

Whistleblower Protection Policy

SHAPE is committed to ensuring that all its business activities are carried out in a way that is both ethical and compliant. SHAPE values its culture of integrity, character, excellence and accountability. SHAPE encourages its employees to report any misconduct they encounter. SHAPE will ensure that anyone who makes a report can do so without fear of intimidation, disadvantage or reprisal.

This policy outlines the process for reporting misconduct, how SHAPE will handle a report and the ways in which SHAPE will protect those who make a report.

Who is an Eligible Whistleblower?

This policy applies to you if you are, or have been:

- a SHAPE company officer (e.g. director or secretary); or
- a SHAPE employee; or
- a contractor, sub-contractor or supplier engaged on one of SHAPE's projects (whether paid or unpaid); or
- a relative or dependent (i.e. a spouse, parent, child or sibling) of anyone who falls into one of the categories above

If you fall into one of the categories above, you are an 'eligible whistleblower' for the purposes of the [Corporations Act 2001 \(Cth\) \(the Act\)](#). If you are an eligible whistleblower who reports a 'disclosable matter' to an 'eligible recipient', you may qualify for whistleblower protection under the Act. We explain more about when you qualify for protection below.

What is a disclosable matter?

The table below sets out some examples of types of actual or suspected misconduct that would be reportable under this policy. These are called 'disclosable matters' under the Act. It is not intended to be a complete list. The misconduct does not necessarily have to be illegal. It may be misconduct that indicates a systemic issue within SHAPE, including conduct that:

- may cause a loss to SHAPE;
- may damage SHAPE's reputation or interests; or
- is a significant risk to public safety or the stability of the financial system

Misconduct	Examples
Dishonest, fraudulent or corrupt activity	Bribery, money laundering or an abuse of authority. For example, making use of SHAPE's subcontractor network to derive a personal benefit by having a subcontractor perform work for a SHAPE employee personally in exchange for payment under SHAPE's subcontract.
Illegal activity	Theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or a serious offence against any law. For example, stealing tools, computers or other equipment from a SHAPE site office.
Unethical conduct or conduct in breach of SHAPE's policies and procedures	Dishonestly altering company records or data, adopting questionable accounting practices, wilful breach of SHAPE's policies or procedures. For example, submitting a false expense claim in order to receive money for items or services which are not permitted under SHAPE's expenses policy.
Engaging in, or threatening to engage in detrimental conduct against a person who has reported or is believed or suspected to have made, or be planning to make, a report of misconduct	Dismissal, alteration to a person's position, discrimination, harassment, injury to a person's employment or damage to their reputation, property or financial position.

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What is not a disclosable matter?

If a report is not about a disclosable matter, you will not have the benefit of the protections under the Act. Some “personal work-related grievances” are not disclosable matters. If you make a report relating to any of the following personal work-related grievances you may not be protected under this policy:

- an interpersonal conflict between you and another SHAPE employee or contractor;
- a decision relating to your engagement (including its terms), transfer or promotion; or
- the suspension or termination of your engagement

However, there are certain circumstances where a personal work-related grievance may still qualify for protection, such as if:

- it includes information about a disclosable matter (a mixed report);
- SHAPE 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 report relates to information that suggests misconduct beyond your personal circumstances;
- you suffer from or are threatened with detriment for making a report; or
- you seek legal advice or legal representation about the operation of the protections under the Act

If you have a personal work-related grievance to report, the matter should be directed to the Group Executive – People, Brand & Communications. This policy solely is concerned with disclosable matters under the Act.

Who do I report a disclosable matter to?

Before reporting a disclosable matter, you should be careful to ensure that your claims are genuine. This means you must have reasonable grounds to suspect the conduct is a disclosable matter within the meaning of this policy.

If you become aware of a disclosable matter, you should be careful about whom you share the information with and how you go about reporting it. For example, if your report turns out to be false and you have widely spread the information amongst your colleagues or in public, you may become liable for defamation.

Internal reports

If you wish to report a disclosable matter internally, we suggest you first discuss it with our Group Executive – People, Brand & Communications (**Investigating Officer**) or our Chief Executive Officer, or Chief Financial Officer (each being a **Whistleblower Protection Officer**). You can contact each of these people via one of SHAPE’s offices, the details of which are [here](#). You can choose whichever of these people you would prefer. Your intention should be to keep the information you are reporting as confidential as is practicably possible.

Under normal circumstances, you should report any disclosable matter to our Investigating Officer. Where this is not possible, for example, where our Investigating Officer is directly involved in the disclosable matter, you can raise your concerns with any of the Whistleblower Protection Officers.

External reports

If you are not comfortable reporting the disclosable matter internally to SHAPE, you may wish to make a report through SHAPE’s independent and external whistleblower platform, WHISPLI, which provides a secure and anonymous online reporting platform. You can find out more about how WHISPLI works [here](#) and access the WHISPLI portal [here](#).

Alternatively, you can report a disclosable matter to any of the following:

- [ASIC](#), APRA or the ATO; or
- SHAPE’s auditor, ShineWing; or
- any lawyer (reports made to lawyers for the purpose of obtaining legal advice are protected even if you do not proceed to officially make the report); or

The logo for SHAPE, consisting of the word "SHAPE" in white, uppercase letters inside a solid yellow circle.

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- a journalist or member of parliament (but only where you are making an emergency disclosure or public interest disclosure. If you are unsure whether you are making one of those types of disclosure, we suggest you speak to a lawyer first.)

Each person or entity (whether internal or external) listed above is an 'eligible recipient' for the purposes of Act. To qualify for protection under the Act, you must be an eligible whistleblower who reports a disclosable matter directly to an eligible recipient. It is important to note that you will qualify for the whistleblower protections under the Act from the time you make your report, regardless of whether you or the eligible recipient recognises that the report qualifies for protection.

What protections are available for whistleblowers?

If you are an eligible discloser who has reported a disclosable matter to an eligible recipient, as described above, you will not be discriminated against or disadvantaged. You will still qualify for protection under the Act even if the report is determined to be incorrect or not substantiated. However, SHAPE takes deliberately malicious or false reports very seriously. If you are found to have made a deliberately malicious or false report then you may be subject to disciplinary action, which may include termination of your employment (if applicable).

The Act provides a number of special protections for whistleblowers. Those protections are intended to be reflected in this policy. There may be additional protections available to you under the Act that are not set out in this policy. If you would like to find out more about those additional protections, you can enquire with our Investigating Officer or Whistleblower Protection Officer or speak to a lawyer.

Confidentiality & Anonymity

All reports made under this policy will be treated with the utmost confidentiality.

If you wish to remain anonymous when making a report, over the course of the investigation and after the investigation is finalised, that is perfectly acceptable and we will respect this. However, you should be aware that if you choose to do so, it could make contacting you and keeping you informed of the progress of the investigation difficult. So that you can remain involved in the reporting and investigating process, you may choose to adopt a pseudonym, use an anonymous email address or telephone number to make your report. Alternatively, you could have a close friend or relative make the report on your behalf. We could involve that person in the investigation process as your representative.

If you make a report via WHISPLI, you will remain anonymous at all stages of the investigation process unless you choose to make your identity known.

It is an offence under the Act for the person to whom you make a report to disclose your identity, or information that is likely to lead to you being identified, without your permission. If you choose to disclose your identity, the person to whom you disclose your identity must keep it confidential unless you consent to your identity being disclosed. There are two exceptions to that rule. The first is where:

- disclosing the information does not reveal your identity;
- it is reasonably necessary to investigate the disclosable matter; and
- SHAPE has taken reasonable steps to reduce the risk that your identity will be revealed by the information disclosed

The second is where your identity is disclosed to ASIC, APRA, a Member of the Federal Police or a legal practitioner (for the purposes of obtaining legal advice or legal representation).

Protection against detrimental conduct

It is an offence under the Act for a person to cause or threaten to cause detriment to you or anyone else associated with the reporting or investigation of a disclosable matter. This is the case regardless of whether the threat is express or implied, or conditional or unconditional. You do not have to fear that the threat will actually be carried out. Some examples of detriment are set out in the table on the first page of this policy.



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Where your report is handled internally by SHAPE, certain measures will be taken to ensure you are protected against detrimental conduct, including that:

- your personal information will be removed from all correspondence and documents;
- you will be referred to in a gender-neutral context (e.g. as “Person A”);
- where possible, you will be contacted to help identify certain aspects of your report that could inadvertently identify you; and
- all paper and electronic documents and other materials relating to the report will be stored securely and access will be limited to those persons directly involved in managing and investigating the report.

If you have reported a disclosable matter and consider that detrimental action has been taken or threatened either against you or anyone associated with the report, you should notify the person to whom you reported the disclosable matter. Where that is not possible for example, where the person to whom you reported is the person causing or threatening to cause you detriment, you may report it to our Investigating Officer, a Whistleblower Protection Officer or WHISPLI.

You may be able to seek compensation and other remedies through the court system if:

- a person takes detrimental action against you because of a report you have made under this policy;
- you suffer loss, damage or injury as a result of making a report under this policy; and
- SHAPE failed to prevent that person from causing you to suffer loss, damage or injury. We encourage you to seek independent legal advice if you think you satisfy these criteria.

Immunities

You will not be subject to any court proceedings for making a report under this policy. This includes immunity from:

- civil liability (e.g. for any legal action against you for breach of your employment contract, duty of confidentiality or another contractual obligation);
- criminal liability (e.g. attempted prosecution for unlawfully releasing information). The only exception is where the proceedings relate to you having made a false report; and
- administrative liability (e.g. disciplinary action for making the report)

You will not receive immunity from proceedings that relate to any misconduct you have engaged in when making your report.

Your entitlement to this immunity will depend on whether you satisfy a number of criteria under the Act, such as where the matter you report is not covered by the Act. There will be circumstances where your eligibility for immunity may not be clear cut. If you would like to know more, we suggest that you speak to our Investigating Officer or a Whistleblower Protection Officer in the first instance or seek independent legal advice.

How will your report be investigated?

Internal Investigation Process

If you make a report to SHAPE’s Investigating Officer or Whistleblower Protection Officer, it will be taken seriously and investigated in an impartial manner, and you will not be treated unfairly or victimised as a result. This may mean that you, the person complained about, and any witnesses will be separately interviewed.

Again, confidentiality will be maintained at all times. No decision will be made by SHAPE until the investigation is complete and all affected persons have been given a reasonable opportunity to be heard. The timing of the investigation process and the process itself may vary depending on the nature of the report and the complexity and sensitivity of the disclosable matter.

If a report is made about you, you will not be pre-judged. You will have an opportunity to tell your side of the story. You may bring someone with you at the time to give you support. Each complaint will be dealt with in as short a time as is possible in the circumstances.

Once a report is made, the matter will be investigated by our Investigating Officer. If our



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Investigating Officer feels that there is a reason why they should not conduct the investigation (e.g. they may be a friend of the person complained about), then a Whistleblower Protection Officer may conduct the investigation.

Throughout the investigation process, it is the role of the investigator to safeguard your interests in accordance with this policy and any applicable legislation, and to make sure you are kept informed of how the complaint is proceeding.

On conclusion of the investigation, there are three possible outcomes:

- if the report is substantiated, appropriate remedial action will be taken by SHAPE. What that looks like will depend on the particular circumstances of the report;
- if the report is unsubstantiated, you will be given an explanation as to why that finding was made; and
- if the report is found to have been fabricated or malicious, appropriate disciplinary action may be taken against you

External Investigation Process

If you make a report via WHISPLI, your anonymous report will be reviewed and assessed by forensic consultants, Curby Partners. An initial response will be provided via the WHISPLI platform within 48 hours. You will have the ability to anonymously correspond with the investigating officer and provide further information.

Upon conclusion of the initial investigation (which may take up to seven days), Curby Partners will provide your anonymous report to SHAPE for it to determine the next steps. This may involve:

- a recommendation that SHAPE take no further action;
- an internal investigation conducted by SHAPE, using the WHISPLI platform to communicate with you; or
- an independent investigation conducted by Curby Partners, using the WHISPLI platform to communicate with you

If you are not satisfied with the outcome of either an investigation conducted internally by SHAPE or externally by WHISPLI and Curby Partners, we suggest you seek your own independent legal advice.

What happens if I breach this policy?

Breach of this policy will be taken very seriously and may result in disciplinary action, including termination of your employment (if applicable).

How can I access this policy?

This policy is available on [Toolbox](#) for SHAPE employees and SHAPE's [website](#) for anyone external.

If you have any questions regarding this policy, what it covers or how a report of a disclosable matter might be handled, please speak to our Group Executive – People, Brand & Communications.



Peter Marix-Evans Chief
Executive Officer
SHAPE Australia Pty Limited
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SHAPE