

Whistle-blower Policy

1. Introduction

- 1.1 **The Group** is committed to providing a safe and enjoyable work environment where individuals are encouraged to speak up and report conduct that causes them concern.
- 1.2 In this document, **Group** includes each of the following corporations and their related entities and related bodies corporate from time to time:
- (1) Central Equity Limited ACN 006 708 738
 - (2) Melbourne Inner City Management Pty Ltd ACN 060 312 012
 - (3) Melbourne Inner City Services Pty Ltd ACN 093 313 770
 - (4) Melbourne Short Stay Apartments Pty Ltd ACN 057 552 057
 - (5) Central Legal Pty Ltd ACN 141 051 809

2. Scope and Purpose

- 2.1 This policy applies to all employees, volunteers, contractors and on-hire workers engaged by the Group, who has knowledge of any wrongdoing or unethical behaviour concerning the Group's business affairs or its Workers.
- 2.2 The purpose of this policy is to provide guidance and protection to Whistle-blowers by establishing mechanisms by which matters can be raised confidentially and investigated without fear of reprisal, repercussion, victimisation or other Detriment.

3. Definitions

- 3.1 The following definitions apply for the purposes of this policy:
- (1) **Detriment** includes (without limitation) any actual or threatened:
 - (a) dismissal of an employee;
 - (b) injury of an employee in his or her employment;
 - (c) alteration of an employee's position or duties to his or her disadvantage;
 - (d) discrimination between an employee and other employees of the same employer;
 - (e) harassment or intimidation of a person;
 - (f) harm or injury to a person, including psychological harm;
 - (g) damage to a person's property;
 - (h) damage to a person's reputation;
 - (i) damage to a person's business or financial position;
 - (j) any other damage to a person.
 - (2) **Disclosure** means when a Whistle-blower notifies a relevant person of Reportable Conduct on reasonable grounds.
 - (3) **Whistle-blower** means a person who makes a Disclosure of Reportable Conduct under this policy.
 - (4) **Worker** means any person employed, contracted or volunteering at the Group.

- (5) **Reportable Conduct** means information that the Whistle-blower has reasonable grounds to suspect or have concerns misconduct, or an improper state of affairs that includes:
- (a) A contravention of legislation or other unlawful behaviour (including theft, drug sale/use, violence or threatened violence and criminal damage against property);
 - (b) Fraud;
 - (c) Theft;
 - (d) Corrupt conduct, such as bribery;
 - (e) Accounting irregularities;
 - (f) Malpractice;
 - (g) Undeclared conflict of interest (i.e. no proper disclosure of the conflict);
 - (h) Unethical behaviour;
 - (i) Unsafe work practices;
 - (j) Conduct representative of gross mismanagement, serious and substantial waste and/or a repeated breach of administrative procedures;
 - (k) Any other conduct which may cause financial or non-financial loss to the Group or be otherwise detrimental to the Company's interests or reputation;
 - (l) Any other conduct that risks bringing the Group into disrepute or that the Whistle-blower reasonably believes should be reported to management.

4. Reporting Procedure

4.1 A Whistle-blower may report any Reportable Conduct to:

- (1) Tracey Byron, Manager Human Resources and Payroll on 03 9278 8814 or traceyb@centralequity.com.au; or
- (2) Geoff Otto, Company Secretary on 9278 8807 or geoffo@centralequity.com.au.

4.2 A person referred to in clause 2.1 who becomes aware of Reportable Conduct must report it to the Group as soon as practicable.

4.3 A Whistle-blower may make a Disclosure anonymously, although an anonymous report may impair the Group's ability to investigate the matter.

4.4 On receipt of a complaint, the Group will contact the Whistle-blower (if their identity is disclosed) to notify the Whistle-blower that the Disclosure has been received and to confirm details of the concern.

4.5 The Group will then promptly review the Disclosure and commence an investigation where the Disclosure contains an allegation of Reportable Conduct.

4.6 Depending on the nature and severity of the allegation, the Group may commence an investigation into the reported conduct itself or, if it considers appropriate, appoint a suitable third party to investigate the matter.

4.7 A person named in the Disclosure will be given the opportunity to respond to the allegation.

4.8 All individuals must co-operate fully with any investigation conducted under this policy.

4.9 The Group will provide the Whistle-blower with an update about the progress of the investigation from time to time, as far as the Group determines is reasonable.

4.10 In certain cases and in certain circumstances it may be necessary to keep details of the complaint confidential.

- 4.11 When an investigation is finalised, the Whistle-blower will be advised (if their identity is disclosed). It may be appropriate to inform the Whistle-blower of the findings or outcome, subject to any issue of confidentiality, privacy, privilege or ongoing investigation.
- 4.12 For confidentiality reasons, it may not be appropriate to include details of the precise nature of any formal action that the Group has taken in response to the complaint.

5. Confidentiality

- 5.1 The Company will endeavour to protect a Whistle-blower's identity from disclosure to the extent that it is appropriate and possible in the circumstances.
- 5.2 Generally, the Group will not disclose the Whistle-blower's identity unless:
- (1) the Whistle-blower consents to the disclosure; or
 - (2) the disclosure is required or authorised by law; or
 - (3) the disclosure is necessary to appropriately investigate the matter; or
 - (4) the disclosure is necessary to prevent or lessen a serious threat to a person's health or safety; or
 - (5) it is necessary to protect or enforce the Group's legal rights or interests or to defend any claims.

6. Our Obligations

- 6.1 The Group will:
- (1) be supportive of any Whistle-blower who, acting in good faith, reports a breach or wrongdoing to the Group under this policy;
 - (2) treat the identity, if disclosed, of the Whistle-blower as confidential unless the Whistle-blower indicates (or the law requires) otherwise;
 - (3) keep investigations confidential so far as is reasonably practicable;
 - (4) treat all Disclosures seriously;
 - (5) look into all Disclosures promptly and consistently with applicable law;
 - (6) not tolerate any act of reprisal, repercussion, victimisation or other Detriment against anyone who makes a Disclosure, or who participates in an investigation relating to possible wrongdoing.
- 6.2 Any Disclosure made vexatiously or without reasonable cause will be treated as misconduct. Such misconduct is viewed as serious misconduct and may result in disciplinary action up to termination without notice.

7. Non-Reportable Conduct

- 7.1 If an individual has a concern about conduct involving an employee, volunteer, contractor, or on-hire worker engaged by the Company that is not Reportable Conduct, it should still be reported. If the concern does not amount to Reportable Conduct, the Group will review the complaint and decide on any next steps.
- 7.2 This policy does not apply to any grievance about a workplace matter, or about employment arrangements (such as pay or rosters). If an individual has a grievance about this type of matter the individual should discuss the matter with their manager or their manager's manager.

8. Breach of Policy

- 8.1 Any employee who is found to have breached this policy will be subject to disciplinary action, up to and including termination of employment.

9. Variation

- 9.1 This policy does not form part of any employee's contract of employment. The Group may vary, replace or terminate this policy from time to time.