

## Whistle-blower Policy

### DEFINITIONS:

For the purpose of this policy, the following definitions apply:

Disclosable Matter means information that concerns any Unacceptable Conduct covered by this Whistle-blower Policy (**Policy**) (see section 1.1 below).

Discloser means a person disclosing a Disclosable Matter under this Policy and includes an individual who is, or has been, one of the following in relation to the entity:

- (a) An officer or employee of the Company (and includes current and former employees who are permanent, part-time, fixed term or temporary, managers and directors);
- (b) A supplier of services or goods to the entity (whether paid or unpaid), including their employees (and includes current and former contractors, consultants, service providers and business partners);
- (c) An associate<sup>1</sup> of the Company; or
- (d) A relative or dependant of one of the above (or of their spouse).

Company Personnel means all persons (whether authorised or unauthorised) acting on behalf of the Company at all levels, including officers, directors, temporary staff, contractors, consultants and employees of the Company, as the context requires.

Recipient has the meaning set out in section 2.1 below.

### POLICY:

Petsec is committed to conducting all of its business activities fairly, honestly with integrity, and in compliance with all applicable laws, rules and regulations. Petsec's Board of Directors, officers and employees are dedicated to high ethical standards and recognise and support the Company's commitment to compliance with these standards.

The purpose of this policy is to:

- Encourage and support Company Personnel to feel confident to speak up safely and securely if they become aware of any wrong-doing, illegal, unethical or improper conduct (**Unacceptable Conduct**) within the Company;
- To help deter wrongdoing and to promote ethical behaviour and a culture of speaking up to deter Unacceptable Conduct;
- Provide information about the protections available to people who report Unacceptable Conduct (**Disclosers**);
- Provide information about to whom reports of Unacceptable Conduct may be made, how they may be made, and how the Company will investigate them where appropriate;
- To support the Company's values and its Code of Ethics and Corporate Conduct policy;
- To align with the ASX Corporate Governance Principles and Recommendations (4<sup>th</sup> Edition 2019) and relevant standards; and
- To meet the Company's legal and regulatory obligations.

<sup>1</sup> As defined in the Corporations Act 2001 (Cth).

## **RESPONSIBILITY AND AVAILABILITY OF INFORMATION**

The Company's Board is responsible for the overall administration of this Policy. The Board will monitor the implementation of this Policy and will review on an ongoing basis its suitability and effectiveness. Internal control systems and procedures will be audited regularly to ensure that they are effective in minimising the risk of non-compliance with this Policy.

All Company Personnel are required to understand and comply with this Policy and to follow the reporting requirements set out in this Policy. To this end, regular and appropriate training on how to comply with this Policy will be provided to all Company Personnel (including Recipients and potential investigators and those with specific responsibility under this Policy) to ensure everyone is aware of their rights and obligations under this Policy and under applicable whistle-blower laws. However, it is the responsibility of all Company Personnel to ensure that they read, understand and comply with this Policy.

A copy of this Policy will be made available on the Company's website: [www.petsec.com.au](http://www.petsec.com.au).

Company Personnel can also contact either the Chairman of the Audit Committee or the Company Secretary for further information and guidance on this policy.

## **APPLICABLE LAWS:**

The applicable laws in which Company Personnel will qualify for protection as a whistle-blower, include but are not limited to:

- *Corporations Act 2001* (Cth);
- *Taxation Administration Act 1953* (Taxation Administration Act);

## **DISCLOSABLE MATTERS:**

### **1.1. Conduct covered by this policy**

Unacceptable Conduct covered by this policy includes any conduct which:

- Is dishonest, fraudulent or corrupt;
- Is illegal, such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or Commonwealth law;
- Is unethical, such as dishonestly altering company records or data, adopting questionable accounting practices;
- Is potentially damaging to Petsec or Company Personnel, such as unsafe work practices or substantial wasting of Company resources;
- Involves engaging in or threatening to engage in detrimental conduct against a person who has made a report of unacceptable conduct, or is believed or suspected to have made, or be planning to make, a report of Unacceptable Conduct under this Policy;
- May cause financial loss to Petsec, damage its reputation or otherwise be detrimental to Petsec's interests;
- Relates to potential misconduct or an improper state of affairs or circumstances in relation to Petsec's tax affairs; or

- Poses a significant risk to public safety or the stability of, or confidence in, the financial system (whether or not it involves a breach of the law);

Company Personnel must not deliberately make a false report.

In order to qualify for protection under Australian whistle-blower laws, an individual making a report of Unacceptable Conduct must have reasonable grounds to suspect the Unacceptable Conduct. Wherever possible, they should include supporting information and evidence when making a report.

## **1.2. Conduct not covered by this policy**

Unacceptable Conduct does not include:

- Breaches of Petsec's Code of Ethics and Corporate Conduct that do not also fall within the categories of conduct described in section 1.1 of this policy; or
- "Personal work-related grievances"<sup>2</sup> that are excluded from the whistle-blower protections under the Corporations Act.

These matters may be raised and reported in accordance with Petsec's Code of Ethics and Corporate Conduct.

## **REPORTING UNACCEPTABLE CONDUCT**

### **2.1 How to make a report under this policy?**

Petsec encourages all Company Personnel to speak to their relevant supervisor or manager in the first instance.

If an individual would like to make a report to an eligible recipient under Australian whistle-blower laws (and receive the protections under those laws), they can make a report of Unacceptable Conduct to any of the following Recipients, as appropriate in the circumstances:

- The Chairman of the Audit Committee;
- A Director;
- The Company Secretary;

Reports (including anonymous reports) can be made confidentially to any of the above Recipients. Recipients may be contacted by:

- Phone: (02) 9247 4605;
- Email: [mail@petsec.com.au](mailto:mail@petsec.com.au); or
- Post to the following address:

Level 7, Macquarie Business Centre  
167 Macquarie Street, Sydney, NSW 2000.

<sup>2</sup> *Personal work-related grievances are defined in the Corporations Act and examples may include interpersonal conflicts between Petsec people, decisions relating to the engagement, transfer or promotion of the person making the report, and decisions to suspend or terminate the engagement of, or otherwise discipline, the person making the report.*

Nothing in this Policy (including anonymous reporting) should be taken in any way as restricting someone from reporting any matter or providing any information to a regulator such as:

- The Australian Securities and Investments Commission (ASIC);
- The Australian Prudential Regulation Authority (APRA);
- The Commissioner of Taxation, or another Commonwealth body prescribed by regulation, as appropriate;
- The Company's auditor or a member of the audit team;
- A lawyer (to obtain advice or representation) or any other person in accordance with any relevant law, regulation or other requirement.

Information in relation to whistleblowing is available from such regulators and can generally be downloaded on their website.

## **2.2 Anonymous reports**

Petsec also appreciates that speaking up can be difficult. Reports can also be made anonymously or using a pseudonym and still be protected. A Discloser can refuse to answer questions that could reveal their identity. While reports can be made anonymously, it may affect the ability to investigate the matter properly and to communicate with the Discloser about the report. Anonymous Disclosers should therefore attempt to maintain two-way communication as far as possible.

## **2.3 Information to include in the report**

As much information should be included in the report as possible including details of the Disclosable Matter, people involved, dates, locations and whether more evidence may exist.

Disclosers will be expected to have reasonable grounds to believe the information being disclosed is true (which will be based on the objective reasonableness of the reasons for the Discloser's suspicions) but the Discloser will not be penalised and may still qualify for protection if the information turns out to be incorrect should they have such reasonable grounds. However, any deliberate false reporting will not qualify for protection under this Policy and will be treated as a serious matter and may be subject to disciplinary action.

## **INVESTIGATING REPORTS OF UNACCEPTABLE CONDUCT**

### **3.1 Who will investigate a report?**

Where it is appropriate and practicable to investigate a report, an appropriate investigator (or investigators) will be appointed to assess and investigate the report. An investigator will likely be one of the following people or their delegates:

- The Chairman of the Audit Committee;
- A Director; or
- The Company Secretary.

A person will only be asked to investigate a matter if they can do so in an impartial manner. For example, a head of function will not be asked to investigate any matter which relates to their own function.

Where a Disclosable Matter relates to the Executive Chairman/Managing Director/Chief Executive Officer, or a director of the Company, the matter will be referred directly to the Chairman of the Audit Committee.

Reports may not be able to be investigated if Petsec is not able to contact the individual who has made the report (e.g. because they have made an anonymous disclosure) and insufficient information has been provided to warrant an investigation.

### **3.2 How will the investigation be conducted?**

Any matters reported under this Policy will be considered and a determination will be made by the Board as to whether the disclosure falls within the scope of this Policy. If so, the matter will be investigated as soon as practicable after the matter has been reported. The investigation process will be conducted in a thorough, fair, objective and independent manner (while preserving confidentiality) and will depend on the precise nature of the conduct being investigated. Due care and appropriate speed will be taken and reported information will be verified and relevant personnel interviewed as part of the investigative process. The Company may seek independent advice as necessary.

The Discloser may be asked for further information, will be given regular and appropriate updates in the circumstances and will be advised of any outcomes from the investigation (subject to considerations of privacy and confidentiality). Any updates or outcomes will be advised by reasonable means.

Anonymous reports will be investigated based on the information provided and may be limited if the Discloser has refused or omitted to provide contact details.

At the end of the investigation, the relevant investigating officer will report their findings to the Chairman of the Audit Committee who will determine the appropriate response. This may include rectifying any Unacceptable Conduct and taking any action required to prevent future occurrences of the same or similar conduct as well as disciplinary action if necessary. The identity of the Discloser will be redacted from any written investigation reports unless they have consented to disclosure of their identity.

The Discloser may lodge a complaint with a regulator if they are not happy with an outcome of the investigation or if they consider that this Policy has not been adequately adhered to.

## **PROTECTION OF PERSONS WHO REPORT UNACCEPTABLE CONDUCT**

### **4.1 Identity Protection (Confidentiality) for Disclosers**

The identity of and information likely to lead to the identification of a Discloser will be kept confidential, however a disclosure can be made:

- If the Discloser consents;
- To ASIC, APRA, the Commissioner or a member of the AFP;
- To a lawyer for the purpose of obtaining legal advice or representation; or
- If the disclosure is allowed or required by law.

During the course of an investigation, the Company will take reasonable steps to reduce the risk of disclosing information that could identify the Discloser (including redacting all personal information or references to the Discloser, restricting the number of people involved in handling and investigating the disclosure and ensuring secure and confidential email communication in relation to the investigation). Note however, that in practice, people may be able to guess the Discloser's identity if the Discloser has mentioned their intention to make a disclosure; the Discloser is one of a very small number of people with access to the information; or the disclosure relates to information that a Discloser has previously been told privately and in confidence.

Unauthorised disclosure of:

- The identity of a Discloser who has made a report of a Disclosable Matter; or
- Information from which the identity of the Discloser could be inferred,

may be an offence under Australian law, will be regarded as a disciplinary matter and will be dealt with in accordance with the Company's disciplinary procedures.

A Discloser may lodge a complaint about a breach of confidentiality with the Company or a regulator.

#### **4.2 Protection from detriment for Disclosers**

A Discloser who makes a report under this Policy shall not suffer detriment (either actual or threatened). Examples of actual or threatened detriment include:

- Harassment, intimidation, victimisation, bias or discrimination;
- Dismissal of an employee or varying an employee's position or duties;
- Causing physical or psychological harm or injury; or
- Damage to a person's property, reputation, business or financial position or any other damage.

Certain actions will not constitute detrimental conduct such as:

- Administrative action that is reasonable for the purpose of protecting a Discloser from detriment (e.g. moving a Discloser who has made a disclosure about their immediate work area to another area to prevent them from detriment); and
- Managing a Discloser's unsatisfactory work performance, if the action is in line with the Company's performance management framework.

The Company will take all steps to protect Disclosers from any form of detrimental treatment and may ensure that a risk assessment is carried out to determine the risk of detriment.

Anyone who retaliates against someone who has reported a possible violation may be subject to discipline by the Company or penalties under the Corporations Act, Taxation Act or other Australian law.

Anyone who is subjected to detriment as a result of making a report under this Policy should report it in accordance with Section 2.1.

A Discloser (or any other employee or person) can seek compensation or other remedies through the courts if:

- They suffer loss, damage or injury because of a disclosure; and
- The Company failed to prevent a person from causing the detriment.

A Discloser may seek independent legal advice or contact a regulatory body if they believe they have suffered detriment.

#### **4.3 Other protections available to Disclosers**

Additional protections will be offered by the Company depending on the Disclosable Matter and the people involved. Protections may include but are not limited to:

- Monitoring and managing behaviour of other employees;
- Offering support services (including counselling or other professional or legal services);
- Implementing strategies to help minimise and manage stress; time or performance impacts; or other challenges resulting from the disclosure or the investigation;
- Where practicable, relocating employees to a different group or office or to another role or making modifications to the employee's workplace or the way they perform their duties;
- Offering a leave of absence or flexible workplace arrangements during the course of an investigation; or
- Rectifying any detriment suffered.

Whilst the Company will endeavour to support all Disclosers, it will not be able to provide the same sort of practical support to each Discloser. Therefore, the processes in this Policy will be adapted and applied to the extent reasonably possible.

#### **4.4 Fair treatment of those mentioned in a disclosure**

The Company will ensure fair treatment of officers and employees of the Company who are mentioned in any disclosure, and to whom any disclosures relate. The disclosure will be handled confidentially and will be assessed and may be subject to investigation. If an investigation is required, it will be conducted in an objective, fair and independent manner. Such employees will be advised of the subject matter of the disclosure at the appropriate time and as required by law and will be advised of the outcome of the investigation.

#### **4.5 Files and Records**

The Company will ensure that any records relating to any reports made under this Policy are stored securely and only accessed by authorised personnel directly involved in managing and investigating the report. All those involved in handling and investigating reports will be reminded about confidentiality requirements including that an unauthorised disclosure of a Discloser's identity may be a criminal offence.

#### **4.6 Special legal protections under the Corporations Act and the Taxation Act**

Whilst this Policy deals with internal disclosures of information, additional legal protections are available for certain Disclosers under the Corporations Act and the Taxation Act provided the disclosure is about a Disclosable Matter or “tax affair” as defined under such legislation and certain conditions are met. Disclosures that are not about Disclosable Matters or “tax affairs” will not qualify for protection under the Corporations Act or Taxation Act. For more information, see the information available on the ASIC website and the ATO website.

#### **MONITORING AND REVIEW**

Material incidences reported under this Policy will be reported to the Board or a committee of the Board.

The Board will monitor the content, effectiveness and implementation of this Policy on a regular basis. There may also be independent reviews taken from time to time. Any findings, updates or improvements identified will be addressed as soon as possible and circulated to all officers and employees.