
**WHISTLEBLOWER
POLICY**

PART A – POLICY

1 Policy and Objectives

1.1. Overview

Seven West Media (SWM) is committed to compliance with ethical business practice and this Whistleblower Policy ('the Policy') has been designed to encourage: all SWM personnel (employees, contractors, agency staff, consultants, run of show, freelancers and contributors); and external parties (former directors, employees, relatives and dependants of directors and employees, and employees of suppliers as well as their relatives and dependants) to raise any concerns and report instances of fraud, corruption and misconduct, where there are objectively reasonable grounds to suspect wrongdoing, without fear of intimidation, disadvantage or reprisal.

This policy seeks to align with the Corporations Act 2011 as amended by the Treasury Laws Amendments (Enhancing Whistleblower Protections) Act 2019 (Act), specifically considering the ASIC Regulatory Guide 270 (RG270). SWM places great importance on compliance with the legislation. Offences under the legislation include: engaging in detrimental conduct against a whistleblower or someone who could become a whistleblower and for breaching confidentiality.

1.2. Policy Objectives

The objectives of the Policy are to communicate the principles and procedures for reporting and escalating matters involving Fraud, Corruption and misconduct and the protection provided to those who report, or are witness to, any such conduct.

2 Policy Principles

2.1. General

SWM has various guidelines, policies and procedures that deal with the expected behaviour of personnel, including the SWM Values, Employee Conduct Guidelines and the Fraud, Anti-Bribery & Corruption Policy.

All parties are encouraged to raise matters in accordance with section 4.1 of this policy and report via the channels communicated in section 5.1.

SWM is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report with belief on reasonable grounds are treated fairly and do not suffer any disadvantage as a result of making their complaint.

3 Scope

3.1. General

The Policy applies to:

- (a) All SWM personnel (employees, contractors, agency staff, consultants, run of show, freelancers and contributors)
- (b) All external eligible whistleblowers/ reporting parties of SWM (former directors, employees, relatives and dependants of directors and employees, and employees of suppliers as well as their relatives and dependants); and
- (c) All activities of SWM and its related entities.

This policy does not cover workplace grievances, as detailed in the Act.

4 Policy Statements

4.1. Types of Disclosure

The types of conduct that may be reported under the Policy include any misconduct or an improper state of affairs or circumstances of a director, officer, employee, contractor or third party, whether actual or suspected, where the reporting party believes on reasonable grounds the conduct to be:

- Fraudulent or corrupt (i.e. obtained benefit via deception);
- Illegal (such as theft or criminal damage to property) or in breach of legislation;
- An abuse of authority;
- A threat to health, safety or the environment; or
- Otherwise dishonest, unethical conduct.

If the reported matter is reasonably suspected to be a breach of the Corporations Act or the Australian Securities and Investment Commission (ASIC) Act it will be dealt with in accordance with these Acts, including the provision of all protection afforded by these Acts.

This Policy requires individuals to raise only genuine concerns which are based on objectively reasonable grounds. Accordingly, in making a disclosure, you must:

- Have objectively reasonable grounds to suspect wrongdoing;
- Not make false allegations; and
- Not seek any personal gain.

4.2. Protection of Whistleblowers

Subject to compliance with legal requirements, upon receiving a report under this Policy, SWM will use reasonable efforts not to disclose any particulars that would suggest or reveal your identity as a whistleblower.

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

All files and records created from an investigation will be retained securely on SWM's systems, only accessible by authorised individuals and password protected where necessary. Release of information to someone not involved in the investigation without your consent as a whistleblower will be a breach of this Policy.

Whistleblowers are assured that a release of information in breach of this Policy will be regarded as a serious matter.

The whistleblower is afforded immunities and protections under the law. A person who makes a disclosure which is then managed under this Policy will not be victimised, harassed or disadvantaged as a result of making a disclosure or cooperating with an investigation.

Disciplinary action will apply to anyone breaching this policy by engaging in detrimental conduct to someone who has come forward as a whistleblower (or who could come forward as a whistleblower).

A person who reports a concern to their line manager / supervisor or even another colleague will be afforded the same automatic protection as a person who makes a report to a specific internal channel or to an external channel and / or states at the time of reporting that they are seeking protection as a whistleblower (that will not necessarily include active protection by the Whistleblower Protection Officer (Chairman of SWM Audit & Risk Committee) but will include a statement that an employee taking detrimental action commits against a person who could become a whistleblower a serious disciplinary breach).

The whistleblower will not be subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure.

Protections apply under the legislation as regards admissibility in evidence against the person in criminal proceedings or in proceedings for the imposition of a penalty, excluding proceedings in respect of the falsity of the information.

PART B – PROCEDURES

5 Reporting Channels

5.1. External Contacts

Fraud, Corruption or misconduct covered by this Policy can be reported directly to an independent third party who provide a service with the option for the reporting party to remain completely anonymous.

The service, operated by RightCall, can be contacted through any one of these channels:

RightCall Hotline

- Within Australia: 1800 177 212 (toll free)
- Within New Zealand: 0800 402 735 (toll free)
- Outside Australia and New Zealand: +61 499 221 005 (tolled international call)

RightCall Website

- Submit a report via www.rightcall.com.au/swm

Email

- Send an email to report@rightcall.com.au

SMS

- Send a text message to 0499 221 005

Post

- Write to 'RightCall' in an envelope marked 'Confidential' to GPO Box 24371, Melbourne 3001

RightCall will not attempt to identify the reporting party in any way if it is the reporting party's wish to remain anonymous.

Reporting parties who wish to provide their identity to RightCall, but wish to remain anonymous in any communication to SWM, will have their identity kept confidential by RightCall.

Under no circumstances will RightCall communicate information to SWM, or any other party, that the reporting party wishes to remain confidential unless compelled to do so by force of law.

5.2. Internal Contacts

The Chairman of the SWM Audit & Risk Committee is the primary point of contact within SWM for matters involving Fraud, Corruption or misconduct.

The Chairman of SWM Audit & Risk Committee will not attempt to identify the reporting party in any way if it is the reporting party's wish to remain anonymous.

Reporting parties who wish to provide their identity to the Chairman of SWM Audit & Risk Committee, but wish to remain anonymous in any communication to other parties within or outside SWM, will have their identity kept confidential.

Under no circumstances will the Chairman of SWM Audit & Risk Committee communicate information to other parties within or outside SWM that the reporting party wishes to remain confidential unless compelled to do so by force of law.

Disclosures can also be made to SWM's external auditor, board members, the company secretary, senior executives and senior managers (directors and heads of department).

5.3. Investigative Process

Disclosures managed under this Policy will initially be reviewed to determine whether the disclosure should be managed under an existing SWM policy or whether independent

investigation is appropriate, and in such circumstances, all investigation outcomes will be reported to the Audit & Risk Committee (protecting relevant confidentiality where applicable). Investigations will be carried out by SWM's Risk Assurance and Internal Audit team, taking an evidence based approach, applying the rules of natural justice and endeavouring to ensure fair treatment.

Generally, where the identity of the whistleblower is known, the person who makes the disclosure will be kept informed of the outcome of the investigation, subject to considerations of the privacy of those against whom allegations are made and normal confidentiality requirements. There will be fair treatment of any parties mentioned in the disclosure throughout an investigation.

5.4 Malicious Allegations

SWM expects all parties involved to act honestly and with objectively reasonable grounds to suspect wrongdoing when disclosing information under this Policy or taking part in an investigation.

Any deliberately false or malicious allegations, whether under this Policy or otherwise, will be treated as a serious matter, as such false or malicious allegations could have significant effects on SWM's reputation and the reputations of the individual/s involved.

PART C – PROTECTED DISCLOSURES

Under Sec 1317AA (1) a disclosure to ASIC by an eligible whistleblower about any disclosable matter may be protected.

Eligible whistleblowers who have previously made disclosures, may also make immediate disclosures to a federal or state parliamentarian or journalist in circumstances where the whistleblower has objectively 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'.

Further, eligible whistleblowers may make disclosures to ASIC, Australian Prudential Regulation Authority (APRA) or relevant Commonwealth authorities, and a disclosure may be made to a legal practitioner for the purpose of obtaining legal advice or legal representation.

PART D – FURTHER INFORMATION

All queries regarding this Policy should be directed to the Chairman of SWM Audit & Risk Committee.

This Policy is made available on SWM's website, on SWM's intranet and communicated to all members of SWM staff.

Last amended: December 2019