



WHISTLEBLOWER POLICY

PURPOSE

Hunters Hill Club Limited ("the Club") requires its directors, officers and employees to observe the highest standards of conduct and ethical behaviour in its business activities and promotes and supports a culture of honesty and ethical behaviour, corporate compliance and good corporate governance.

The Club encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving the Club's activities and provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation, disadvantage or reprisal.

This Whistleblower Policy will be made available on the Club's website to ensure the policy is available to any and all persons wishing to use it.

APPLICATION

This Whistleblower Policy applies to all eligible whistleblowers who wish to report any information regarding the Club's activities that the discloser has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances, in relation to the Club and to which whistleblower protections apply ('Disclosable Matter').

This Whistleblower Policy does not deal with staff grievances, which do not constitute a Disclosable Matter and do not qualify for protection under the Corporations Act. From time to time you may have a complaint in relation to service levels, policy decisions, or an employment-related grievance with another person within the Club or a breach of the Club's rules or policies, which is not a Disclosable Matter. If you have such a complaint, you should speak to your supervisor, the Secretary Manager or a Director.

POLICY

This Whistleblower Policy is an important tool for helping the Club to identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosing wrongdoing.

Disclosable Matters

You may make a report under this policy if you have reasonable grounds to suspect that a Club director, officer, employee, contractor, supplier or any other person who has business dealings with the Club has engaged in conduct which:

- is dishonest, fraudulent or corrupt;
- is illegal (such as theft, violence, harassment or intimidation, criminal damage to property or other breaches of the law);
- is unethical or in breach of the Club policies (such as dishonestly altering Company records or data, adopting questionable accounting practices or willfully breaching the Club Code of Conduct or other policies or procedures);
- is potentially damaging to the Club, a Club employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of the Club's property or resources;
- amounts to an abuse of authority;
- may cause financial loss to the Club or damage its reputation or be otherwise detrimental to the Club's interests;
- involves harassment, discrimination, victimisation or bullying, other than personal work-related grievances;
- involves any other kind of misconduct or an improper state of affairs or circumstances; or
- conduct that may not involve a contravention of a particular law.

Eligible Whistleblower

An 'Eligible Whistleblower' is an individual who is, or has been, any of the following:

- an officer or employee of the Club, including current and former employees;
- a supplier of services or goods to the Club (whether paid or unpaid), including their employees;
- an associate of the Club; and
- a relative, dependent or spouse of the above.

Reporting a Disclosable Matter

An Eligible Whistleblower can report a Disclosable Matter qualifying for protection ('Protected Disclosure') to the following 'Eligible Recipients':

- their immediate senior manager;
- if the Eligible Whistleblower feels unable to raise the Disclosable Matter with their senior manager, one of the following ('Whistleblower Protection Officers'):
 - i. an auditor, or a member of the audit team, conducting the audit of the Club; or
 - ii. while it is the Club's preference that you raise reports with a senior manager, it is important to note that under the Corporations Act, you may also raise the matter with a Director or officer of the Club.

How to make a Protected Disclosure

Any Eligible Whistleblower may submit their concern about a Disclosable Matter directly and confidentially to the Board of the Club in writing by sending a sealed letter addressed to the Club at its registered office. It should be marked "*Private and Confidential – Attention: The Board*" and it will be delivered unopened to a Club director. The Protected Disclosure can also be made anonymously and outside business hours.

Investigation of a Disclosable Matter

The Club will investigate all matters reported under this policy as soon as practicable after the matter has been reported. A Whistleblower Protection Officer may, with the Eligible Whistleblower's consent, appoint a person to assist in the investigation of a report of a Disclosable Matter. Where appropriate, the Club will endeavour to discuss the investigation process with the Eligible Whistleblower (subject to considerations of the privacy and fair treatment 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 Disclosable Matter and the circumstances.

All reports of a Disclosable Matter will be investigated by a Whistleblower Protection Officer on a timely basis and, to the extent possible, based on the details provided by the Eligible Whistleblower. Appropriate corrective action will be taken as warranted by the investigation and as determined by the Board of the Club in its sole discretion. The Club will endeavour to provide the Eligible Whistleblower with information on the outcome of the investigation. However, there may be circumstances where it may not be appropriate to provide details of the outcome.

Where a report of Disclosable Matter is submitted anonymously, this may hinder the ability of the Club to fully investigate the matter. Accordingly, the Club encourages Eligible Whistleblowers to provide contact details to assist in any investigation into the matter.

An Eligible Whistleblower may wish to seek additional information before formally making a disclosure, in that case, the Eligible Whistleblower should contact one of the Club's Whistleblower Protection Officers.

Reports of a Disclosable Matter will be kept confidential to the extent possible, subject to legal and regulatory requirements.

Protection of the Eligible Whistleblower

The Club is committed to ensuring confidentiality in respect of all matters raised under this policy and that Whistleblowers who make a report of a Disclosable Matter are treated fairly and do not suffer any detriment.

- *Protection against detrimental conduct*
Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report. If you are subjected to detrimental treatment as a result of making a report under this policy, you should inform a Whistleblower Protection Officer in accordance with this Whistleblower Policy. The Whistleblower Protection Officer will assess the alleged detrimental conduct and establish a mechanism to protect the Eligible Whistleblower from detrimental acts.

- *Protection of your identity and confidentiality*

Subject to compliance with legal requirements, upon receiving a report of a Disclosable Matter under this Whistleblower Policy, the Club will only share your identity as a whistleblower or information likely to reveal your identity if:

- i. you consent;
- ii. the concern is reported to the Australian Securities and Investments Commission, the Australian Prudential Regulation Authority, the Tax Commissioner or the Australian Federal Police; or
- iii. the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

If the Club needs to investigate a report of a Disclosable Matter, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk.

Any disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.

The Eligible Whistleblower is not, however, protected from civil, criminal, contractual or administrative liability (including disciplinary action) for any of his or her conduct which may be revealed in connection with the report of a Disclosable Matter. However, an Eligible Whistleblower can still qualify for protection even if their Protected Disclosure turns out to be incorrect.

If a breach of confidentiality is made, the Eligible Whistleblower can lodge a complaint with a regulator such as the Australian Securities and Investments Commission, the Australian Prudential Regulation Authority or the Tax Commissioner and can seek compensation through the courts for loss suffered, damages or injury due to the disclosure of the Eligible Whistleblower's identity or information likely to reveal their identity.

- *Protection of files and records*

All files and records created from an investigation into a report of a Disclosable Matter will be retained securely.

Access to information relating to a Protected Disclosure will be limited to those directly involved in managing and investigating the Protected Disclosure.

Unauthorised release of information to someone not involved in the investigation (other than directors or senior managers who need to know to take appropriate action, or for corporate governance purposes) without the Eligible Whistleblower's consent will be a breach of this policy.

Eligible Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with accordingly by the Board.

- *Protection under the Corporations Legislation*

The Corporations Act provides additional protections in relation to the reporting of Disclosable Matters.

Disclosure of a Disclosable Matter by an Eligible Whistleblower to whom whistleblower protections apply qualifies for protection under the Corporations Act if:

- i. the Disclosable Matter is reported to an Eligible Recipient; and
- ii. the report is in respect of a Disclosable Matter.

If these conditions are met, the Corporations Act provides the following protections to the Eligible Whistleblower:

- The Eligible Whistleblower is not subject to any civil, criminal or administrative liability (including disciplinary action) for making a Protected Disclosure. The Eligible Whistleblower is not, however, protected from civil, criminal or administrative liability for any of its conduct, which may be revealed in connection with the Protected Disclosure.
- No contractual or other remedies may be enforced or exercised against an Eligible Whistleblower as a penalty for making the Protected Disclosure and a contract to which the Eligible Whistleblower is party may not be terminated on the basis that the Protected Disclosure constitutes a breach of the contract.
- If the Protected Disclosure is reported to an Eligible Recipient, journalists or Members of Parliament in accordance with this Policy, the Protected Disclosure is not admissible in evidence against the Eligible Whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the Protected Disclosure.

- Anyone who causes, or threatens to cause, detriment to the Eligible Whistleblower because of their belief or suspicion that the Eligible Whistleblower has made, proposes to make or is entitled to make a Protected Disclosure may be guilty of an offence and liable for damages due to the Eligible Whistleblower.
- Subject to limited exceptions summarised in this Whistleblower Policy, the person to whom the Protected Disclosure is made must not disclose the substance of the Protected Disclosure, the Eligible Whistleblower's identity or information is likely to lead to the identification of the Eligible Whistleblower.
- In some instances, work-related grievances may qualify for protection if it includes information about misconduct, a breach of employment or other laws punishable by imprisonment for 12 months or more, or conduct that represents a danger to the public.
- *Protection under the Taxation Administration Act*
The Taxation Administration Act provides additional protections in relations to the reporting of Disclosable Matters pertaining to taxation. A disclosure of a Disclosable Matter by an Eligible Whistleblower qualifies for protection under the Taxation Administration Act if:
 - i. the Disclosable Matter is reported to an Eligible Recipient; and
 - ii. the report is in respect of a Disclosable Matter pertaining to taxation.

If these conditions are met, the Taxation Administration Act provides the following protections to the Eligible Whistleblower:

- The Eligible Whistleblower is not subject to any civil, criminal or administrative liability (including disciplinary action) for making the Protected Disclosure. The Eligible Whistleblower is not, however, protected from civil, criminal or administrative liability for any of its conduct, which may be revealed in connection with the Protected Disclosure.
- No contractual or other remedies may be enforced or exercised against an Eligible Whistleblower as a penalty for making the Protected Disclosure and a contract to which the Eligible Whistleblower is party may not be terminated on the basis that the Protected Disclosure constitutes a breach of the contract.
- If the Disclosable Matter pertaining to taxation is reported to the Commissioner of Taxation, the Protected Disclosure is not admissible in evidence against the Eligible Whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the Protected Disclosure.
- Anyone who causes, or threatens to cause, a detriment to the Eligible Whistleblower because of their belief or suspicion that the Whistleblower has made, proposes to make or is entitled to make a Protected Disclosure may be guilty of an offence and liable for damages due to the Eligible Whistleblower.
- Subject to limited exceptions summarised in this Whistleblower Policy, the person to whom the Protected Disclosure is made must not disclose the substance of the Protected Disclosure, the Eligible Whistleblower's identity or information is likely to lead to the identification of the Eligible Whistleblower.

POLICY AMENDMENT

This Whistleblower Policy can only be amended with the approval of the Board. It will be reviewed from time to time to ensure that it remains effective and meets best practice standards and the needs of the Club.

OTHER

For further information about your rights and responsibilities regarding this Whistleblower Policy, you can refer to the Australian Securities and Investments Commission Regulatory Guide 270: Whistleblower policies.

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