

Whistleblower Policy

“ This policy recognises that NWIC is committed to a high standard of behaviour and conduct in its business activities and encourages the reporting of any possible wrongdoing by providing a safe, secure and confidential reporting mechanism. ”

Through the implementation, and ongoing review, of this policy, Leed will ensure compliance with whistleblowing protections outlined under the Corporations Act 2001 (Cth) (Corporations Act), the provisions of the tax whistleblower regime under Part IVD of the Taxation Administration Act 1953 (Cth) (Taxation Act) as well as providing an anonymous reporting mechanism to support our compliance with the Modern Slavery Act 2018 (Cth) (Modern Slavery Act).

Key Principles

- Leed encourages individuals to report any matters that they reasonably believe may be unethical, illegal or an improper state of affairs or circumstances (a 'Disclosable Matter') and to feel safe to come forward without fear of retaliation. Speaking up helps the Company to identify and address issues and improve the way we do things.
- When individuals speak up under this policy, the information they provide will be dealt with appropriately and confidentially.
- Leed does not tolerate any form of punishment, disciplinary or retaliatory action taken against anyone for bringing a Disclosable Matter to our attention, or for cooperating with an investigation.
- Leed expects individuals to make reports under this policy honestly and ethically, and to make their report based on reasonable grounds.
- Nothing in this policy prevents any individual from reporting what is reasonably believed to be a breach of the law to an appropriate government authority or from seeking legal advice in relation to the protections available for making a report. Individuals do not require approval from the Company prior to making such a disclosure.

Eligible Reporters

Eligible Reporters are current and former:

- (a) employees of the Company;
- (b) suppliers of services or goods to the Company (whether paid or unpaid) and their employees, including Leed's labour hire workforce, contractors, consultants, service providers and business partners;
- (c) officers and associates of the Company; and
- (d) a relative, dependant or spouse (or that's spouse's dependents) of an individual in 3.1 (a) to (c) above.

Disposable Matters

A Disclosable Matter is a matter that the Eligible Reporter has reasonable grounds to suspect concerns misconduct, or an 'improper state of affairs or circumstances', in relation to:

- (a) Illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property;
- (b) Fraud, money laundering or misappropriation of funds;
- (c) Unlawful, corrupt or irregular use of company funds or practices including offering or accepting a bribe;
- (d) Unethical behaviour, including any breach of Company policy;
- (e) Improper or misleading accounting or financial reporting practices;

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- (f) conduct that constitutes an offence against, or a contravention of the Corporations Act, the Australian Securities and Investments Commission Act 2001 or any other Australian Commonwealth law that is punishable by imprisonment for a period of 12 months or more, or represents a danger to the public or the financial system; or
- (g) conduct that constitutes an offence against, or a contravention of the Modern Slavery Act.

An Eligible Reporter can still qualify for protection even if their disclosure turns out to be incorrect.

Generally, reports that concern personal work-related grievances do not qualify for whistleblower protections, however they may be protected under other legislation, such as the Fair Work Act 2009 (Fair Work Act).

Personal work-related grievances (not covered by this policy) are those that relate to an individual's current or former employment and have, or tend to have, implications for the reporter personally, but do not have any other significant implications for the entity (or another entity) or relate to any conduct, or alleged conduct, about a Disclosable Matter. Examples may include:

- (a) An interpersonal conflict between the employee and another employee;
- (b) A decision relating to the engagement, transfer or promotion of the employee;
- (c) A decision relating to the terms and conditions of engagement of the employee; and
- (d) A decision to suspend or terminate the engagement of the employee, or otherwise to discipline the employee.

However, a personal work-related grievance may still qualify for whistleblower protection if it concerns alleged detriment (or threat thereof) caused to the individual, or any other person, for making (or being able to make) a disclosure. Personal work-related grievances that do not qualify as a disclosable matter under this policy will generally be dealt with in accordance with the Company's procedures for reporting and managing grievances.

- (a) A failure to comply with, or breach of, legal or regulatory requirements in relation to Leed's operations or activities,
- (b) Behaviour that is oppressive, discriminatory or grossly negligent;
- (c) Any behaviour that poses a serious risk to the work, health and safety of any person at the workplace;
- (d) A serious risk to public health, public safety or the environment;
- (e) Any other conduct which may cause loss to Leed or be otherwise detrimental to the interests of Leed;
- (f) engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure;

Reporting a Disclosable Matter

Individuals may obtain further information on this policy, prior to making a disclosure, by contacting the Leed at 08 8132 1044.

Disclosures can be made anonymously and/or confidentially, securely, inside and outside of business. Disclosure methods include in-person reporting, in writing (letter or email), or anonymously using the 'Contact' form available on the Leed website (<http://www.leed.net.au/contact>).

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At Leed, individuals who are eligible to receive disclosures (Eligible Recipients) are:

- (a) Jason Mitchell or Jonny Superina at 08 8132 1044
- (b) any other Officer or Senior Manager of the Company;
- (c) the Company's internal or external auditor (including a member of an audit team conducting an audit);
- (d) Anonymously utilising the 'Contact' form available on the Leed website (<http://www.leed.net.au/contact>).

If the disclosure relates to Leed's tax affairs, a disclosure may also be made to the registered tax agent or BAS agent (within the meaning of the Tax Agent Services Act 2009) engaged by Leed.

Disclosures may also be made to applicable regulators including:

- (a) The Australian Securities and Investments Commission ('ASIC');
- (b) The Australian Prudential Regulation Authority ('APRA'); or
- (c) The Commissioner of Taxation (if the concern relates to the Company's tax affairs).

In certain circumstances Eligible Reporters may also be protected if they make a disclosure to a professional journalist or parliamentarian if they consider that the disclosure is in the 'public interest' (Public Interest Disclosure) or that the disclosure relates to a substantial or imminent danger to health, safety or the environment (Emergency Disclosure). Protection will only be afforded if the requirements set out below are met.

Public Interest Disclosure		Emergency Disclosure
1	A previous report has been made to ASIC or APRA	
2	90 days has passed since making the report	(No wait period)
3	The Eligible Reporter has reasonable grounds to believe that making a further disclosure of the information would be in the public interest	The Eligible Reporter 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
4	The Eligible Reporter has provided written notification to ASIC/APRA that they intend to make a Public Interest or Emergency Disclosure and they provide enough information to identify the previous disclosure	
5	The Eligible Reporter makes a disclosure to a member of Commonwealth, State Parliament or the legislature of a Territory, or to a professional journalist	
6	The information disclosed provides no more detail than necessary to inform the recipient of the misconduct or improper state of affairs or circumstances	The information disclosed provides no more detail than necessary to inform the recipient of the substantial and imminent danger

Leed recommends that individuals seek independent legal advice before making a Public Interest or Emergency Disclosure.

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Investigation of a Disclosable Matter

Upon receipt of a Disclosable Matter, the Eligible Recipient will confer with the Whistleblower Protection Officer to determine whether the disclosure qualifies for whistleblower protections (Qualifying Disclosure), whether a formal in-depth investigation is required, and if so, assign the matter to the Whistleblower Investigation Officer. If specifically requested by the Eligible Reporter, or if deemed more appropriate by the Eligible Recipient, the matter may be referred directly to either of the Company's NonExecutive Directors for review.

When a report is made or shortly thereafter, the Company will seek the Eligible Reporter's consent to disclose their identity and any information that is likely to lead to their identification. The Eligible Reporter can select one of two options:

- (c) To make a confidential disclosure – this means the Eligible Reporter consents for their identity to be disclosed for the purposes of investigating the concern, and for reporting to relevant stakeholders. This is the preferred option because Leed will be best placed to fully investigate the matter, and provide the Eligible Reporter with ongoing protection and support.
or
- (d) To remain anonymous – this means the Eligible Reporter does not tell Leed who they are. This is the least preferred option because Leed has limited ability to seek further information from the Eligible Reporter and in some circumstances, it could be difficult to investigate the matter fully or even at all. Knowing the Eligible Reporter's identity may help Leed better protect the Eligible Reporter from detrimental conduct and improve the effectiveness of the investigation. (i) Note that for legal and regulatory reasons, the Company may need to disclose the Eligible Reporter's identity to lawyers, regulators and or law enforcement authorities, regardless of the level of consent that has been provided.
- (e) To help the Company to protect the Eligible Reporter and their identity, the Eligible Reporter should not share details of the matter, their report, or communications with Leed with others outside of the relevant investigation team. Of course, Eligible Reporters have the right to communicate with lawyers, regulators and law enforcement authorities at any time.

To assist with investigation, the Company may also ask the Eligible Reporter for consent to a limited disclosure.

Without the reporter's consent, the Company cannot disclose information as part of its investigation process—unless:

- (a) the information does not include the reporter's identity;
- (b) the Company removes information relating to the reporter's identity or other information that is likely to lead to the identification of the reporter (e.g. the reporter's name, position title and other identifying details); and
- (c) it is reasonably necessary for investigating the issues raised in the disclosure.

Although the investigation process may vary depending on the nature of the disclosure, the Company will ensure that all investigations are objective, fair and independent, while preserving the confidentiality of the investigation. The Company will also ensure the fair treatment of employees who are mentioned in, or the subject of a disclosure. Fairness and independence will be achieved by:

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- (a) Investigations being conducted independently of the reporter, the individuals who are the subject of the disclosure, and the area of the business involved;
- (b) Investigations will be conducted in a timely manner without any unreasonable delays;
- (c) Record keeping and documentation throughout the process being appropriately maintained.

It is also open to the Company to investigate a disclosure by conducting a broad review on the subject matter or the work area disclosed. In addition, it could investigate an anonymous disclosure, even if it cannot get in contact with the reporter, if the reporter has provided sufficient information to the entity and the entity removes information that is likely to lead to the identification of the reporter.

If requested, the Eligible Reporter may receive general information on the progress and closing of any investigation and its outcome, unless giving such feedback would be detrimental to the investigation. The reporter will be informed if no reasonable cause is found to pursue the concern and conduct further investigation.

The Company may not be able to undertake an investigation if it is not able to contact the reporter (e.g., if a disclosure is made anonymously and the reporter has refused to provide, or has not provided, a means of contacting them).

Protection for Eligible Reporters

The following protections are available to Eligible Reporters who make a Qualifying Disclosure:

- (a) Protection of confidentiality
 - (i) It is illegal to disclose an Eligible Reporter's identity or any information likely to lead to their identification, except when:
 - (A) the Eligible Reporter consents; To make a confidential disclosure – this means the Eligible Reporter consents for their identity to be disclosed for the purposes of investigating the concern, and for reporting to relevant stakeholders. This is the preferred option because Leed will be best placed to fully investigate the matter, and provide the Eligible Reporter with ongoing protection and support.
 - (B) disclosure is made to ASIC, APRA or a member of the Australian Federal Police, or if the report relates to a tax matter, the Commissioner of Taxation;
 - (C) disclosure is made to a lawyer in order to obtain legal advice or representation in relation to the operation of these protections; or
 - (D) information likely to lead to the identification of the Eligible Reporter (but not the Eligible Reporter's identity) is disclosed because it is reasonably necessary for the purpose of investigating the matter, and all reasonable steps are taken to reduce the risk that the Eligible Reporter will be identified.
- (b) Protection from detriment
 - (i) It is illegal to engage in, or threaten to engage in, detrimental conduct because an Eligible Reporter (or any other person) has raised, may have raised, proposes to raise or could raise a concern.
- (c) Immunity from some types of liability
 - (i) An Eligible Reporter may also be entitled to other legal protections in certain circumstances, including:
 - (A) protection from civil, criminal or administrative legal action for making a report;
 - (B) protection from contractual or other remedies being sought against them on the basis that they made a report;

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(C) the information they provide may not be admissible in evidence against them in legal proceedings; and (unless they have provided false information).

Detrimental Conduct may include:	Detrimental Conduct does not include
dismissal of an employee	administrative action that is reasonable for the purpose of protecting a reporter from detriment (e.g. moving a reporter who has made a disclosure about their immediate work area to another office to prevent them from detriment);
injury of an employee in his or her employment	managing a reporter's unsatisfactory work performance, if the action is in line with the entity's performance management framework
alteration of an employee's position or duties to his or her disadvantage	
discrimination between an employee and other employees of the same employer	
harassment or intimidation of a person;	
harm or injury to a person, including psychological harm;	
damage to a person's property;	
damage to a person's reputation;	
damage to a person's business or financial position; or any other damage to a person.	

Compensation and remedies may be sought by an Eligible Reporter (or any other employee or person) through the courts if:

- (i) they suffer loss, damage or injury because of a disclosure; and
- (ii) the entity failed to take reasonable precautions and exercise due diligence to prevent the Detrimental Conduct.

Review Mechanism

In the event that the Eligible Reporter is not satisfied with the outcome of an investigation they may request a review of the investigation process.

- (a) Such a request should be made to either of the Non-Executive Directors and include the following details:
 - (i) Who the recipient was of the initial disclosure
 - (ii) When the initial disclosure was made
 - (iii) Details of the disclosure Version Control
 - (iii) Any additional or new information relevant to the disclosure

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- (b) The Non-Executive Directors are not obliged to reopen an investigation and can conclude a review they find that the investigation was conducted properly, or new information is either not available or would not change the findings of the investigation.
- (c) If the Eligible Reporter remains dissatisfied with the outcome of the Company's investigation they may lodge a complaint with a regulator, such as ASIC, APRA or the ATO.

Support for reporters and other individuals

The Leed Employee Assistance Program (EAP), provided by ACCESS Programs, offers 24-hour telephone contact with counselling available in a variety of convenient locations across Australia. The EAP counsellors are independent of Leed and are committed to maintaining confidentiality and can be contacted on 1300 66 77 00.

Definitions

Corporations Act – Corporations Act 2001 (Cth), including regulations made for the purposes of that Act.

Detrimental Conduct – Conduct, or a threat to engage in conduct, that causes detriment (harm or damage) to a Eligible Reporter.

Disclosure – A disclosure of information relating to wrongdoing or a Disclosable Matter.

Disclosable Matter – A Disclosable Matter is a matter that the Eligible Reporter has reasonable grounds to suspect activity that is corrupt dishonest, or unethical, illegal, or activity that is misconduct, or an 'improper state of affairs or circumstances' as defined in Disclosable Matters a) to l).

Eligible Recipient – An individual, as defined in Reporting Disclosable Matters, who is eligible under this policy to receive a disclosure concerning a Disclosable Matter

Eligible Reporter - An individual as defined in Eligible Reporters as eligible to make a report regarding a Disclosable Matter.

Emergency Disclosure – The disclosure of information to a journalist or parliamentarian, where the reporter 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. The disclosure must meet a number of other criteria to qualify.

Modern Slavery Act – Modern Slavery Act 2018 (Cth), including regulations made for the purposes of that Act

Non-Executive Director – of the company means a person who is appointed to the position of a director on the Company Board of Directors, but who is not employed by the Company Officer:

- (a) a director or secretary of the corporation; or
- (b) a person:
 - (i) who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of the corporation; or
 - (ii) who has the capacity to significantly affect the corporation's financial standing; or
 - (iv) in accordance with whose instructions or wishes the directors of the corporation are accustomed to act (excluding advice given by the person in the proper performance of functions attaching to the person's professional capacity or their business relationship with the directors or the corporation); or

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- (c) a receiver, or receiver and manager, of the property of the corporation; or
- (d) an administrator of the corporation; or
- (e) an administrator of a deed of company arrangement executed by the corporation; or
- (f) a liquidator of the corporation; or
- (g) a trustee or other person administering a compromise or arrangement made between the corporation and someone else.

Personal work-related grievance – A disclosure that relates to the reporter's current or former employment, which has implications for the reporter personally, but does not:

- have any other significant implications for the entity (or another entity); or
- relate to conduct, or alleged conduct, about a Disclosable Matter

Public Interest Disclosure – The disclosure of information to a journalist or a parliamentarian, where the reporter has reasonable grounds to believe that making a further disclosure of the information is in the public interest. The disclosure must meet a number of other criteria to qualify.

Qualifying Disclosure – A Qualifying Disclosure means a disclosure that meets each of the following criteria:

- a) the report is made by an Eligible Reporter;
- b) the report is made directly to an Eligible Recipient or Regulator as described in Reporting Disclosable Matters;
- c) the Eligible Reporter has reasonable grounds to suspect the information concerns a disclosable Matter in relation to Leed.

A Qualifying Disclosure also includes:

- a) a disclosure made to a legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower laws (whether or not the report relates to a Disclosable Matter); or
- b) a disclosure made by an Eligible Reporter as a Public Interest Disclosure or an Emergency Disclosure as described in the table within Reporting a Disclosable Matter.

Senior Manager – an employee of the Company (other than a director or secretary of the corporation) who:

- makes or participates in making decisions that affect the whole, or a substantial part, of the business of the entity; or
- has the capacity to significantly affect the entity's financial standing. At Leed, Senior Managers include Leigh Sutherland, General Superintendent, Paul Teakle, General Manager Operations and Jo Friedrichs, General Manager Corporate Services.

- **Taxation Administration Act** – Taxation Administration Act 1953 (Cth), including regulations made for the purposes of that Act

- **Whistleblower Investigation Officer** – Responsible under this policy for investigating disclosures as assigned by the Whistleblower Protection Officer or Non-Executive Director(s). This role will generally be performed by the HR Manager but may re-assigned depending on the nature of the disclosure and the part of the business affected.

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- **Whistleblower Protection Officer** – Responsible under this policy for protecting or safeguarding Eligible Reporters and ensuring the integrity of the reporting mechanism. This role will generally be performed by the General Manager Corporate Services, but may re-assigned depending on the nature of the disclosure and the part of the business affected.