



Whistleblower Policy

Members working together through life's changes for mutual good

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Scope:	CUA Group

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1 Purpose

CUA is committed to the highest standards of conduct and ethical behaviour in all our business activities and to promoting and supporting a culture of honest and ethical behaviour in line with our Key Cultural Attributes, and good corporate governance.

CUA encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct and provides protections so that those who make a report may do so confidentially and without fear of intimidation or reprisal.

2 Scope

The Whistleblower Policy provides an avenue for the following whistleblowers (also referred to as disclosers):

- (a) CUA team members (including directors and officers) and former team members;
- (b) Any entity (or their team members) who supply goods and services to any CUA group entity;
- (c) Anyone who is an associate of any CUA group entity;
- (d) Anyone who is a relative of someone described in (a) – (c)
- (e) A dependant of someone who is:
 - o described in (a) – (c); or
 - o a spouse of someone described in (a) – (c)

to raise serious concerns with reassurance there will be no disadvantage for whistleblowing. Disclosures may be anonymous.

3 Exceptions

There are to be no exceptions with the compliance of this Policy.

4 Policy Approvers / Frequency of Review

The approver of this Policy is the CUA Group Board.

4.1 Approvers

Legislative/Regulator requirement for Board approval of this Policy: Yes: No: .

The CUA Group Board will approve this Policy on behalf of each CUA Group entity to the extent that it is applicable to them.

4.2 Review

Legislative/Regulator stipulated review period for this Policy: Yes: No: .

This Policy will be reviewed at least biennially or as required subject to legislative or regulatory requirements, in order to ensure:

- currency, relevance and accuracy; and
- it continues to meet the needs, strategic imperatives and cultural alignment intentions of the CUA Group.

5 Policy Owner

The owner of this Policy is the Chief People Officer.

6 Distribution

This Policy will be made available to all directors, officers and team members. Additionally, the Policy will be available on CUA's website for external stakeholders and interested parties.

7 Policy Statements

What is a reportable matter?

Under this policy you may make a report if you have reasonable grounds to suspect that a CUA director, officer, team member, contractor, supplier or other person who deals with CUA has engaged in conduct which:

- Is dishonest, fraudulent or corrupt;
- Is illegal activity;
- Is unethical or in breach of CUA's policies, standards or guiding principles;
- May cause damage to CUA, a team member, or a third party such as unsafe work practices, health risks or abuse of CUA's property;
- Constitutes an abuse of position;
- May cause financial loss to CUA, damage our reputation or be in general detrimental to CUA's interests;
- Involves harassment, bullying, victimisation, other than personal work-related grievances as defined in the Corporations Act 2001; or
- Involves any kind of misconduct or improper circumstances.

Protection is available to whistleblowers who disclose wrongdoing that is made with reasonable grounds to believe it is true, even should the disclosure turn out to be incorrect.

However, protection is not available where the disclosure is:

- Trivial or vexatious in nature with no substance. This will be treated in the same manner as a false report and may itself constitute wrongdoing.
- Unsubstantiated allegations which are found to have been made maliciously, or knowingly to be false. These will be viewed seriously and may be subject to disciplinary action that could include dismissal, termination of service or cessation of a service or client relationship.

Personal work-related grievances are not included within this Whistleblower Policy framework and in particular, do not qualify for the special protection under the Corporations Act and the Taxation Administration Act (as set out in the Annexures). Examples of this include interpersonal conflict between the whistleblower and another team member, or a decision about the engagement, transfer, promotion, performance management or termination of the discloser.

However, in certain circumstances, a disclosure about or including a personal work-related grievance may still qualify for protection, for example:

- If it includes information about misconduct, or includes or is accompanied by a personal work-related grievance (mixed report);

- If CUA has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- the discloser suffers from or is threatened with detriment for making a disclosure; or
- the discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.

Special protection in certain circumstances

Within the broad category of reportable matters, **Annexure A** and **Annexure B** describes special protections for whistleblowers who disclose information concerning misconduct or an improper state of affairs or circumstances in relation to CUA under the Corporations Act or Tax Administration Act ("**Disclosable Matters**").

Please note that the special protections afforded by the Corporations Act (and Tax Administration Act where relevant) are only applicable to whistleblowing disclosures which meet the definition of Disclosable Matters (as replicated in Annexures A and B). The Special Disclosures apply not only to internal disclosures to CUA eligible recipients but also to eligible recipients such as legal practitioners, regulatory and other external bodies and public interest and emergency disclosures.

Who can I make a report to?

CUA has several channels available for reporting issues or concerns. For the purpose of this policy to ensure appropriate escalation and timely investigation, we request that reports are made to our Whistleblower Protections Officers as identified below:

- Chief People Officer
- Chief Financial Officer

Whistleblowers may also make disclosures to the following eligible recipients:

- Any Board member, Executive or Senior Leader at CUA;
- ASIC or APRA (or another Commonwealth body that is prescribed by regulation – there are no other body prescribed as at 1/1/2020); or
- Our internal or external auditor, or actuary (in the case of CUA Health and Credicorp)

In order to qualify for the special protection set out in Annexures A and B, you need to make the disclosure directly to one of the above eligible recipients. Eligible recipients have the role of receiving disclosures that qualify for the special protections set out in Annexures A and B.

Please note that disclosures to your legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act are protected (even if the legal advisor concludes the disclosure does not relate to a disclosable matter). Whistleblower complaints can also be made via CUA's external provider whose details are available on CUA's Intranet/Internet and Schedule 1 of this policy. The external provider is a third-party provider who will receive the complaint and escalate according to CUA's Policy.

The supplier will provide the details of the disclosure to a Whistleblower Protections Officer. Reports may be anonymous, however, if you do provide your contact details, they will only be provided to the Whistleblower Protections Officer with your consent.

Note: Anonymous complaints raised to a CUA officer or senior leader will be managed as per the Whistleblower Policy and are protected under the Corporations Act as per the special protections set out in Annexures A and B.

Before making a disclosure, a Whistleblower may wish to obtain more information. To do this, contact any Whistleblower Protections Officer or seek advice from an independent legal advisor.

Investigation of reportable matter

CUA will investigate all matters reported as soon as practicable after the matter has been reported. A Whistleblower Protections Officer may appoint a person to assist in the investigation of a report. Where appropriate, CUA will provide feedback on the investigation's progress or outcome subject to considerations of privacy.

Each investigation will be conducted in a fair and objective manner even though the process of each case will be determined by the particulars of the matter. Once reported, a Whistleblower Protections Officer or investigator will contact the discloser to confirm receipt of the complaint and to initiate the investigation process. Where a report is made anonymously CUA will conduct the investigation based on the information provided. CUA may not be able to undertake an investigation if it is not able to contact the discloser (e.g. if a disclosure is made anonymously and the discloser has refused to provide, or has not provided, a means of contacting them).

Protection of whistleblowers

CUA is committed to ensuring confidentiality in respect to all matters raised under this policy and those that do make a report are treated fairly and experience no detriment.

In particular, CUA will ensure that the whistleblower does not suffer the following detriments as a result of making the Disclosure:

- Dismissal
- Demotion
- Any form of harassment or victimisation
- Discrimination
- Current or future bias
- Damage to reputation, business or financial position
- Prosecution

Examples of actions that are not detrimental conduct are:

- 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 office to prevent them from detriment); and
- managing a discloser's unsatisfactory work performance, if the action is in line with CUA's performance management framework.

If you are subjected to detrimental treatment as a result of making a report under this policy, you should inform a Whistleblower Protections Officer.

Whistleblowers may want the support of an independent counselling service and may contact CUA's EAP provider as detailed in Schedule 1.

In addition, you may seek independent legal advice or contact regulatory bodies, such as ASIC, APRA or the ATO, if you believe you have suffered detriment.

Protection of your identity and confidentiality

Under whistleblowing legislation, CUA has a legal obligation to protect the confidentiality of disclosers. Further, a person cannot disclose the identity of a discloser or information that is likely to lead to the identification of the discloser (which they have obtained directly or indirectly because the discloser made a disclosure that qualifies for protection).

The legal protections for protecting a discloser, or other persons, from detriment in relation to a disclosure are set out in the Corporations Act and the Taxation Administration Act.

Subject to compliance with legal requirements, upon receiving a report under this policy, CUA will only share your identity as a whistleblower or information likely to reveal your identity if:

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

If CUA needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk (in order to support disclosers and protect them from detriment) including:

- all personal information or reference to the discloser witnessing an event will be redacted;
- the discloser will be referred to in a gender-neutral context;
- disclosers may choose to use anonymous email addresses;
- where possible, the discloser will be contacted to help identify certain aspects of their disclosure that could inadvertently identify them; and
- disclosures will be handled and investigated as per policy.

Please note that CUA's ability to undertake an investigation may be hampered if CUA is not able to contact the discloser (e.g. if a disclosure is made anonymously and the discloser has refused to provide, or has not provided, a means of contacting them).

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

The following measures and mechanisms for protecting disclosers from detrimental acts or omissions will be applied:

- an assessment will be conducted on the risk of detriment against a discloser and other persons (e.g. other team members who might be suspected to have made a disclosure), which will commence as soon as possible after receiving a disclosure;

- support services (including counselling or other professional or legal services) that are available to disclosers as provided by CUA's EAP provider;
- considerations for protecting a discloser from risk of detriment—for example, allowing the discloser to perform their duties from another location, reassign the discloser to another role at the same level, make other modifications to the discloser's workplace or the way they perform their work duties, or reassign or relocate other team members involved in the disclosable matter;
- educating the Senior Leadership, Executive and Board to be aware of their responsibilities to maintain the confidentiality of a disclosure, address the risks of isolation or harassment, manage conflicts, and ensure fairness when managing the performance of, or taking other management action relating to, a discloser;
- in the event a discloser lodges a complaint that they have suffered detriment, the complaint will be investigated as a separate matter by Whistleblower Protection Officer who is not involved in dealing with that particular disclosure and the investigation findings will be provided to the Board Risk Committee); and
- in the event detriment has been found to have occurred, CUA would investigate and address the detrimental conduct (which may include: taking disciplinary action, or allowing the discloser to take extended leave, develop a career development plan for the discloser that includes new training and career opportunities, or offer compensation or other remedies.)

A whistleblower may seek compensation or other remedies through the courts if:

- They suffer loss, damage or injury because of a disclosure; and
- CUA failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

A discloser can lodge a complaint with CUA via the Whistleblower Protection Officers, or through to a regulator such as ASIC, APRA or ATO, if they believe that their confidentiality has been breached, or if they believe that they have suffered a detriment. A discloser may also seek independent legal advice.

Protection of files and records

All files and records created from an investigation will be retained securely.

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

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 under CUA's disciplinary procedures.

The Corporations Act gives special protection to disclosures about breaches of that Act, provided certain conditions are met – refer to Annexure A for further details. The Taxation Administration Act 1953 (Cth) (Taxation Administration Act) also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met – refer to Annexure B for further details.

Protection of individuals mentioned in a disclosure

CUA will apply the following measures to ensure fair treatment of individuals mentioned in a disclosure (where applicable):

- disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;
- each disclosure will be assessed and may be the subject of an investigation;
- the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported;
- when an investigation needs to be undertaken, the process will be objective, fair and independent;
- a team member who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken—for example, if the disclosure will be the subject of an investigation; and
- a team member who is the subject of a disclosure may contact CUA's EAP provider as detailed in Schedule 1.

Duties of team members in relation to reportable matters

It is expected that team members of CUA who become aware of, or suspect on reasonable grounds, potential Disclosable Matters will make a report under this policy or under other applicable policies.

Anonymity

The whistleblower may or may not wish to remain anonymous, and CUA will guarantee the protection of identity to the extent of the law.

A discloser can choose to remain anonymous while making a disclosure, over the course of the investigation, and after it is finalised. A discloser can refuse to answer questions that they feel could reveal their identity at any time, including during a follow up conversation. It is suggested that a discloser who wishes to remain anonymous should maintain ongoing two-way communication with CUA so that CUA can ask follow up questions.

Temporary relocation or leave of absence

In the rare event that the whistleblower's identity cannot remain anonymous due to the nature of the investigation, the whistleblower may also seek temporary workplace relocation or a leave of absence during the investigation.

Requests for relocation should be made to the Whistleblower Protection Officer, who will then make all reasonable efforts to accommodate the request, with consideration to business requirements.

Appeals

If the whistleblower believes that they have not been provided with the appropriate protection throughout this process, then they may appeal directly to the Whistleblower Protections Officer

for independent review of the allegations and process. If deemed relevant escalation may be up to CUA's Chair.

All information and reports to be kept confidential and secure at all times to the extent of the law.

Investigation Officers

Investigative Role	Incumbent/s
Whistleblower Protections Officer	Whistleblower Protection Officer shall be the Chief People Officer, supported by the Chief Financial Officer unless the matter relates to him/her or to a CUA Director in which case the CEO will assume the protection responsibility.
Whistleblower Investigations Officer	Whistleblower Investigations Officer shall be the General Counsel supported by the Head of Internal Audit unless the matter relates to him/her in which case the CEO will assume the investigation responsibility.
CUA Officers	Individual officers, Risk, IT, Fraud teams.

Whistleblower procedure for investigation of disclosures

Step	Description	Detailed Actions	Responsible person/s
1	Whistleblower raises disclosure	<p>A whistleblower disclosure is made via one of the below avenues:</p> <ul style="list-style-type: none"> Whistleblower Protections Officers Any Board member, Executive or senior leader at CUA ASIC APRA A legal practitioner for the purpose of obtaining legal advice or legal representation Other bodies as outlined in Schedule 1 <p>Note: Anonymous disclosures raised to a CUA team member (generally P&C) will be managed as per the Whistleblower Procedure.</p>	<p>External Provider</p> <p>Protections Officer</p> <p>Senior Leader</p> <p>Executive</p>
2	Collection of concern raised	<p>Disclosure may be received via phone, email, face to face, or postal channels.</p> <p>Provide notification of receipt to whistleblower within 3 business days and forward disclosure to Whistleblower Protections Officer and Whistleblower Investigations Officer.</p>	<p>Whistleblower Protections Officer and Investigations Officer or alternate as delegated including external resources</p>

Step	Description	Detailed Actions	Responsible person/s
		If the disclosure is about the Whistleblower Protections or Investigations Officer, then the disclosure is to be dealt with by CUA's CEO.	
3	Assessment of concern raised	<p>Thorough and impartial assessment of concern, including examining evidence, determining the extent of the Disclosure, investigation strategy and interviewing parties involved.</p> <p>This process will follow CUA's Grievance Procedure and may involve suspension from duty where gross misconduct and/or incidents of a serious nature are involved. At times it may be deemed appropriate to engage an external investigator. The Whistleblower Investigations Officer will make contact with the discloser within 2 weeks of receiving the disclosure if they can be contacted..</p>	Whistleblower Investigations Officer
4	Feedback to Whistleblower	<p>Except where the whistleblower is cannot be contacted, acknowledgement to the whistleblower will be provided within 3 business days acknowledging receipt of the disclosure by the Whistleblower Protections Officer. The frequency of follow-up feedback may vary due to the nature of the disclosure.</p> <p>At conclusion of the investigation, where possible, the whistleblower will be advised of the outcome. There may be circumstances where it will not be appropriate to provide details of the outcome.</p> <p>The whistleblower may lodge a complaint with a regulator, such as ASIC, APRA or the ATO, if they are not satisfied with the outcome of CUA's investigation.</p> <p>All information and reports to be kept confidential and secure at all times to the extent of the law.</p>	Whistleblower Protections Officer
5	Public interest disclosure	If after 90 days of making the Disclosure, the whistleblower does not reasonably believe that action is being taken to address the matters that are Disclosed, and the whistleblower reasonably believes that it is in the public interest to make the disclosures public, and at least 90 days have passed since the discloser made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation then the whistleblower will give written notice to the	Whistleblower Protections Officer

Step	Description	Detailed Actions	Responsible person/s
		<p>Whistleblower Protections Officer that includes sufficient information to identify the previous disclosure and states that the whistleblower intends on making a Public Interest Disclosure.</p> <p>The whistleblower may then make a public interest disclosure to a member of Parliament or to a journalist. Such a disclosure will qualify for the special protections set out in Annexures A and B.</p>	
6	Emergency disclosure	<p>The whistleblower may also make an Emergency Disclosure to a member of parliament or journalist (without 90 days having elapsed) if:</p> <ul style="list-style-type: none"> • the Disclosure is in relation to a matter which the Discloser reasonably believes concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; • the Discloser has provided written notice to CUA to which the previous disclosure was made that provides sufficient information to identify the previous disclosure and states that the discloser intends to make an emergency disclosure; and • the extent of the information disclosed in the Emergency Disclosure is no greater than is necessary to inform the recipient of the substantial and imminent danger; and • the Discloser has previously made a disclosure of the information to ASIC, APRA or another body prescribed by regulation; 	Whistleblower Protections Officer
7	Investigative assistance	<p>To properly investigate, assistance may be required from other CUA Officers who aren't under investigation or involved. Confidentiality applies to any officers involved.</p> <p>This may include but is not limited to: individual officers, IT, risk or fraud teams and external specialist investigation officers.</p>	Whistleblower Investigations Officer
8	Notify necessary parties	<p>The CEO, and where appropriate, the Board and/or the Audit or Risk Committee will be provided with the progress and outcome of the disclosure and investigation, including quarterly reporting to the Board Remuneration Committee and Board.</p>	Whistleblower Protections Officer

Step	Description	Detailed Actions	Responsible person/s
9	Outcomes	<p>Appropriate action will be initiated dependant on the outcome of the investigation.</p> <p>This may include notifying regulators, P&C disciplinary action and/or referral to a third party.</p> <p>At the conclusion of the investigation, the Whistleblower Investigations Officer will provide the Protections Officer with a written report outlining the conclusion of the investigation to be communicated to the discloser. However please note that the method for documenting and reporting the findings will depend on the nature of the disclosure. Finally, there may be circumstances where it may not be appropriate to provide details of the outcome to the discloser and only a high level summary can be provided.</p>	Whistleblower Investigations Officer
10	Assessment found to be false or misleading	<p>Where it is shown that a person claiming to be a whistleblower has deliberately made a false report, then this action will be considered a serious matter.</p> <p>If this is the case, then the Whistleblower will not receive immunity from disciplinary proceedings.</p>	Whistleblower Investigations Officer supported by Whistleblower Protections Officer

8 Policy Compliance Measures

Compliance with this Policy will be measured and reported through the People & Culture function and escalated as required.

9 Terms and Definitions

The following terms contained in this Policy are defined as follows:

Term	Definition
Senior leader	A leader within CUA who has significant impact either in a decision making capacity or financial impact. Usually a senior leader will be a Level 4 leader or a leader who reports directly to an executive.
Reportable matter	<p>Disclosure includes conduct by a person or persons, which in the reasonable view of the Whistleblower is:</p> <ul style="list-style-type: none"> • a contravention of one of the legislation set out in Section 10 <p>References;</p> <ul style="list-style-type: none"> • dishonest; • fraudulent (includes activity causing actual or potential financial loss including theft, deliberate falsification, concealment, destruction or use of falsified documentation, or the improper use of information or position);

Term	Definition
	<ul style="list-style-type: none"> • corrupt; includes activity where the acts are contrary to the interests of CUA and abuses their position of trust in order to achieve some personal gain or advantage for themselves or others; • illegal (including theft, drug sale/use, violence or threatened violence and criminal damage against property); • in breach of government legislation; • unethical; • activity where the person/s acts contrary to the interests of CUA and abuses their position of trust in order to achieve some personal gain or advantage for themselves or others; • an unsafe work-practice; • substantial mismanagement of resources; • any other serious improper conduct which may cause financial or non-financial loss to CUA or be otherwise detrimental to the interests of CUA; or • a matter involving information about accounting, internal control, compliance, audit and other matters about which the team member has concerns as referenced in APRA Prudential Standard CPS 510 Governance, paragraph 110.
Whistleblower	<p>An eligible whistleblower is a current or former:</p> <ul style="list-style-type: none"> • Officer • Team member • Contractor for the supply of goods or services, either paid or unpaid together with their team members • Relatives of those referred to above • Dependants or individuals referred to above including a spouse
Protected disclosure	<p>For a disclosure to qualify for protection it must be:</p> <ul style="list-style-type: none"> • Made by an eligible whistleblower; • A reportable matter.
Public interest disclosure	<p>If the conditions as set out in the Whistleblower Procedure are met, a protected public disclosure may be made to:</p> <ul style="list-style-type: none"> • A member of parliament; or • A journalist
Emergency disclosure	<p>If the conditions as set out in the Whistleblower Procedure are met, a protected emergency disclosure may be made to:</p> <ul style="list-style-type: none"> • A member of parliament; or • A journalist
External Provider	<p>CUA engages the services of an external supplier of whistleblowing programs and related hotline and investigation services. They provide a highly confidential service for any team member, supplier, customer or other eligible whistleblower to anonymously report suspected or actual</p>

Term	Definition
	wrongdoing. The details of CUA's provider are found on our Inter/Intranet and in Schedule 1 of this policy.

10 Document control

Contact for enquiries and proposed changes

If you have any questions regarding this document please contact:

Name: Ruth Buchanan
 Role: P&C Manager
 Phone: 07 3552 4463
 Email: ruth.buchanan@cua.com.au

Document history

CUA Group Entity	Approval Date	Rev No.	Summary of Changes	Policy Author	Commencement Date
CUA Group		1	New Policy required by legislative changes	Ruth Buchanan	1 July 2019
CUA Group		2	Policy updates required by new ASIC guidelines	Ruth Buchanan	1 July 2019

Document location

<http://infocentral.cua.com.au/governance/policies,-standards-and-key-documents>

References - Legislation

This section lists all the Legislation that relate to this Policy.

Legislation

- (i) The Corporations Act;
 - (ii) the ASIC Act;
 - (iii) the *Banking Act 1959*;
 - (iv) the *Financial Sector (Collection of Data) Act 2001*;
 - (v) the *Insurance Act 1973*;
 - (vi) the *Life Insurance Act 1995*;
 - (vii) the *National Consumer Credit Protection Act 2009*;
 - (viii) the *Superannuation Industry (Supervision) Act 1993*;
 - (ix) an instrument made under an Act referred to in any of subparagraphs (i) to (viii); or
- (d) constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
- (e) represents a danger to the public or the financial system; or
- (f) is prescribed by the regulations for the purposes of this paragraph (there are none as at 10 May 2019)

References – Prudential Standards

This section lists all the Prudential Standards that relate to this Policy.

Prudential Standards
APRA Prudential Standard 510 <i>Governance</i> APRA Prudential Standard 520 <i>Fit and Proper</i>

References – Policies and Standards

This section lists all the CUA Policies and Standards that relate to this Policy.

Policies and Standards
Corporate Governance Policy Ethics and Integrity in Practice

References – Guidelines/Procedures

This section lists all the CUA Guidelines/Procedures that relate to this Policy.

Guidelines/Procedures
Whistleblower Program Whistleblower Procedure

11 Schedule 1

Everyone is entitled to work in an ethical workplace free of harassment, bullying, corruption and illegal activities.

CUA engages the services of Stopline, an Australian based leading provider of whistleblower programs and related hotline and investigation services.

The Stopline Whistleblower Hotline is provided for any team member, supplier or customer to anonymously report suspected or actual wrongdoing.

Stopline can be contacted through the following means:

Stopline

Website: www.cua.stoplinereport.com

Freecall 8.00am to 8.00pm Monday to Friday: 1300 304 550

Email: cua@stopline.com.au

Mail: C/O The Stopline

Locked Bag 8, Hawthorne VIC, 3122

More information relating to Stopline can be found at: www.cua.stoplinereport.com

Details of Auditor

Martin Wardle/ Ben Flaherty

KPMG

GPO Box 223

Brisbane QLD 4001

07 3233 3111

Details of Actuary

Note: CUA does not have an actuary. Only the following subsidiaries do: CUA Health and Credicorp Insurance

Jamie Reid (CUA Health Actuary) / Stephen Lee (Credicorp Insurance)

Finity Consulting

Level 7, 68 Harrington Street

The Rocks NSW 2000

02 8252 3300

For the purposes of this policy to ensure appropriate escalation and timely investigation, we request that reports are made to any one of our Whistleblower Protections Officers, listed below:

- Chief People Officer
Tracey Lake
Phone: 07 3552 4606
Email: tracey.lake@cua.com.au
- Chief Financial Officer
Matt Wedmaier
Phone: 07 3552 4087
Email: matt.wedmaier@cua.com.au

At times, either whistleblowers or the individuals who are the subject of a disclosure, may require confidential support services. Assure provides CUA's Employee Assistance Program and can be contacted on 1800 808 374 or assureprograms.com.au

Regulators such as ASIC, APRA and ATO may be contacted through the various contact details set out on their respective websites.

Board members may be contacted through the company secretary:

- Company Secretary
Nicole Pedwell
Phone: 07 3552 4313
Email: Nicole.pedwell@cua.com.au

12 Annexure A – Special Protections under the Corporations Act

The Corporations Act gives special protection to disclosures about any misconduct or improper state of affairs relating to CUA if the following conditions are satisfied:

1. The whistleblower is or has been:
 - (a) an officer or team member of a CUA Group company;
 - (b) an individual who supplies goods or services to a CUA Group company or an team member of a person who supplies goods or services to a CUA Group company;
 - (c) an individual who is an associate of a CUA Group company; or
 - (d) a relative, dependent or dependent of the spouse of any individual referred to in (a) to (c) above.

2. The report is made to:
 - (a) a Whistleblower Protections Officer;
 - (b) an officer or senior manager of a CUA Group company concerned;
 - (c) CUA's external auditor (or a member of that audit team);
 - (d) an actuary of a CUA Group company;
 - (e) ASIC;
 - (f) APRA; or
 - (g) a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act;or the disclosure is an emergency or public interest disclosure.

3. The whistleblower has reasonable grounds to suspect that the information being disclosed concerns misconduct, or an improper state of affairs or circumstances in relation to the CUA Group. This may include a breach of the relevant legislation applicable to this policy, including the Corporations Act, an offence against the Commonwealth punishable by imprisonment for 12 months or more or conduct that represents a danger to the public or financial system.

Examples of conduct which may amount to a breach of the Corporations Act include: insider trading, insolvent trading, breach of the continuous disclosure rules, failure to keep accurate financial records, falsification of accounts, failure of a director or other officer of the Group to act with the care and diligence that a reasonable person would exercise, or to act in good faith in the best interests of the corporation or failure of a director to give notice of any material personal interest in a matter relating to the affairs of the company.

4. The protections given by the Corporations Act when these conditions are met are:
 - (a) the whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure;
 - (b) no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report;
 - (c) the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty other than proceedings

in respect of the falsity of the information (however other than provided for in this subparagraph (c), the protections do not prevent the discloser being subject to any civil, criminal or administrative liability for conduct of the discloser that is revealed by the discloser);

- (d) anyone who causes or threatens to cause detriment to a whistleblower or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and may be liable for damages;
- (e) a whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary;
- (f) the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity, without the whistleblower's consent, to anyone except ASIC, APRA, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

Confidentiality

If a report is made, the identity of the discloser must be kept confidential unless one of the following exceptions applies:

- (a) the discloser consents to the disclosure of their identity;
- (b) disclosure of details that might reveal the discloser's identity is reasonably necessary for the effective investigation of the matter;
- (c) the concern is reported to ASIC, APRA, or the AFP; or
- (d) the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

13 Annexure B – Special Protections under the Taxation Administration Act

The Taxation Administration Act gives special protection to disclosures about a breach of any Australian tax law by CUA or misconduct in relation to CUA Group's tax affairs if the following conditions are satisfied:

1. The whistleblower is or has been:
 - (a) an officer or team member of a CUA Group Company;
 - (b) an individual who supplies goods or services to a CUA Group Company or an team member of a person who supplies goods or services to a CUA Group company;
 - (c) an individual who is an associate of a CUA Group company;
 - (d) a spouse, child, dependent or dependent of the spouse of any individual referred to in (a) to (c) above.

2. The report is made to:
 - (a) a Whistleblower Protections Officer;
 - (b) a director, secretary or senior manager of a CUA Group Company concerned;
 - (c) any CUA Group Company external auditor (or a member of that audit team) ;
 - (d) a registered tax agent or BAS agent who provides tax or BAS services to a CUA Group company;
 - (e) any other team member or officer of CUA who has functions or duties relating to tax affairs of the company (e.g. an internal accountant);
 - (f) the Commissioner of Taxation; or
 - (g) a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Taxation Administration Act.

3. If the report is made to a CUA recipient, the whistleblower:
 - (a) has reasonable grounds to suspect that the information indicates misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of a CUA Group Company or an associate of that company; and
 - (b) considers that the information may assist the CUA recipient to perform functions or duties in relation to the tax affairs of a CUA Group Company or an associate of the company.

4. If the report is made to the Commissioner of Taxation, the whistleblower considers that the information may assist the CUA recipient to perform functions or duties in relation to the tax affairs of a CUA Group Company or an associate of the company.

5. The protections given by the Taxation Administration Act when these conditions are met are:
 - (a) The whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure;
 - (b) no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report;

- (c) where the disclosure was made to the Commissioner of Taxation, the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, except where the proceedings are concerned with whether the information is false;
- (d) unless the whistleblower has acted unreasonably, a whistleblower cannot be ordered to pay costs in any legal proceedings in relation to a report;
- (e) anyone who causes or threatens to cause detriment to a whistleblower or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and liable to pay damages;
- (f) a whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary; and
- (g) the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity, without the whistleblower's consent, to anyone except the Commissioner of Taxation, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

Confidentiality

If a report is made, the identity of the discloser will be kept confidential unless one of the following exceptions applies:

- (a) the discloser consents;
- (b) disclosure of details that might reveal their identity is reasonably necessary for the effective investigation of the allegations;
- (c) the concern is reported to the Commissioner of Taxation or the AFP; or
- (d) the concern is raised with a lawyer for the purpose obtaining legal advice or representation.