



Whistleblower Policy (Public)

As at
September 2022

Whistleblower Policy

Effective Date: September 2022

This is a BNK Group-wide policy which has been developed to comply with relevant Australian laws in relation to whistleblowing. This is a public version of the policy, from which certain details not suitable for publication (ie personal and internal details) have been removed. Employees and officers of BNK seeking these details should refer to the full policy available internally.

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Whistleblower Policy

1. Overview

The Group does not tolerate known or suspected incidents of illegal, unacceptable or undesirable conduct by its employees.

The Whistleblower Policy is part of our Corporate Governance and Operational Risk Management Framework. Overall governance of the Whistleblower Program is undertaken by the Board Risk and Compliance Committee (BRCC). Day to day operation of the Whistleblower Program is managed by the Chief Risk Officer (CRO). The Policy will be made available by an All staff email and remain accessible on shared drives.

The Whistleblower Policy is applicable to all employees within the Group and the scope extends to employees within outsourced services undertaken on behalf of any business function within the Group. For the purposes of this Policy, 'employees' include all current or former personnel, such as any director, officer, employee, contractor, subcontractor, supplier or agent of the Group and family members of these people as well. It also includes persons who work for BNK Group as a volunteer without reward or expectation of reward for that work.

The Whistleblower Policy complements normal communication channels between people leaders and employees to address questions, concerns, suggestions or complaints. If employees have any concerns about what is proper conduct for themselves or others, it is expected they will do the right thing and raise their concern. In most cases, an employee's immediate supervisor is in the best position to address an area of concern. Serious matters, or matters not satisfactorily resolved, should be escalated through appropriate management channels in the normal course of business.

Where an employee feels unable to raise a concern via standard communication channels for reporting incidents and where the matter comes within the definition of 'Reportable Conduct', an employee can make a 'Protected Disclosure', anonymously if required, which enables formal whistleblower protection to occur in accordance with the Whistleblower Program.

This Policy is intended to encourage and enable employees to raise serious concerns within the Group prior to seeking resolution outside the Group. Processes are in place to ensure employees making Protected Disclosures are protected from reprisals.

When investigating whistleblower allegations the Group balances both the need for a thorough investigation and the need to protect people. All whistleblower allegations will be treated seriously and investigated appropriately. Investigations will be impartial with no presumption of inappropriate conduct.

2. Definitions

2.1. What is a Whistleblower?

For the purposes of this policy, the term "whistleblower" refers to someone who discloses Reportable Conduct to people or authorities that have the power or perceived willingness to take corrective action.

2.2. What is a Protected Disclosure?

A Protected Disclosure is a qualifying disclosure relating to Reportable Conduct made by an employee that entitles the person who made the disclosure to support and protection from reprisals, in accordance with the Whistleblower Program. In order for a disclosure to qualify as a Protected Disclosure the whistleblower must have objectively reasonable grounds to suspect misconduct or a contravention or an improper state of affairs or circumstances, it must relate to Reportable Conduct and be managed under the Whistleblower Program.

2.3 Who can you report a Protected Disclosure to?

A Protected Disclosure can be made under the Whistleblower Program in the following ways:

- by phone or email to a Whistleblower Program Officer (CRO and Head of Internal Audit);
- by referral to a Whistleblower Program Officer; or
- in exceptional circumstances, by phone or email to the relevant Chair of the Risk and Compliance Committee or the Chair of the Board.

2.4. What is Reportable Conduct?

Reportable Conduct is conduct that is illegal, unacceptable or undesirable, or concealment of such conduct. It includes:

2.4.1 Fraudulent or Corrupt Behaviour

Fraud is defined as:

- Dishonest activity that causes actual or potential financial loss, or an unjust advantage,

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to the Group or any person or organisation, including activity involving customers or third parties where Group systems and processes are involved. It includes theft of money, data or other property, whether or not deception is involved;

- Deliberate falsification, concealment, destruction or use of falsified documentation, or intended for use, for a normal business purpose or the improper use of information or position; or
- Knowingly providing or publishing financial records or financial statements that are false or misleading in any material way.

Corrupt behaviour is defined as:

- An employee or contractor dishonestly acting, or dishonestly failing to act, in the performance of functions of their employment, or dishonestly taking advantage of their employment to obtain benefit for himself or herself, the Group or for another person or organisation, or to cause loss to another party / person; or
- Accepting or providing secret commissions or bribes.
- Money Laundering; and
- Terrorist Financing

2.4.2 Adverse Behaviour

Adverse behaviour is defined as:

- Unethical behaviour or misconduct, including breaches of the Group's policies and codes of conduct;
- Other serious improper conduct that may be detrimental to the interests of the Group or cause either financial or non-financial loss (including harassment and unsafe work-practices).

2.4.3 Legal or Regulatory Non-compliance

- Legal or regulatory non-compliance is illegal behaviour (eg theft, drug sale/use, violence or threatened violence and criminal damage against property) and breaches of all applicable legislation, regulations and laws. This includes breaches of health and safety and environmental damage.

2.4.4 Questionable Accounting or Auditing Practices

Questionable accounting includes accounting or auditing practices that:

- May be technically or arguably legal, but do not

comply with the intent or spirit of the law;

- Do not comply with accounting or auditing standards;
- Involve an inappropriate or questionable interpretation of accounting or auditing standards;
- Are fraudulent or deceptive in nature but are either:
 - not undertaken by the employee/s with intent to gain or cause loss; or
 - undertaken in the belief that it may benefit the Group.

2.4.5 "Emergency" or "Public Interest"

'Emergency' or 'Public Interest' disclosures are allowed to be made to journalists or members of Parliament in extreme cases (excluding tax matters) in circumstances where at least 90 days have passed since an earlier Protected Disclosure has been made without reasonable steps having been taken to address the misconduct, or there will be substantial and imminent danger to someone's health or safety.

2.5. Reprisals

Reprisals are adverse actions taken by the Group against a person because of a Protected Disclosure made in accordance with this policy. For the purposes of the Whistleblower Policy, reprisals include (but are not limited to):

- Dismissal or demotion;
- Any form of victimisation, intimidation or harassment;
- Discrimination;
- Current or future bias;
- Action causing injury, loss or damage; or
- Threats (express or implied, conditional or unconditional) to cause detriment, as well as actually causing detriment.

3. Policy Statements

3.1. Duty to disclose 'Reportable Conduct'

It is expected that employees will report known, suspected, or potential cases of Reportable Conduct. Failure to raise issues could result in disciplinary action.

Personal work related grievances are not within scope of Protected Disclosures.

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Personal work-related grievances are those that relate to the discloser's current or former employment and have or tend to have implications for the whistleblower personally but do not:

- a.** Have any other significant implications for the entity; or
- b.** Relate to any conduct, or alleged conduct about a Disclosable Matter.

Examples of personal work related grievance include:

- An interpersonal conflict between the discloser and another employee;
- A decision that does not involve a breach of workplace laws;
- A decision about the engagement, transfer or promotion of the discloser;
- A decision about the terms and conditions of engagement of the discloser; or
- A decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

A personal work related grievance may still qualify for protection if:

- It includes information about misconduct, or information about misconduct or is accompanied by a personal work related grievance (mixed report);
- 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;
- The discloser suffers from or is threatened with detriment for making a disclosure; or
- The discloser seeks legal advice about the operation of the whistleblower protections under the Corporations Act.

Depending on the nature of the Reportable Conduct, a disclosing employee can utilise

standard communication channels. Alternatively, where a matter amounts to 'Reportable Conduct' and an employee feels unable to raise their concern via standard channels, they can report the matter as a Protected Disclosure through the Group's Whistleblower Program.

Where the concern is serious and could result in reprisals against the whistleblower, but has not been made as a Protected Disclosure, the recipient of the concern (for example team leaders or senior management) must treat the matter confidentially and should ensure the matter is referred to the Whistleblower Program.

3.2. Confidentiality and Anonymity

Known or suspected cases of Reportable Conduct reported as Protected Disclosures are treated as being submitted on a confidential basis, with full details known only by Whistleblower Program Officers, and can be made anonymously if required. If an employee chooses to disclose an issue anonymously, this may hinder the ability to fully investigate the matter. Further, it may in certain circumstances prevent the whistleblower from accessing additional protection at law.

Protected Disclosures will be kept confidential to the extent possible, subject to the need to meet legal and regulatory requirements. Disclosures that involve a threat to life or property, illegal activities or legal action against the Group may require actions that do not allow for complete anonymity. In such cases, should it be necessary to disclose the identity of the whistleblower, reasonable steps will be taken to discuss this with the whistleblower first.

Subject to any legal requirements, all employees, including the whistleblower, must protect and maintain the confidentiality surrounding Protected Disclosures, including the identity of people they know or suspect may have made a Protected Disclosure, or who are the subject of a Protected Disclosure. Employees are reminded of their obligation to treat as confidential any information obtained during the course of their work, whether it concerns the Group, its employees or its customers. Failure to maintain confidentiality is a serious matter and subject to disciplinary action; in some cases, criminal and/or other penalties may apply.

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3.3. Handling of Protected Disclosures

Receipt of the Protected Disclosure will be confirmed (if it is not made anonymously) by a Whistleblower Program Officer.

All Protected Disclosures will be investigated on a timely basis and appropriate corrective action taken as warranted by the investigation.

The whistleblower will be kept appropriately informed of the progress of action and outcome taken in respect of the Protected Disclosures they make. The extent to which they can be informed of specifics will vary on a case by case basis.

A summary of Protected Disclosures received will be provided to the Risk and Compliance Committee, where applicable, at least once a year. Anonymity and confidentiality requirements will be observed.

3.4. Questionable Accounting and Auditing Practices

Protected Disclosures involving questionable accounting and auditing practices which may have a material impact on finance, regulatory compliance and reputation will be assessed as a matter of priority. If there is a prima facie case, details will be escalated to Risk and Compliance Committee immediately.

3.5. Protected Disclosure - Protection from Reprisal

Anyone making a Protected Disclosure must have reasonable grounds for believing the information disclosed represents Reportable Conduct. Unsubstantiated allegations which prove to have been made maliciously, or knowingly to be false, will be viewed seriously with disciplinary actions applied as appropriate.

The Group will ensure that measures are taken to protect employees against reprisals as a result of making a Protected Disclosure under this policy, even if the disclosure is subsequently determined to be incorrect or is not substantiated.

As listed in Section 2.5 (Reprisals), it is not acceptable to dismiss, demote, suspend, threaten, harass or otherwise take adverse action (including civil, criminal and administrative liability) against an employee who makes a Protected Disclosure. In addition an employee who retaliates against anyone who makes a Protected Disclosure is

subject to disciplinary action themselves, including potentially termination of employment. Employees are reminded that in certain circumstances, victimisation of whistleblowers can constitute a criminal offence.

The Group will also take steps to provide similar protections to employees who volunteer supporting information as part of the investigation, or who have been requested to assist in investigating Protected Disclosures.

Employees must report reprisals, threatened or actual, or concerns about potential reprisals as a result of making a Protected Disclosure under this policy, or participating in an investigation relating to a Protected Disclosure to the Whistleblower Program.

3.6. Position of a person who is the subject of a Protected Disclosure

A person who is the subject of a Protected Disclosure that is being investigated generally will be:

- Informed as to the substance of the allegations where there are any adverse comments that may be included in a report, memorandum, letter etc. arising out of any such investigation; and
- Given a reasonable opportunity to respond to the allegations.

3.7. Involvement in Reportable Conduct by the person making the disclosure

Making a Protected Disclosure in accordance with the Program does not protect a person from civil or criminal liability for illegal acts or wrongdoing in which they have been involved and which they are disclosing. However if an employee blows the whistle, and actively cooperates in an investigation in which they may be implicated, there may be some cases where the fact they have made a disclosure will be taken into account as a mitigating factor when determining actions that may be taken against them.

4. Special Considerations

This Policy may be varied by the Group and applied in such a way that it complies with legal and reporting obligations in the jurisdictions in which the Group operates.

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Employees may have obligations under Group policies to report certain matters to their supervisor, other Group employees or external parties. Failure to meet these obligations may make the employee liable to disciplinary proceedings or other consequences. If an employee is unsure of their obligations in this regard, they should discuss this with their supervisor.

Employees may have a legal obligation to report certain offences or other matters to government or regulatory authorities. Making a Protected Disclosure in accordance with this policy may not relieve an employee from these legal requirements. In such cases, employees should discuss with a Whistleblower Program Officer, or obtain their own legal advice about whether they have further reporting obligations.

Nothing in this Policy should be interpreted as restricting an employee from raising issues or providing information to a regulator (such as APRA, ASIC or other local regulators), in accordance with any relevant law, regulation or prudential standard.

Further information on whistleblowing can be found in ASIC Information Sheet 239 – How ASIC handles whistleblower reports.

5. Exemption Process

Questionable Accounting or Auditing Practices are to be considered against any specific exemptions that may have been received by the Group eg. ASIC exemptions.

6. Contact Details

Contact the CRO if you have any questions on this policy. Given the size and structure of the Group it is acknowledged some employees may not feel comfortable discussing certain matters with the CRO. In these exceptional circumstances employees can contact the Chair of the Risk and Compliance Committee or the Chair of the Board.

7. Related Policies

- Fit & Proper Policy
- Code of Conduct
- Fraud Policy

8. Whistleblower program

Where an employee believes there is a matter to be reported under this policy, they should first read the policy and follow any guidance provided.

Employees are then encouraged to perform the following actions:

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Steps	Action
1.	<p>If your complaint falls into the category of Whistleblowing, you should:</p> <ul style="list-style-type: none"> • Raise it with your manager, either verbally or in writing; or • Raise it with the next senior person not involved in the alleged wrongdoing. • If you believe your concerns or complaint may not have been satisfactorily addressed, you should refer your concerns to the Managing Director or CRO. • Please note that any directors, officers, employees and contractors (and their employees) can refer concerns or complaints of a serious nature directly to the Chair of the Risk and Compliance Committee.
2.	<p>What you should do after you have disclosed your concerns:</p> <ul style="list-style-type: none"> • Carry out your normal duties and any reasonable directions until the matter is resolved; • You will be protected against any harassment or retaliatory action for reporting your concerns, providing your claim is reasonable, not frivolous and it was reported in accordance with the Whistleblower Policy.
3.	<p>What action will the Group take:</p> <ul style="list-style-type: none"> • Your manager, or senior person to whom you have disclosed the issue, will advise the CRO and where appropriate the Chair of the Risk and Compliance Committee of the issue immediately and conduct a preliminary investigation of the circumstances. • A written report of the outcome of the initial investigation is required to be provided to the Chair of the Risk and Compliance Committee within fourteen (14) days of receipt. • The CRO, who is independent of the business function the complaint is against, will be assigned to fully investigate the complaint. • In handling the investigation, due process will be followed and privacy considerations will apply. The process will be objective, fair and independent. • The CRO or a Whistleblower Program Officer will seek consent for limited disclosure. • An individual affected by the report will be given the opportunity to be aware of the allegations and evidence against them and to respond to such allegations. • Fair treatment of employees who are mentioned in whistleblower disclosures • If the matter is deemed to be of a criminal nature, the police will be contacted. • The Whistleblower will be kept informed throughout the investigation process, and will be provided with a formal response reporting findings at the completion of the investigation. • Matters referred to the Managing Director for investigation, will, on resolution, be reported to the Board. • Reports made directly to the Risk and Compliance Committee will be investigated by that Committee. The Whistleblower will be informed of the progress of any investigation and its outcome by the Committee.
4.	<p>Anonymous disclosures:</p> <ul style="list-style-type: none"> • The Group encourages open reporting of wrongdoing, although it acknowledges that there may be special circumstances where an anonymous report is required. Even in those circumstances the Whistleblower should consider discussing their report with a more senior member of staff before submitting an anonymous report to ensure they are aware of their rights for protection. • Should an anonymous disclosure be received by the Group that has sufficient supporting evidence to justify the claim, an investigation will be undertaken in accordance with the above procedures.

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- Where Reportable Conduct is reported under this policy members are encouraged to formalise the matter in written communication (Letter, Email etc).
- A Whistleblower Program Officer will confirm receipt of the Reportable Conduct and the matter dealt with in accordance with this policy.
- Reportable Conduct is then reported to the Risk and Compliance Committee.
- The Risk and Compliance Committee may involve the Internal Auditor to conduct an investigation on any matters reported.