

Whistleblower Protection Policy

Think Tank Group of Companies

("Think Tank" or the "Company")

Purpose

Think Tank is committed to the highest standards of legal, ethical and moral behaviour. We promote a culture of conducting our business with honesty and integrity and do not tolerate unethical, unlawful or undesirable conduct. Our Whistleblower Protection Policy is designed to deter wrongdoing and to encourage reporting of actual or suspected wrongdoing through appropriate channels.

All reports made under this policy will be treated seriously and investigated carefully. Think Tank commits to deal with whistleblower disclosures in a transparent and timely way that protects the identity and confidentiality of the whistleblower, provides fair treatment to persons named in whistleblower disclosures and facilitates appropriate investigation of whistleblower disclosures. Think Tank is committed to protecting the wellbeing and reputation of anyone who raises a concern and any reports can be made without fear of retaliation.

Scope

This policy outlines how to raise a concern about suspected or actual unethical or unlawful behaviour and applies to eligible whistleblowers:

- Current and former employees (including contractors and temporary staff members);
- Current and former service providers and suppliers whether paid or unpaid;
- Employees of current or former providers and suppliers;
- Current and former directors and officers; and
- Any relatives, spouses or dependents of those listed above and associates of Think Tank.

What is reportable conduct?

Reportable conduct includes any conduct that is:

- Dishonest, fraudulent or corrupt;
- Misleading and deceptive conduct;
- Illegal (including breaches of legislation such as NCCP Act or the AML/CTF Act, theft, drug sale; or use, violence or property damage);
- Unethical (such as dishonestly altering company records or engaging in questionable accounting practices or wilfully breaching Think Tank's Code of Professional Conduct);
- Potentially damaging or dangerous such as unsafe work practices or a serious mismanagement of company resources;
- Detrimental to Think Tank's reputation; or
- Involves any other kind of serious impropriety.

Please note that this policy does not apply to customer complaints. Customers may raise their concerns via Thinktank's Internal Dispute Resolution (IDR) process or External Dispute Resolution (EDR) process, details of both which may be found on the company's website.

The protections provided to whistleblowers under the Corporations Act only apply to disclosures that contain information that the eligible whistleblower has reasonable grounds to suspect is a disclosable matter in that:

- it concerns misconduct or an improper state of affairs in relation to Think Tank Group; or
- it indicates that Think Tank Group or an officer or employee of Think Tank Group has engaged in conduct that:
 - constitutes an offence against, or a contravention of, financial services laws;
 - constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
 - represents a danger to the public or the financial system.

The Corporations Act also specifically protects “public interest disclosures” and “emergency disclosures” in certain circumstances.

A whistleblower should not use the whistleblower service to report a personal work-related grievance or a third party complaint about a matter that does not amount to misconduct that could be effectively managed through our existing internal reporting procedures.

How to report a concern

A person as per the whistleblower scope above who has reasonable grounds for suspecting wrongdoing is encouraged to raise their concern with their most direct Think Tank Manager. The Manager must report the matter to a senior Thinktank Manager who is then responsible for ensuring it is properly addressed, which may include appointing an external party to investigate all related matters and circumstances.

Where the whistleblower does not feel comfortable reporting their concerns to their Manager (or they have previously done so and believes no action has been taken) matters may be reported directly to one of the Whistleblower Officers. A whistleblower is also not obligated to disclose their identity. Anonymous disclosures are still protected under the Corporations Act and whistleblowers can choose to remain anonymous while making a disclosure.

If you would like to make a whistleblower disclosure, contact one of the following Whistleblower Protection Officers:

Michelle Anderson
Senior Manager People & Culture
02 8669 5531
Email: manderson@thinktank.net.au
Level 24, 100 Miller Street, North Sydney, NSW 2060

Per Amundsen
Company Secretary
02 8669 5515
Email: pamundsen@thinktank.net.au
Level 24, 100 Miller Street, North Sydney, NSW 2060

Ben Jenkins
Non-executive Director
08 9420 7035
Email: ben.jenkins@afgonline.com.au
100 Havelock Street, West Perth, WA 6005

A disclosure or report to a Whistleblower Protection Officer should include a description of the suspected wrongdoing and ideally will include details such as the date, time, location, name of the person(s) involved, possible witnesses and any other relevant witnesses.

In the case of alleged or suspected wrongdoing involving senior Think Tank management or if the whistleblower is not comfortable making a disclosure to a Whistleblower Protection Officer then they can contact our external whistleblower officer. The external whistleblower officer designated to receive reports of alleged or suspected wrongdoing is BDO Secure and can be contacted via telephone at 1300 408 955, by email at securebdo@bdo.com.au or via their online portal access at webpage <https://www.bdo.com.au/bdosecure>.

'Public interest' or 'emergency' disclosures can be made to a journalist or parliamentarian in certain circumstances and qualify for protection, and it is important that disclosers understand the criteria for making a public interest or emergency disclosure before considering to make such a disclosure. Such criteria includes that a disclosure has already been made to ASIC, APRA or other prescribed body and written notice provided. In a case of a public interest disclosure, at least 90 days must have passed since the previous disclosure. A whistleblower should seek independent legal advice if they wish to make a public interest or emergency disclosure.

Investigation of Allegations

All reports will be investigated in a fair, impartial and timely way. Investigations will be conducted without bias and any person against whom an allegation is made will be given the opportunity to respond.

All reasonable care will be taken during the course of an investigation to maintain the confidentiality of the whistleblower's identity. The Whistleblower Protection Officer will assess each disclosure to determine whether it qualifies for protection under the Corporations Act and the nature of the investigation required.

The time required to complete an investigation may vary and will depend upon the particular circumstances and level of complexity of the matters under investigation. Feedback to the whistleblower about the progress of the investigation will be provided where it is considered appropriate. Where a whistleblower chooses to remain anonymous but wishes to receive feedback, they are encouraged to consider options to maintain ongoing communication with Think Tank such as by providing an anonymous email address or phone number.

At the end of the investigation, the investigator will report their findings to the CEO, or alternatively Chairman, who will determine the appropriate response and ultimately the review findings will be provided to the Board Audit, Risk and Finance Committee. Think Tank is committed to implementing the findings and recommendations of any investigation to rectify any wrongdoing as far as is practicable in the circumstances.

Where issues of discipline arise, the response will be in line with Think Tank's Disciplinary Policy.

All files and records that related to a whistleblower investigation will be stored in a secure and confidential location within the People & Culture team. All references to the whistleblowers identify will be redacted from these records.

ThinkTank will consider appropriate disciplinary action against anyone who deliberately makes a false or dishonest report. No action will be taken against a whistleblower where the report is made in good faith but no wrong-doing is identified.

Confidentiality

Think Tank has a legal obligation under the Corporations Act to protect the identity and confidentiality of an eligible discloser's identity, and will not disclose the identity of a discloser or information that is likely to lead to the identification of the discloser unless:

- The person consents to the disclosure; and/or
- The disclosure is required or authorised by law.

At some point in time, it may become necessary to disclose the substance of a report to the person who is the subject of the report. Think Tank will make every effort to maintain confidentiality so that the source of the report is kept confidential. This may include redacting all personal information related to the whistleblower, referring to the whistleblower in a gender-neutral context and confirming any aspects of the whistleblower's disclosure that may inadvertently identify them.

Any unauthorised disclosure of information relating to the report or the identity of the person who made the report will be regarded seriously and may result in strong disciplinary action.

Communication with the Whistleblower

A verbal report will be provided to the whistleblower once the investigation is completed. The whistleblower will be advised of the findings and actions taken, subject to commercial, legal and confidentiality constraints. Where the whistleblower chooses to remain anonymous, alternative arrangements may be made to provide a verbal report.

All whistleblowers must maintain the confidentiality of all such reports and not disclose the information to any person.

Protection and support for Whistleblowers

Whistleblowers who report matters in good faith, and provided they have not been involved in the conduct reported, will not be penalised or personally disadvantaged because they have reported a matter.

Support that will be available to whistleblowers includes:

- Assessment of the risk of detriment against a whistleblower by a Whistleblower Protection Officer;
- Access to Think Tank's employee assistance program; and
- Modifications to the whistleblower's work environment or duties if feasible.

A whistleblower who believes they, or their family, have been the victim of any of the above because of their status as a whistleblower or a breach of confidentiality, should immediately report the issue to the CEO or any member of the board or they may lodge a complaint with ASIC. A whistleblower should seek legal advice in connection with seeking compensation or other remedies through the courts if they believe they have suffered a loss, damage or injury and that Think Tank has failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

Any team member or Manager who is found to have dismissed, demoted, harassed, or discriminated against a whistleblower because of their status as a whistleblower, may be subjected to disciplinary measures, including dismissal.

Whistleblower Involvement

A whistleblower, who has been involved in the reported conduct, may be provided with immunity from disciplinary proceedings initiated by Think Tank by agreement with the Board. Think Tank has no power

to provide immunity from criminal prosecution. However, where a whistleblower disclosure qualifies for protection under the Corporations Act:

- the whistleblower is not subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure (as distinct from liability for conduct that is revealed by the disclosure); and
- no contractual or other remedy may be enforced, and no contractual or other right may be exercised, against the discloser on the basis of the whistleblower disclosure.

If the disclosure was made to ASIC, APRA or a prescribed Commonwealth authority, the information contained in the disclosure is not admissible in evidence against the whistleblower in criminal proceedings, or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information.

Management of a person who is the subject of a report

Think Tank recognises that individuals against whom a report is made must also be supported during the investigation of the report. Think Tank will take reasonable steps to treat that person fairly. Generally, the person who is the subject of any report that is investigated will be:

- informed of the substance of the allegations;
- given the opportunity to answer the allegations before any investigation is finalised; and
- have their defence set out fairly in any report.

Once the investigation is completed, the person who is the subject of the report will be formally advised of the outcome of the investigation.

Accessibility and Review

Our Whistleblower Protection Policy will be published on Think Tank Group's public website and on its internal PolicyPlus site.

This Whistleblower Protection Policy was approved by the Board of Directors on 26 November 2019 and will be regularly reviewed by the Audit Risk and Compliance Committee at least annually.

Think Tank Group
December, 2019

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Last Review	