
WHISTLEBLOWER POLICY

External – for publication

Note to Members and Preferred Suppliers:

This policy is not applicable to concerns relating to operational matters, unless your concern also involves Reportable Conduct.

If you are a Capricorn Member or Preferred Supplier and have a concern that is not covered by this policy, please contact Capricorn via the listed phone number on the capricorn.coop website.

For more details of what can be reported under this Policy, see [Section 5.2](#).

Last Approved: 19/12/2019

Contents

1	PURPOSE/SCOPE	3
2	POLICY STATEMENT	3
3	APPLICABLE LEGISLATION & STANDARDS.....	4
4	DEFINITIONS	4
5	POLICY DETAILS.....	6
5.1	Whistleblower Anonymity	6
5.2	What Should Be Reported Under This Policy	6
5.3	To Whom should a Whistleblower Report?.....	7
5.4	Investigation of Reportable Conduct.....	8
5.5	Reporting of Investigation Findings.....	9
5.6	Whistleblower Protection.....	9
5.7	Feedback & Communication with the Whistleblower.....	11
5.8	False Reports	11
5.9	Document Retention and Confidentiality	11
6	ROLES & RESPONSIBILITIES	12
7	POLICY MAINTENANCE TABLE	12
8	Appendices	13
8.1	Appendix A – Special Protections under the Corporations Act	13
8.2	Appendix B – Special Protections under the Taxation Administration Act 15	
8.3	Appendix C – Application to Capricorn Mutual Limited	17

1 PURPOSE/SCOPE

A key test of the corporate governance health of Capricorn is whether effective formal and informal communication structures are in place to enable concerns to be raised without fear of retribution. This Whistleblower Policy is an important element in helping to detect corrupt, illegal or other undesirable conduct in Capricorn and as such, is necessary to achieving good corporate governance. The policy is an important tool for helping Capricorn to identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosing wrongdoing.

The objectives of this Whistleblower Policy are to:

- (a) encourage the reporting of matters that may cause financial or non-financial loss to Capricorn or damage to Capricorn's reputation;
- (b) to help deter wrongdoing, in line with Capricorn's risk management and governance framework;
- (c) ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported;
- (d) ensure disclosures are dealt with appropriately and on a timely basis;
- (e) provide transparency around Capricorn's framework for receiving, handling and investigating disclosures;
- (f) effectively deal with reports from Whistleblowers in a way that will protect the identity of the Whistleblower and provide for the secure storage of the information provided;
- (g) establish the protection for Whistleblowers against reprisal by any person internal or external to Capricorn; and
- (h) provide for the appropriate infrastructure including the appointment of a 'Whistleblower Protection Officer' and a 'Whistleblower Investigations Officer' and alternative means of reporting.

This policy applies to all staff of Capricorn Society Limited and its wholly owned subsidiaries (Capricorn) including but not limited to Capricorn Risk Services Pty Ltd, Capricorn Mutual Management Pty Ltd and Capricorn Insurance Services Pty Ltd, in respect of all business activities and by all Business Units.

This policy will be available on the Capricorn intranet, accessible to all staff; as well as published on the Capricorn.coop external website. Any changes to the policy will be communicated to staff via internal communications.

This policy does not apply to Capricorn Mutual Limited (CML). A separate Whistleblower Policy for CML has been developed and is available internally on the Capricorn intranet (for Capricorn employees) and externally on the CML website (<https://www.capricornmutual.com/>). For more details, see Appendix C.

2 POLICY STATEMENT

This policy recognises Capricorn's commitment to best practice in corporate governance, compliance and ethical behaviour by ensuring there is a policy

covering reports made by individuals of suspected improper conduct within Capricorn and the protection of individuals making those reports.

3 APPLICABLE LEGISLATION & STANDARDS

This policy complies with:

- *Corporations Act 2001* (Cth) (**'Corporations Act'**) whistleblower provisions;
- *Taxation Administration Act 1953* (Cth) (**'Taxation Administration Act'**) whistleblower provisions;
- Regulatory Guide 270: Whistleblower policies; and
- Australian Standards 8001-2008 (Fraud and Corruption Control).

4 DEFINITIONS

Term	Definition
corruption	Dishonest activity in which a director, executive, manager, employee or contractor of Capricorn acts contrary to the interests of Capricorn and abuses his/her position of trust in order to achieve some personal gain or advantage for him or herself or for another person or entity.
dishonest	Not honest, not worthy of trust or belief, proceeding from or exhibiting lack of honesty.
emergency disclosure	Disclosure of information to a journalist or parliamentarian, where: <ol style="list-style-type: none"> a) the discloser has previously made a disclosure of the information to ASIC, APRA or another Commonwealth body prescribed by regulation; b) the discloser has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; c) before making the emergency disclosure, the discloser has given written notice to the body in RG 270.76(a) (i.e. the body to which the previous disclosure was made) that: <ol style="list-style-type: none"> i. includes sufficient information to identify the previous disclosure; and ii. states that the discloser intends to make an emergency disclosure; and d) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.
fraud	Dishonest activity causing actual or potential financial loss to any person or Capricorn including theft of moneys or other property by employees or persons external to Capricorn and whether or not deception is used at the time, immediately before or immediately following the activity. It also includes the deliberate falsification, concealment, destruction or use of falsified documentation used or intended for use for a normal business purpose or the improper use of information or position.
public interest disclosure	Disclosure of information to a journalist or a parliamentarian, where:

	<ul style="list-style-type: none"> a) at least 90 days have passed since the discloser made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation; b) the discloser does not have reasonable grounds to believe that action is being, or has been taken, in relation to their disclosure; c) the discloser has reasonable grounds to believe that making a further disclosure of the information is in the public interest; and d) before making the public interest disclosure, the discloser has given written notice to the body to which the previous disclosure was made) that: <ul style="list-style-type: none"> i. includes sufficient information to identify the previous disclosure; and ii. states that the discloser intends to make a public interest disclosure
<p>Reportable Conduct</p>	<p>Conduct by a person or persons connected with Capricorn (including but not limited to any Capricorn director, officer, employee, contractor, supplier, tenderer, or other person who has business dealings with Capricorn) which the Whistleblower has objectively reasonable grounds to suspect is:</p> <ul style="list-style-type: none"> a) dishonest, fraudulent, or corrupt; b) illegal (including theft, drug sale/use, money laundering, violence or threatened violence, or criminal damage against property); c) in breach of Commonwealth or State legislation, or local authority by-laws, or equivalent laws in Capricorn’s other countries of operation; d) unethical (either representing a breach of Capricorn’s Code of Conduct or generally); e) conduct which may cause financial or non-financial loss to Capricorn or be otherwise detrimental to the interests of Capricorn; f) involves harassment, discrimination, victimisation or bullying, other than personal work-related grievances as defined in the Corporations Act; g) an unsafe work-practice; or <p>any other serious improper conduct, or an improper state of affairs or circumstances.</p> <p>Reportable Conduct includes conduct that may not involve a contravention of a particular law.</p>
<p>Whistleblower</p>	<p>A person being: a current or former employee, director, officer, contractor, associate of Capricorn, suppliers of goods or services to Capricorn and the employees of those suppliers, and any relatives, dependents or spouse of any of the people named above; who (whether anonymously or not), makes or attempts to make a report in connection with Reportable Conduct and where the Whistleblower wishes to avail itself of protection against reprisal for having made the report. A Whistleblower may or may not wish to remain anonymous.</p>
<p>Whistleblower Protection Officer (WPO)</p>	<p>A designated Capricorn representative tasked with the responsibility of protecting and safeguarding the interest of Whistleblowers within the meaning of this policy. The WPO will have access to independent financial, legal and operational advisers as required. The WPO is the Chairman or in the event of a conflict of interest, the Chair of the Audit & Risk Committee.</p>

<p>Whistleblower Investigation Officer (WIO)</p>	<p>A designated Capricorn representative tasked with the responsibility of conducting preliminary investigation into report(s) received from a Whistleblower. The role of the WIO is to investigate the substance of the report to determine whether evidence supports the matters raised or, alternatively, to refute the report made. The WIO will be appointed by the WPO on a case by case basis, depending on the nature of the report. The WIO will be independent to the area under investigation.</p>
---	---

5 POLICY DETAILS

5.1 Whistleblower Anonymity

The identity of the Whistleblower will be kept strictly confidential unless:

- the person making the report consents to the disclosure; or
- the disclosure is required by law.

The Whistleblower can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised. A Whistleblower can refuse to answer questions that they feel could reveal their identity at any time, including during follow-up conversations. A Whistleblower who wishes to remain anonymous should maintain ongoing two-way communication with WPO, so the WPO can ask follow-up questions or provide feedback.

In circumstances where a Whistleblower report is received from an email address from which the person's identity cannot be determined, and the Whistleblower does not identify themselves in the email, it should be treated as an anonymous Whistleblower report.

In order to preserve anonymity, a Whistleblower may adopt a pseudonym for the purpose of their report.

5.2 What Should Be Reported Under This Policy

All of Capricorn's staff, directors, contractors and consultants (and all other potential Whistleblowers) are encouraged to raise concerns about Reportable Conduct and can do so safely.

For the avoidance of doubt, Reportable Conduct does not include personal work-related grievances. These are generally grievances relating to a staff member's current or former employment or engagement (or that of their relative or dependent who is a staff member) that have implications for that person personally, and that do not have broader implications for Capricorn. For example, an interpersonal conflict between staff members, or a decision relating to employment or engagement, such as a transfer, promotion or disciplinary action of a staff member.

A personal work-related grievance may qualify for protection under the Corporations Act if:

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

- report);
- b) the entity 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;
 - c) the discloser suffers from or is threatened with detriment for making a disclosure; or
 - d) the discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.

For the avoidance of doubt, Reportable Conduct does not include operational matters reported by Members or Preferred Suppliers, unless a Member or Preferred Supplier's concern involves Reportable Conduct. For operational matters, Capricorn Members or Preferred Suppliers should contact Capricorn via the listed phone numbers on the capricorn.coop website.

5.3 To Whom should a Whistleblower Report?

A Whistleblower may report any Reportable Conduct to the WPO by email at: WhistleblowerProtectionOfficer@capricorn.coop

Whistleblower reports made anonymously are still protected under the Corporations Act.

Alternatively, the Whistleblower may raise the Reportable Conduct with an 'officer' or 'senior manager' of Capricorn. This includes a director, or a senior manager who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of Capricorn, or who has the capacity to affect significantly Capricorn's financial standing.

This includes the following member of Capricorn's Board:

Mark Cooper (WPO)
CSL Board Chairman
Mark.cooper@capricorn.coop

Mario Pirone
CSL Audit & Risk Committee Chairman
MPirone@guildgroup.com.au

This includes the members of Capricorn's Executive Leadership Team, as follows:

David Fraser
Group Chief Executive Officer

Bradley Gannon
Chief Executive Officer – Automotive

Jason Frost
Chief Information Officer

Jim Glossat
Chief Executive Officer – Risk

Wes Smith
Chief Financial Officer – Capricorn Society Limited

Will Bargmann
General Counsel and Company Secretary

A Whistleblower may also raise the Reportable Conduct with an auditor, a member of an audit team conducting an audit, or an actuary of Capricorn.

If it so wishes, a Whistleblower may seek additional information before formally reporting any Reportable Conduct. The Whistleblower may contact the WPO, or an independent legal advisor.

5.4 Investigation of Reportable Conduct

The WPO will investigate all matters reported under this policy as soon as practicable after the matter has been reported. The WPO may, unless the Whistleblower specifically requests otherwise, appoint the WIO to investigate any report.

Each Whistleblower report will be assessed to determine whether:

- the report qualifies for protection; and
- a formal, in-depth investigation is required.

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 Reportable Conduct and the circumstances. The timeframe for each investigation will vary depending on the nature of the Whistleblower report.

The Whistleblower will be provided with regular updates, if the Whistleblower can be contacted (including through anonymous channels). The frequency and timing of updates will vary depending on the nature of the Whistleblower report.

To ensure objectivity and fairness:

- disclosures will be handled confidentially, when practical and appropriate to do so;
- each disclosure will be assessed and may be investigated;
- the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported; and
- an employee 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;

- o the outcome of the investigation (but not a copy of the report); and
- o support services available to the employee (EAP).

Where a report is submitted anonymously, Capricorn will conduct the investigation and its enquiries based on the information provided to it.

5.5 Reporting of Investigation Findings

As stated above, the WPO will engage a WIO if appropriate. After the investigation, the WIO will report its findings to the WPO who will determine the appropriate response. Note: the WPO will share the identity of the Whistleblower only if the Whistleblower has given its consent and where permitted by law.

If consent has been provided, the Group CEO will be included in determining the response (and the Board if appropriate), addressing any unacceptable conduct and taking remedial action required to prevent any future occurrence of the same Reportable Conduct.

The Board will be informed of any Whistleblower Reports. In the event of the Board, any member of the Board or Group CEO being the subject of an investigation or allegation, the WPO may seek external advice to determine the report and corrective measures.

Where appropriate, the outcome of the investigation may be shared with the Whistleblower. This WPO will determine whether it is appropriate to do so.

5.5.1 External Reporting

The results of any investigation will be considered on a case by case basis as to whether a report is required to be made to external bodies, and whether any action to recover funds or assets is appropriate.

5.6 Whistleblower Protection

Capricorn will not tolerate:

- a) Any person engaging in conduct that causes detriment to a Whistleblower (or another person), in relation to a Whistleblower report, if:
 - i. the person believes or suspects that the Whistleblower (or another person) made, may have made, proposes to make or could make a Whistleblower report that qualifies for protection; and
 - ii. the belief or suspicion is the reason, or part of the reason, for the conduct.
- b) Any person making a threat to cause detriment to a Whistleblower (or another person) in relation to a Whistleblower report. A threat may be express or implied, or conditional or unconditional. A Whistleblower (or another person) who has been threatened in relation to a disclosure does not have to actually fear that the threat will be carried out.

Detrimental conduct includes the following:

- 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; or
- j) any other damage to a person.

The following are examples of actions that are not detrimental conduct:

- administrative action that is reasonable for the purpose of protecting a Whistleblower from detriment (e.g. moving a Whistleblower who has made a Whistleblower report about their immediate work area to another part of the office to prevent them from detriment); and
- managing a Whistleblower's unsatisfactory work performance, if the action is in line with Capricorn's performance management framework.

Capricorn will take all reasonable steps to protect Whistleblowers from detrimental conduct and will take action it considers appropriate where such conduct is identified. These steps may include:

- assessing the risk of detriment against a Whistleblower will commence as soon as possible after receiving a Whistleblower report;
- the offer of independent Employee Assistance Program to the Whistleblower as a support service;
- take actions to protect the Whistleblower from risk of detriment; and
- consider interventions for protecting a Whistleblower if detriment has already occurred.

A Whistleblower who believes it, or its family, has been the victim of any detrimental conduct due to its status as a Whistleblower, should immediately report the matter to the WPO. If the Whistleblower is or was a Capricorn employee or contractor then the Capricorn Disciplinary, Grievance & Fair Treatment Policy will likely apply. In all other instances the Whistleblower should seek independent legal advice.

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

- a) they suffer loss, damage or injury because of a Whistleblower Report; and
- b) Capricorn failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

In such instances, Whistleblowers should seek independent legal advice.

Any Capricorn employee, director, contractor or consultant who is found to have dismissed, demoted, harassed or discriminated against a Whistleblower, or who has engaged in conduct or threats intended to cause detriment to a Whistleblower, by reason of its status as a Whistleblower, will be subjected to disciplinary measures.

A Whistleblower who reports a matter where it has objectively reasonable grounds to suspect a breach of law, provided it has not been involved in the matter reported, will not be penalised or personally disadvantaged because it has reported a matter, even if its disclosure turns out to be incorrect. A Whistleblower who has been involved in the reported misconduct may be provided with immunity or due consideration from Capricorn-initiated disciplinary proceedings by agreement with Capricorn. Capricorn, however, has no power to provide immunity from criminal prosecution.

The Corporations Act gives special protection in relation to disclosures that qualify for protection under that Act - refer to **Appendix A** for further details.

The *Taxation Administration Act 1953* (Cth) ('**Taxation Administration Act**') also gives special protection in relation to disclosures that qualify for protection under that Act– refer to **Appendix B** for further details.

Disclosures that are not about disclosable matters ('Reportable Conduct') do not qualify for protection under the Corporations Act (or Taxation Administration Act, where relevant).

5.7 Feedback & Communication with the Whistleblower

Where possible, and assuming the identity of the Whistleblower is known, the Whistleblower will be kept informed of the outcome of the investigation of its report, subject to privacy and confidentiality considerations.

All Whistleblowers must maintain confidentiality of all such reports, and not disclose details to any person.

5.8 False Reports

Where it is established by the WPO or WIO that the Whistleblower does not have reasonable grounds for making its report or has made a false report (including where the allegation has been made maliciously, vexatiously or without any basis), the Whistleblower will be subjected to disciplinary proceedings, including summary dismissal.

Whilst not intending to discourage Whistleblowers from reporting matters of genuine concern, Whistleblowers must ensure as far as possible, that reports are factually accurate, complete, based on firsthand knowledge, presented in an unbiased fashion (and any possible perception of bias of the Whistleblower is disclosed), and without material omission.

5.9 Document Retention and Confidentiality

Reducing the risk that the Whistleblower will be identified from the information contained in a Whistleblower report

All personal information or reference to the Whistleblower witnessing an event will be redacted.

The Whistleblower will be referred to in a gender-neutral context

Where possible, the Whistleblower will be contacted to help identify certain aspects of its Whistleblower report that could inadvertently identify it.

Whistleblower reports will be handled and investigated by qualified staff.

Secure record-keeping and information-sharing processes

Access to all information relating to a Whistleblower report will be limited to those directly involved in managing and investigating the Whistleblower report.

Only a restricted number of people who are directly involved in handling and investigating a Whistleblower report will be made aware of a Whistleblower identity (subject to the Whistleblower's consent) or information that is likely to lead to the identification of the Whistleblower.

Communications and documents relating to the investigation of a Whistleblower report will not to be sent to an email address that can be accessed by other staff.

All information, documents, records and reports relating to the investigation of a Whistleblower report will be confidentially stored and retained in an appropriate and secure manner. Appropriate records and documentation for each step of the process will be maintained.

6 ROLES & RESPONSIBILITIES

The WPO is responsible for protecting and safeguarding the interest of Whistleblowers within the meaning of this policy, and for responding to Whistleblower reports appropriately.

The WIO is responsible for conducting the investigation of matters raised in reports by Whistleblowers and reporting results to the WPO.

All staff are responsible for ensuring that they adhere to Capricorn's policies and conduct themselves in line with Capricorn's Code of Conduct.

7 POLICY MAINTENANCE TABLE

POLICY TITLE	WHISTLEBLOWER POLICY
CURRENT VERSION #	V6.2

8 Appendices

8.1 Appendix A – Special Protections under the Corporations Act

Part 9.4AAA of the Corporations Act gives special protection to disclosures about any misconduct or improper state of affairs relating to Capricorn if:

1. the Whistleblower is or has been:
 - a. an officer or employee of Capricorn;
 - b. an individual who supplies goods or services to Capricorn or an employee of a person who supplies goods or services to Capricorn;
 - c. an individual who is an associate of Capricorn; or
 - d. a relative, dependent, or dependent of the spouse, of any individual referred to at a. to c. above;

and:

2. the report is made to:
 - a. the Whistleblower Protection Officer;
 - b. a director, officer, or senior manager of Capricorn;
 - c. Capricorn's external auditor or a member of an audit team conducting an audit (for Capricorn Society Limited, this is Ernst & Young);
 - d. an actuary of Capricorn Society Limited (not applicable);
 - e. ASIC;
 - f. APRA; or
3. the report is made to 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
4. the Whistleblower has made an 'emergency disclosure' or 'public interest disclosure'.

Any disclosures to a legal advisor for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act are protected (even in the event that the legal practitioner concludes that a disclosure does not relate to a 'disclosable matter').

The protections given by the Corporations Act when these conditions are met are:

1. the Whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure;
2. no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the Whistleblower for making the report;
3. in some circumstances, the reported information is not admissible against the Whistleblower in criminal proceedings or in proceedings for the imposition of a penalty;
4. 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;

5. a Whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary; and
6. a person commits an offence if that person discloses the substance of the report, Whistleblower's identity, or information that is likely to lead to the identification of the Whistleblower; 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 Whistleblower must be kept confidential unless one of the following exceptions applies:

1. the Whistleblower consents to the disclosure of its identity;
2. disclosure of details that might reveal the Whistleblower's identity is reasonably necessary for the effective investigation of the matter;
3. the concern is reported to ASIC, APRA, or the AFP; or
4. the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

A Whistleblower may lodge a complaint about any breach of confidentiality relating to a Whistleblower report, directly to the WPO or an alternate. The Whistleblower may lodge a complaint with a regulator, such as the ASIC, for investigation.

Public interest disclosures and emergency disclosures

Disclosures can be made to a journalist or parliamentarian under certain circumstances and qualify for protection. It is important for the discloser to understand the criteria for making a public interest or emergency disclosure, and the disclosure should contact an independent legal adviser before making a public interest disclosure or an emergency disclosure.

Disclosure must have previously been made to ASIC, APRA or a prescribed body and written notice provided to the body to which the disclosure was made. In the case of a public interest disclosure, at least 90 days must have passed since the previous disclosure.

8.2 Appendix B – Special Protections under the Taxation Administration Act

Part IVD of the Taxation Administration Act gives special protection to disclosures about a breach of any Australian tax law by Capricorn or misconduct in relation to Capricorn's tax affairs if:

1. the Whistleblower is or has been:
 - a. an officer or employee of Capricorn;
 - b. an individual who supplies goods or services to Capricorn or an employee of a person who supplies goods or services to Capricorn;
 - c. an individual who is an associate of Capricorn; or
 - d. a relative, dependent, or dependent of the spouse, of any individual referred to at a. to c. above;

and:

2. the report is made to:
 - a. the Whistleblower Protection Officer;
 - b. a director, officer, or senior manager of Capricorn;
 - c. Capricorn's external auditor or a member of that audit team (for Capricorn Society Limited, this is Ernst & Young);
 - d. Capricorn's tax agent or BAS agent (for Capricorn Society Limited, this is Ernst & Young);;
 - e. any other employee or officer of Capricorn who has functions or duties relating to tax affairs of the company (e.g. an internal accountant) ('**Capricorn recipient**');
 - f. the Commissioner of Taxation; and
3. 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 Capricorn or an associate of the company; and
 - b. considers that the information may assist the Capricorn recipient to perform functions or duties in relation to the tax affairs of Capricorn or an associate of the company; and
4. if the report is made to the Commissioner of Taxation, the Whistleblower considers that the information may assist the Capricorn recipient to perform functions or duties in relation to the tax affairs of Capricorn or an associate of the company.

Part IVD of the Taxation Administration Act gives special protection to disclosures about a breach of any Australian tax law by Capricorn or misconduct in relation to Capricorn's tax affairs if the report is made to a lawyer for the purpose of obtaining legal advice or representation in relation to a report.

The protections given by the Taxation Administration Act when these conditions are met are:

1. the Whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure;

2. no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the Whistleblower for making the report;
3. 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;
4. unless the Whistleblower has acted unreasonably, a Whistleblower cannot be ordered to pay costs in any legal proceedings in relation to a report;
5. 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;
6. a Whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary;
7. a person commits an offence if that person discloses the substance of the report, the Whistleblower's identity, or information that is likely to lead to the identification of the Whistleblower; 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 Whistleblower will be kept confidential unless one of the following exceptions applies:

1. the discloser consents to the disclosure of their identity;
2. disclosure of details that might reveal their identity is reasonably necessary for the effective investigation of the allegations;
3. the concern is reported to the Commissioner of Taxation or the AFP; or
4. the concern is raised with a lawyer for the purpose obtaining legal advice or representation.

A Whistleblower may lodge a complaint about any breach of confidentiality relating to a Whistleblower report, directly to the WPO or an alternate. The Whistleblower may lodge a complaint with a regulator, such as the ATO, for investigation.

8.3 Appendix C – Application to Capricorn Mutual Limited

This policy does not apply to Capricorn Mutual Limited. A separate Whistleblower Policy for CML has been developed and is available internally on the Capricorn intranet (for Capricorn employees) and externally on the CML website (<https://www.capricornmutual.com/>).

A Whistleblower should consult the CML Whistleblower Policy if the Reportable Conduct concerns the conduct by a person or persons connected with Capricorn Mutual Limited (including but not limited to any Capricorn Mutual Limited director, officer, employee, contractor, supplier, tenderer, or other person who has business dealings with Capricorn Mutual Limited).

In the instance of Reportable Conduct concerning any employee of CMM or CRS, where the Reportable Conduct relates to CML and has already been reported to the CSL WPO, the CSL WPO will engage the CML WPO, but the CSL WPO will remain the designated WPO for the report (unless otherwise agreed with the CML WPO).