you have been subject to any Detrimental Conduct.

**Appendix 1 (PROCESS FOR DEALING WITH DISCLOSURES)**

