



## **TYRE STEWARDSHIP AUSTRALIA LIMITED**

### **WHISTLEBLOWER POLICY v1.2**

#### **INTRODUCTION**

Tyre Stewardship Australia Limited (TSA) is committed to the highest standards of conduct and ethical behaviour in all of our business activities. TSA supports a culture of honest and ethical behaviour in ensuring good corporate compliance and governance.

TSA encourages the reporting of any instances of suspected misconduct including unethical, illegal, fraudulent or undesirable conduct involving TSA. TSA will ensure that those persons who make a report shall do so without fear of intimidation, disadvantage or reprisal.

#### **PURPOSE**

The purpose of this policy is to set out:

- the types of reportable conduct that qualify for 'whistleblower' protection;
- the protections available to whistleblowers;
- who reportable conduct can be reported to and how to make reports;
- how TSA will support and protect whistleblowers;
- how TSA will investigate reportable conduct; and
- how TSA will ensure fair treatment of employees who make, or are the subject of reports.

#### **GUIDELINES**

##### **AVAILABILITY OF POLICY**

A copy of this policy will be provided to new Directors, Officers, employees and contractors as part of their engagement or induction.

##### **WHAT IS REPORTABLE CONDUCT?**

You may make a report as a 'whistleblower' under this policy if you have reasonable grounds to suspect that the disclosed information concerns misconduct, an improper state of affairs or circumstances in relation to TSA, or systemic issues within the business.

'Reportable conduct' may include:

- dishonest, fraudulent or corrupt activity, including bribery;
- illegal or unlawful activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);

- unethical behaviour or breach of TSA's policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching TSA's Code of Conduct or other policies or procedures);
- potentially damaging conduct to TSA, a TSA employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of TSA property or resources;
- conduct that amounts to an abuse of authority;
- conduct that may cause financial loss to TSA or damage its reputation or be otherwise detrimental to TSA's interests;
- improper conduct in relation to TSA's tax affairs; or
- conduct that involves any other kind of serious impropriety.

'Reasonable grounds' requires you to have an objective basis for the report of misconduct. Reports which are not made on a 'reasonable grounds' may not attract 'whistleblower' protection and may be considered vexatious.

### **WHO IS AN ELIGIBLE WHISTLEBLOWER?**

The following persons are capable of being 'eligible whistleblowers':

- any current or former officer of TSA;
- any current or former employee of TSA;
- any person who supplies or has supplied goods or services to TSA or its employees; and
- the family members of the above categories of persons.

### **WHO CAN I MAKE A REPORT ?**

TSA has a number of channels for making a report if you become aware of any issues or behaviour which you consider to be Reportable Conduct. Reports can be made to any of the following:

#### **Internal Reporting**

##### **a) Managers and Officers:**

You may raise the matter with any of TSA's officers or with your immediate manager or CEO. A supervisor in receipt of a report must take the matter to a Protected Disclosure Officer or a senior executive within the division/business unit, in accordance with the protocols regarding confidentiality set out in section 7 below.

TSA's employees or contractors working within a TSA team may also report directly to a Protected Disclosure Officer, as outlined below.

##### **b) Protected Disclosure Officers:**

Chair of the Board	Mr David Spear
	Phone: 0408 404 910
	Email: <a href="mailto:david.spear@vuca.com.au">david.spear@vuca.com.au</a>
	Mail: Marked "Confidential"
	c/- Tyre Stewardship Australia
	2/59 Keele St, Collingwood, VIC 3066

Chair of Finance and  
Audit Committee

Mr David Lane Phone:  
0407 899 232  
Email: [david.lane@michelin.com](mailto:david.lane@michelin.com)  
Mail: Marked "Confidential"  
c/- Tyre Stewardship Australia  
2/59 Keele St, Collingwood, VIC 3066

Chair of Research  
Advisory Committee

Mr Peter Kreitals Phone:  
0412 101 590  
Email: [peterk@kreitals.com.au](mailto:peterk@kreitals.com.au)  
Mail: Marked "Confidential"  
c/- Tyre Stewardship Australia  
2/59 Keele St, Collingwood, VIC 3066

Managing Director  
Now Actually  
Human Resources

Jenna Paulin  
Phone: 0447 016 045  
Email: [jenna.paulin@nowactually.com.au](mailto:jenna.paulin@nowactually.com.au)

#### **c) Commonwealth Agencies:**

In addition, reports may be made to the following external regulatory organizations:

- Australian Securities and Investments Commission (ASIC) [www.asic.gov.au](http://www.asic.gov.au);
- Australian Prudential Regulatory Authority (APRA) [www.apra.gov.au](http://www.apra.gov.au);
- the Commissioner of Taxation (ATO) [www.ato.gov.au](http://www.ato.gov.au); or
- the Australia Federal Police (AFP) [www.afp.gov.au](http://www.afp.gov.au).

#### **d) Lawyer:**

Reports may be made to a lawyer for the purposes of obtaining legal advice.

### **EMERGENCY DISCLOSURE**

An 'emergency disclosure' may be made to parliament or a journalist if:

- you have first made a qualifying disclosure to ASIC, APRA, the Commissioner or Taxation or a prescribed Commonwealth authority;
- a reasonable period must have passed since that disclosure was made;
- you have reasonable grounds to believe that there is an imminent risk of serious harm or danger to public health or safety, or to the financial system, if the information is not acted on immediately; and
- after the end of the reasonable period, you gave notice to the body to which the original disclosure was made that states that you intend to make an emergency disclosure and which notice includes sufficient information to identify the original disclosure.

### **TSA'S INVESTIGATION OF REPORTABLE CONDUCT**

TSA will investigate all matters reported under this Policy as soon as possible after the matter has been reported. A Protected Disclosure Officer may appoint an internal or external person to assist in, or to carry out the investigation of a matter raised in a report. Where appropriate, TSA will provide feedback to the whistleblower regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made).

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.

A whistleblower may be identified in the course of the investigation, even when their identity has not been disclosed, or a report was made anonymously. Where this occurs, the whistleblowers identity will be protected.

Due process shall be observed before any action is taken against a person against whom a disclosure is made. Such action will only occur where there is cogent evidence of the alleged misconduct or improper state of affairs or circumstances.

## **PROTECTION OF WHISTLEBLOWERS**

TSA is committed to ensuring confidentiality in respect of all matters raised under this policy, so that those who make a report on reasonable grounds are treated fairly and do not suffer any disadvantage.

- **Protection of your identity and confidentiality**

You may make a report anonymously, or you may identify yourself.

Subject to compliance with legal requirements, upon receiving a report under this Policy, TSA will not, nor will any supervisor, manager or Protected Disclosure Officer, disclose any particulars that would suggest or reveal your identity as a whistleblower, without first obtaining your consent.

However, TSA encourages all notifiers, where they are comfortable doing so, to provide their name and consent to this being shared with the investigator to:

- facilitate an effective investigation into the reported conduct. Investigations into anonymous complaints can be limited if further information is needed from the notifier;
- ensure that the notifier is afforded all relevant protections; and
- ensure that there are no inadvertent breaches of confidentiality obligations.

While anonymous reports will be treated with the same seriousness as all reports, it can be difficult to properly investigate matters where the notifier is anonymous.

If you do not consent to your identity being disclosed to any other persons, it will still be lawful to:

- disclose your identity to:
- ASIC, APRA, the AFP or the Commissioner of Taxation;
- a legal practitioner for the purposes of obtaining advice about the disclosure; or
- to a body prescribed by the regulations,
- disclose information that may lead to the identification of the individual if this is reasonably necessary for the purpose of investigating the disclosure.

Any disclosure that you consent to will be on a strictly confidential basis.

- **Protection of files and records**

All files and records created from an investigation will be retained under strict security and unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know to take appropriate action, to obtain legal advice or for corporate governance purposes) without your consent as a whistleblower will be a breach of this policy.

You are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with under TSA’s disciplinary procedures.

- **Fairness**

It is unlawful for a TSA employee or contractor to be subjected to detrimental treatment as a result of making a report on reasonable grounds under this policy.

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report.

If you believe you have been subjected to detrimental treatment because you made a report under this Policy, you should contact a senior supervisor, or the Public Disclosure Officers for immediate assistance.

### **DUTIES OF EMPLOYEES IN RELATION TO REPORTABLE CONTACT**

It is expected that employees of TSA who become aware of known, suspected, or potential cases of Reportable Conduct will make a report under this policy or under other applicable policies.

### **AMENDMENT OF THIS POLICY**

This policy cannot be amended without approval from the TSA Board. It will be reviewed annually to ensure that it remains effective, legally compliant and meets best practice standards.

### **REFERENCES AND RELATED DOCUMENTS**

TSA Code of Conduct

### **DOCUMENT CONTROL**

<b>Authorised by:</b>	<b>Signature:</b>	<b>Date:</b>
Lina Goodman CEO, Tyre Stewardship AU		13 December 2019

### **DOCUMENT CHANGE CONTROL HISTORY**

<b>Version No.</b>	<b>Version Date</b>	<b>Author</b>	<b>Nature of Amendment</b>
1	13 Dec 2019	Lina Goodman	Draft
1.1	31 Jan 2020	Marissa Johnston	Formatted Whistleblower Policy
1.2	15 Sep 2020	Marissa Johnston	Updated Jenna Paulin’s details

This policy supersedes all previous versions