

# Whistleblowing Policy



Living and Leisure Australia Group  
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## Overview

Living and Leisure Australia Group (**LLA** or **Group**) is committed to a culture of high corporate compliance and ethical behaviour. The ethical values of the company are illustrated to all employees in the LLA *Code of Conduct*. This code outlines that LLA believes in the strong ethical values of integrity and business honesty.

The purpose of our *Code of Conduct*, which applies to all our employees without distinction, including officers and directors, is to help us to comply with existing laws and regulations and to provide us with an ethical framework for our business decisions.

This Whistleblowing Policy (**Policy**) complements the procedures stated in the *Code of Conduct* to deal with certain issues relating to misconduct, malpractice, internal controls and conflicts of interest, to ensure compliance with the laws and regulations applicable to LLA and its employees, and to deal with concerns that are likely to arise in your work environment.

## Application of This Policy

This Policy applies to Living and Leisure Australia Group and its subsidiaries and affiliates.

## Objective

To encourage employees to disclose any malpractice or misconduct of which they become aware and to provide protection for employees who report allegations of such malpractice or misconduct.

## Policy

The Whistleblowing Policy is designed to encourage employees to report alleged malpractices or misconduct, to ensure that all allegations are thoroughly investigated and suitable action taken where necessary. A whistleblower is protected against adverse employment actions (discharge, demotion, suspension, harassment, or other forms of discrimination) for raising allegations of business misconduct. Subject to this Policy, a whistleblower is protected even if the allegations prove to be incorrect or unsubstantiated. Employees who participate or assist in an investigation will also be protected. Every effort will be made to protect the anonymity of the whistleblower, however there may be situations where it cannot be guaranteed.

This Policy and the procedures outlined within this Policy are not designed to deal with general employment grievances and complaints. This Policy is all about maintaining honesty and integrity. You should be aware therefore that if you make a false report, deliberately, maliciously or for personal gain, you may face disciplinary action.

Below are some examples of reportable misconduct:

- a) dishonesty;
- b) fraud;
- c) corruption;
- d) illegal activities (including theft, drug sale/use, violence or threatened violence and criminal damage against assets/property);
- e) discrimination;
- f) bullying or harassment;
- g) acts or omissions in breach of Commonwealth or state legislation or local authority by-laws (including the Corporations Act, ASIC Act, Trade Practices Act and Income Tax Assessment Act);
- h) unethical behaviour (i.e. including a breach of LLA Code of Conduct);
- i) other serious improper conduct (including gross mismanagement, serious and substantial waste or repeated breaches of administrative procedures);
- j) unsafe work-practices;

- k) any other conduct which may cause financial or non-financial loss to LLA and its subsidiaries or be otherwise detrimental to the interests or reputation of LLA or its subsidiaries, or any of its employees; or
- l) the deliberate concealment of information tending to show any of the matters listed above.

### **Protection of Whistleblower**

This Policy and the procedures relating thereto protect the whistleblower against any reprisals with respect to any claim of misconduct that involves or could involve material violations, provided that the whistleblower identifies themselves and the claim:

- is submitted in good faith, consistent with the values of LLA, in particular showing respect to others, and therefore without any malice or false allegations;
- is based on the whistleblower's reasonable belief that the misconduct or issue related to the misconduct constitutes or may constitute a material violation; and
- does not result in a personal gain or advantage for the whistleblower.

No alleged misconduct which meets the above-mentioned conditions will give rise to any reprisals or threat of reprisals against the whistleblower unless the whistleblower himself is a participant in the prohibited activities with respect to which the complaint is made, in which case his decision to file the misconduct is only likely to affect the extent of the disciplinary measures, if any, that could eventually be taken against such whistleblower. This means LLA and its directors, officers, employees and agents will not penalize, dismiss, demote, suspend, threaten or harass a whistleblower or transfer him to an undesirable job or location, or discriminate in any manner against the whistleblower (collectively, to "take reprisals" or "retaliate") as a result of his having reported an act that is illegal or unethical or deemed illegal or unethical, unless the whistleblower is a participant in the illegal or unethical act. LLA considers any reprisals against a whistleblower as a serious breach of this Policy likely to result in disciplinary measures, including dismissal. This protection applies to anyone providing information related to an investigation.

### **Confidentiality**

LLA recognises that maintaining appropriate confidentiality is crucial in ensuring that potential whistleblowers come forward and disclose their knowledge or suspicions about misconduct in an open and timely manner and without fear of reprisals being made against them.

LLA will take all reasonable steps to protect the identity of the whistleblower, and will adhere to any statutory requirements in respect of the confidentiality of disclosures made. In appropriate cases, disclosure of the whistleblower or the allegation made by them may be unavoidable, such as if court proceedings result from a disclosure pursuant to this Policy.

### **Reporting Procedures**

Any person who has reasonable grounds to suspect that inappropriate conduct has occurred is encouraged to report that suspicion to their General Manager, or if this is considered inappropriate they should raise their concern with Donovan Newton, LLA Company Secretary on (03) 8630 5502 or by e-mail at [Donovan.Newton@livingandleisure.com.au](mailto:Donovan.Newton@livingandleisure.com.au). Any items of concern can also be raised with Steve Howes, Director and Chair of LLA's Audit and Risk Committee at [Steve.Howes@livingandleisure.com.au](mailto:Steve.Howes@livingandleisure.com.au).

All claims of misconduct should provide specific, adequate and pertinent information with respect to, among other things, dates, places, persons/witnesses, amounts, etc., to allow for a reasonable investigation to be carried out. If the whistleblower discloses his name, the person receiving the

claim will acknowledge having received the complaint and may initiate a follow-up. However, if the claim is submitted on an anonymous basis, there will be no follow-up regarding the claim of misconduct and we will be unable to communicate with the whistleblower if more information is required or if the matter is to be referred to external parties for further investigation. Please remember that **all claims of misconduct received are treated on a confidential basis and whistleblowers are encouraged to disclose their identity to obtain the protection afforded to them at law.**

#### Procedures Following Disclosure

Once a report of a suspected misconduct has been received from an individual who provides reasonable grounds for their belief that misconduct has occurred, an investigation of those allegations will commence. All material violations and any actions which may be required as a result of the investigations will be reported to the Chief Executive Officer (**CEO**) and the LLA board of directors (**Board**).

#### Investigations

Investigations will be conducted promptly and fairly with due regard for the nature of the allegation and the rights of the people involved in the allegation. Evidence or any materials, documents or records will be held by the investigator and held securely.

The person receiving the disclosure must report it as soon as possible to the Company Secretary. The Company Secretary will then determine if the allegation is in fact pertinent to any of the issues mentioned in this Policy.

LLA will determine the appropriate method for the investigation to occur. In appropriate cases, the Company Secretary may ask for the assistance of any internal or external accounting or legal counsel or any other counsel that he deems necessary. During the investigation, the investigator will have access to all of the relevant books and records. The directors, officers, employees and agents of LLA Group must collaborate fully with the investigations. During the investigations, the Company Secretary will use all reasonable means to protect the confidentiality of the information regarding the whistleblower.

#### Reporting

At the conclusion of the investigations, the investigator will prepare a report of the findings for the Company Secretary. Where the final report indicates that the misconduct has occurred, the final report will include recommendations for steps to be taken to prevent the misconduct from occurring in the future as well as any action that should be taken to remedy any harm or loss arising from the misconduct including disciplinary proceedings against the person responsible for the conduct and the referral of the matter to appropriate authorities as is deemed necessary.

The Company Secretary will report immediately to the CEO and the Board regarding any misconduct that may have material repercussions for the Group.

#### Communications to the Whistleblower

LLA will ensure that, provided the claim was not submitted anonymously, the whistleblower is kept informed of the outcomes of the investigation of their allegations, subject to the considerations of privacy of those against whom allegations are made.