
Whistle Blower Policy

1 PURPOSE OF THIS POLICY

Quintis (Australia) Pty Ltd (ACN 626 970 821) and its related bodies corporate (**Quintis**) is committed to conducting business honestly, with integrity, and in accordance with its START values and standards of expected behaviour. Quintis expects all employees to maintain high standards in accordance with the Code of Conduct and all applicable policies.

The Board has approved this Policy to:

- encourage people to Speak Up if they become aware of Potential Misconduct;
- explain how to Speak Up and what protections a discloser will receive;
- outline the processes at Quintis for responding to Speak Up disclosures; and
- promote a workplace environment in which everyone feels safe, supported and encouraged to Speak Up.

A failure to Speak Up exposes Quintis to additional risks and will undermine our culture and START values.

The Board will not tolerate anyone being discouraged from Speaking Up or being disadvantaged or victimised because they want to Speak Up or they have done so. Disciplinary action, up to and including termination of employment or engagement, may be imposed on anyone shown to have disadvantaged or victimised a person because they want to, or have, spoken up.

2 WHAT SPEAKING UP IS

Speaking Up means telling an appropriate person in a position of influence (examples of these people, called **Recipients**, are provided in section 4 below) if you have reasonable grounds to suspect that Potential Misconduct has occurred or is occurring in relation to Quintis.

Potential Misconduct means any suspected or actual misconduct or improper state of affairs or circumstances in relation to Quintis. It also means a breach of law or information that indicates a danger to the public or to the financial system. You should Speak Up even if you are unsure if something is Potential Misconduct.

Examples of Potential Misconduct may include but are not limited to:

- breach of laws or regulations;
- breach of the Quintis Code of Conduct or other Quintis policies, standards or codes;
- criminal activity;
- bribery or corruption;
- conduct endangering health and safety or causing damage to the environment;
- dishonest, unethical or corrupt behaviour, including soliciting, accepting or offering a bribe, facilitation, payments or other such benefits;
- conflicts of interest;
- anti-competitive behaviour;
- financial fraud or mismanagement;
- insider trading;

- breach of trade sanctions or other trade controls;
- unauthorised use of Quintis confidential information;
- conduct likely to damage the financial position or reputation of Quintis; and
- deliberate concealment of any of the above.

Potential Misconduct does not generally include personal work-related grievances. Personal work-related grievances are grievances about something in relation to a discloser's current or former employment or engagement that has implications for them personally. For example, a conflict between the discloser and an employee, a decision relating to the engagement, transfer or promotion of the discloser or a decision relating to termination of the discloser's engagement.

However, if that grievance relates to detriment suffered to the discloser because they have or may Speak Up about an issue that has broader significant implications for Quintis, concerns a contravention of a law of the Commonwealth, or represents a danger to the public, then that grievance will be covered by this Policy.

If you have an issue that is not Potential Misconduct, you should refer to the Grievance and Dispute Resolution Policy.

3 WHO CAN SPEAK UP

Anyone with information about Potential Misconduct is encouraged to Speak Up.

This Policy applies to:

- Quintis and all subsidiary and affiliate entities over which it exercises control;
- all of Quintis' current and past employees, officers, contractors, suppliers (including employees of suppliers), and associates,

as well as these people's dependents (or their spouse's dependents) and their relatives.

Quintis encourages all personnel to Speak Up about Potential Misconduct. People must not discourage any individual from Speaking Up and to do so will itself breach this Policy. If any person is told not to raise or pursue a concern, even by their Manager or a person in authority, they are encouraged to make a further disclosure to a different Recipient.

4 WHO YOU CAN TELL

Quintis encourages you to Speak Up to one of the following **Recipients**:

Recipient Name	Contact Details
Julius Matthys - CEO	julius@quintis.com.au +61 8 6458 4710
Alistair Stevens - CFO	alistair@quintis.com.au +61 8 6458 4711
Peter Wilson - GM HR	peter@quintis.com.au +61 8 6458 4739

The role of Recipients is to ensure that the information is heard by Quintis and proper follow-up occurs, as well as to ensure you feel supported and protected. Recipients will refer the disclosure to the Chief Executive Officer as soon as possible to oversee Quintis' response. Further persons who are eligible to receive disclosures are described in Attachment 1 to this Policy.

Although Quintis encourages you to contact the Recipients above in the first instance, where you would prefer to speak to an external party, Quintis encourages you to contact the following external Recipient:

Recipient Name	Contact Details
Auditor – Ernst & Young EY Ethics Hotline	Telephone: 1-800-551-155. At the prompt dial 877-393-8442.

Further persons who are eligible to receive disclosures are described in Attachment 1 to this Policy. The response and investigation process are set out at sections 7 and 8 below.

5 WHAT INFORMATION YOU SHOULD PROVIDE

You should provide as much information as possible, including details of the Potential Misconduct, people involved, dates, locations and any more evidence that may exist.

All Speak Up disclosures will be recorded in the confidential Speak Up Register.

The Recipient will seek your consent before recording your name on the Speak Up Register. You are encouraged to feel supported and safe in providing information, and to consent to the limited sharing within Quintis of your identity. This will assist Quintis to protect and support you in relation to your disclosure and facilitate Quintis in investigating, reporting and taking action arising as a result of your disclosure.

Please be aware that if you do not consent to the limited sharing within Quintis of your identity as needed, this may limit Quintis' ability to progress your disclosure and take any action in respect of your disclosure.

The Speak Up Register is confidential and can only be accessed by Recipients and the GM HR, who will use that information to determine the appropriate response to disclosures made and to inform any investigation commenced.

6 MAKING AN ANONYMOUS DISCLOSURE

You can make an anonymous disclosure if you do not want to reveal your identity.

While you are encouraged to provide your name because it will make it easier for Quintis to address your disclosure (for example, the context in which you may have observed the Potential Misconduct is likely to be useful information) you are not required to do so.

If you do not provide your name, Quintis will assess the content and merit of your disclosure in the same way as if you had revealed your identity, and any investigation will be conducted as best as possible in the circumstances. However, please be aware that an investigation may not be possible unless sufficient information is provided. You will still be entitled to protections under the law.

Details about how your identity will be protected if you do provide your name are described in section 9.1 below.

7 HOW QUINTIS WILL RESPOND

Disclosures made under this Policy will be received and treated sensitively and seriously, and will be dealt with promptly and objectively. Quintis will apply the protections described at section 9 below when responding to or investigating disclosures.

While Speaking Up does not guarantee that the disclosure will be formally investigated, all reports will be assessed and considered by Quintis and a decision made as to whether they should be

investigated. Quintis' response to a disclosure will vary depending on the nature of the disclosure (including the amount of information provided).

Recipients will keep in contact with disclosers until the matter is resolved by Quintis. If appropriate, disclosers will be told how Quintis has decided to respond to their disclosure, including whether an investigation will be conducted. This may not occur until after an investigation has been concluded. However, it may not always be appropriate to provide disclosers with this information, and may not be possible unless contact details are provided when Speaking Up.

Any investigations commenced will be conducted in a timely manner (as appropriate in the circumstances) and will be independent from any persons to whom the disclosure relates. Investigations will generally be overseen by the GM HR. Other people, including employees or external advisers, may also be asked to assist or run the investigation.

All employees and contractors must cooperate fully with any investigations.

Unless there are confidentiality or other reasons not to do so, persons to whom the disclosure relates will be informed of the allegation at an appropriate time, and will be given a chance to respond to the allegations made against them.

8 WHAT HAPPENS AFTER AN INVESTIGATION

The results of any investigation will be recorded in writing in a formal internal report that will be confidential and is the property of Quintis. The outcome of any investigation will be reported to the Board in accordance with section 11 below.

Disclosers who Speak Up will be informed of the investigation outcome if appropriate. However, it may not always be appropriate to provide disclosers with this information. If appropriate, the persons to whom the disclosure relates will also be informed of the findings of any investigation. However, the formal report recording the results of an investigation will not be provided to a discloser or any other person subject to investigation.

Where an investigation identifies a breach of Quintis Code of Conduct or internal policies or procedures, appropriate disciplinary action may be taken. This may include but is not limited to terminating or suspending the employment or engagement of a person(s) involved in any misconduct.

9 WHAT PROTECTIONS EXIST

Quintis is committed to protecting the rights of a person who decides to Speak Up under this policy. This section outlines the policy on protecting those who Speak Up. The law also contains protections for disclosers, which are summarised in Attachment 1 below.

9.1 PROTECTING YOUR IDENTITY

The priority at Quintis is to protect people who Speak Up. If you Speak Up, your identity (and any information that we have because of your disclosure that someone could likely use to work out your identity) will only be disclosed if:

- you give your consent to Quintis to disclose that information;
- the disclosure is allowed or required by law (for example, the disclosure by Quintis to a lawyer in order to get legal advice); or
- in the case of information likely to identify you, it is reasonably necessary to disclose the information for the purposes of an investigation, but all reasonable steps are taken to prevent someone from working out your identity.

9.2 PROTECTING YOU FROM DETRIMENT

No person may victimise or cause detriment to someone (or threaten to do so) because of a suspicion that any person has, will or could Speak Up. For example, victimisation could include doing or threatening to do something that creates:

- discrimination, detriment or damage to a person's reputation;
- harassment, intimidation or retaliation; or
- a demotion or dismissal.

You should tell a Recipient listed in section 4 above (preferably the Recipient to which you made your initial disclosure) if you are concerned that you may be, are being, or have been victimised in any way. Quintis will treat this very seriously.

Any person involved in victimising conduct may be subject to disciplinary action (including but not limited to termination of employment or engagement). In some circumstances, this may also be a criminal offence punishable by imprisonment. Quintis may refer any person that has engaged in victimising conduct to law enforcement authorities for further investigation.

Quintis will at all times be able to raise and address with a discloser matters that arise in the ordinary course of their employment or engagement with Quintis (for example, any separate performance or misconduct concerns).

9.3 OTHER PROTECTIONS AVAILABLE

Quintis is committed to making sure that you do not suffer detriment because you Speak Up. The protections offered will be determined by Quintis and depend on things such as the Potential Misconduct and people involved. Protections may include the following, in Quintis' discretion:

- monitoring and managing the behaviour of other employees;
- relocating individuals (which may include the people alleged to have been involved in the Potential Misconduct) to a different division, group or office;
- offering you a leave of absence or flexible workplace arrangements while a matter is investigated;
- a discloser who is a current or former employee may access the Quintis Employee Assistance Program and may also request additional support from Quintis (such as counselling or other support services); and/or
- rectifying any detriment that you have suffered.

Quintis will look for ways to support all people who Speak Up, but it will of course not be able to provide non-employees with the same type and level of support that it provides to employees. Where this Policy cannot be applied to non-employees (for example, because Quintis cannot itself offer flexible workplace arrangements to a supplier), Quintis will still seek to offer as much support as practicable.

10 FALSE OR MISLEADING DISCLOSURES

When Speaking Up, you will be expected to have reasonable grounds to suspect the information you are disclosing is true, but you will not be penalised even if the information turns out to be incorrect. However, you obviously must not make a report that you know is not true or is misleading. Where it is found that a discloser has knowingly made a false report, this may be a breach of Quintis' Code of Conduct and will be considered a serious matter that may result in disciplinary action, up to and including termination of employment or engagement.

11 REPORTING AND AUDITING

The Board will receive a summary of disclosures made under this Policy on a periodic basis, including metrics on disclosures made.

12 AVAILABILITY OF THIS POLICY AND TRAINING

Quintis will seek to ensure that employees (including new employees) are informed about and understand this Policy. Each employee will receive a copy of this Policy and be provided with training about the policy and their rights and obligations under it. Key employees, including Recipients, will receive regular training, including in relation to how to respond to disclosures.

A copy of this Policy will also be available on Quintis' website and on the Quintis intranet.

This Policy does not form part of any terms of employment or engagement and Quintis may change, apply or withdraw this Policy in its discretion.

Any questions about this Policy can be referred to the Quintis' legal team.

RESPONSIBLE OFFICER

The General Manager: Human Resources is responsible for this policy.

DOCUMENT CONTROL

Version	Date Reviewed	Reviewed by	Next review due	Changes
0	20/12/2019	Legal, GM HR Quintis Board		Policy developed by Legal Approved by Quintis Board and implemented
1				
2				
3				
4				

Attachment 1: Protections provided by Australian law

1 WHEN LEGISLATIVE PROTECTIONS MAY APPLY

Under Australian law, legislative protections for Speaking Up are available to certain persons (including current and former employees and suppliers, as well as their relatives and dependants) who make a "protected disclosure" to certain people.

Quintis encourages you to Speak Up to a Recipient described under section 4 of the above Policy. However, the law offers the same protections if you make a "protected disclosure" to a Recipient or to some other persons (in some cases). For example, you can disclose certain information to a longer list of people, beyond those Recipients outlined in section 4.

Details of those persons to whom a "protected disclosure" can be made are set out below in section 2 to this Attachment.

Further details of some specific protections and remedies available to those who make a "protected disclosure" are set out in section 3 to the Attachment. If you make a "protected disclosure" that does not comply with the Policy, you will still be entitled to the legal protections under applicable Australian law.

Please contact Quintis' Legal Team if you would like more information about the protections available under the law.

2 PROTECTED DISCLOSURES

To be a "protected disclosure" information must relate to "disclosable matters" and be made to "eligible" persons or organisations. Examples of this type of information and recipients are outlined in the following table:

Information reported or disclosed	Recipient of disclosed information
<ul style="list-style-type: none"> Information about misconduct, or an improper state of affairs or circumstances in relation to Quintis or a related body corporate. Information that Quintis or any officer or employee of Quintis has engaged in conduct that: <ul style="list-style-type: none"> contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act); represents a danger to the public or the financial system; or constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more. Note that "personal work-related grievances" are not protected disclosures under the law. 	<ul style="list-style-type: none"> A person authorised by Quintis to receive protected disclosures – i.e. Recipients under this Policy. An officer of Quintis or of a related body corporate. An auditor, or a member of an audit team conducting an audit, of Quintis or of a related body corporate. An actuary of Quintis or of a related body corporate. In relation to a disclosure of information by an individual who is an employee of Quintis — a person who supervises or manages the individual. ASIC or APRA. A legal practitioner in some cases.

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- Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to Quintis.
 - Commissioner of Taxation.
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- Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Quintis, which the employee considers may assist the eligible recipient to perform functions or duties in relation to the tax affairs of Quintis.
 - An auditor or a member of an audit team conducting an audit of Quintis.
 - A registered tax agent or BAS agent who provides tax services or BAS services to Quintis.
 - A director, secretary or senior manager of Quintis.
 - An employee or officer of Quintis who has functions or duties that relate to the tax affairs of Quintis.

The law also protects certain disclosures made in "emergency" and "public interest" situations, in which case disclosures can be made to additional recipients. Please contact Quintis' Legal Team if you would like more information about emergency and public interest disclosures.

3 SPECIFIC PROTECTIONS AND REMEDIES

If you make a "protected disclosure", the law provides:

- you are not subject to any civil, criminal or administrative liability for making the disclosure;
- no contractual or other remedy may be enforced or exercised against you on the basis of the disclosure; and
- in some circumstances (e.g. if the disclosure has been made to a regulator), the information you provide is not admissible in evidence against you in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information.

Additional legislative protections and remedies may also be available.