

Whistleblower Policy

Overview

1.1 Purpose

HBF Health (HBF) and its subsidiaries are committed to the highest standards of conduct, integrity, and accountability. HBF recognises that people that have a work, service, or client relationship with HBF are often the first to realise there may be something seriously wrong. By enabling those who suspect wrongdoing at HBF to Speak Out we enable HBF to uncover, prevent and address wrongdoing when or before it occurs. This ensures HBF meets its objective of becoming Australia's most trusted and valued member-based organisation, delivering in moments that matter.

The purpose of this Whistleblower Policy is to:

- promote a culture of ethical behaviour and accountability;
- encourage Disclosures about suspected misconduct or an improper state of affairs at HBF;
- ensure that those who raise Disclosures (Disclosers) can do so safely, and with confidence that they will be protected and supported; and
- provide a transparent framework around how concerns will be received, handled, and investigated.

This Policy can be found on the HBF website.

1.2 Scope

This Policy applies to all entities within the HBF Group and forms part of, and is an essential component of, HBF's overall governance framework. This policy applies to our people and Suppliers. For the purposes of this policy, our people includes:

- (i) every employee and officer of HBF (including LifeReady, HBF Dental, Queensland Country Health Fund, (QCHF) and any future subsidiaries), and
- (ii) every contractor of HBF when performing activities on behalf of HBF;
- (iii) current and former employees or contractors who are permanent, part-time, fixed-term or temporary, interns, secondees, and managers; and
- (iv) a relative, dependant or spouse of any of the above.

For the purpose of this Policy, Suppliers includes any supplier of services or goods to HBF including their employees (e.g. current and former consultants, service providers and business partners and any business associates).

1.3 Principles

At HBF we strive to create an environment that reflects our values and that includes 'Doing the Right Thing'. HBF is a safe place to Speak Out and no one should be personally disadvantaged for raising a concern of wrongdoing. HBF is committed to maintaining an environment where legitimate concerns are raised without fear of retaliatory action or retribution.

In delivering on the purpose of this Policy, HBF will adhere to the following principles:

- (i) Keep this Policy up to date, fit for purpose and in line with our relevant legislative and regulatory obligations.
- (ii) Maintain a safe and effective process through which Disclosers can confidentially or anonymously raise concerns (Disclosures) of suspected or actual misconduct, or an improper state of affairs.

- (iii) Take all reasonable steps to protect Disclosers from reprisal, victimisation or detrimental actions following a Disclosure under this Policy.
- (iv) Provide an independent, objective, and fair investigation that provides an individual implicated in a Disclosure with due process and natural justice.

Approach

HBF encourages anyone covered by this Policy to make a Disclosure relating to suspected misconduct or an improper state of affairs or circumstances at HBF. Anyone who makes a Disclosure under this Policy is considered a Discloser.

1.4 What to raise (Disclosure) under this policy?

HBF encourages anyone covered by this Policy to raise concerns (Disclosures) relating to conduct that you have reasonable grounds to suspect:

- (i) is illegal, such as theft, fraud, corruption, criminal damage to property, price fixing, drug sale or use, violence, or other breaches of State or Federal legislation including privacy laws, competition, consumer law or Private Health Insurance laws;
- (ii) is a serious or systemic breach of HBF policies procedures or standards or of regulation including APRA standards and other Private Health Insurance regulations;
- (iii) is unethical, such as acting dishonestly, sharing insider, member or HBF confidential information, inappropriately accessing member records, engaging in questionable accounting practices, receiving of gifts or hospitality or expense claiming, bribes, kickbacks or conflicts of interest in any procurement process, nepotism;
- (iv) is a breach of the HBF Code of Conduct Policy or other ethical statements or standards;
- (v) is seriously harmful or potentially seriously harmful to our people, such as unsafe work practices or wilful disregard to the safety of others in the workplace;
- (vi) may cause serious financial or non-financial loss to HBF, lead to incorrect financial reporting, damage its reputation or be otherwise seriously contrary to HBF interests;
- (vii) breach of any tax laws or misconduct or improper state of affairs or circumstances in relation to the tax affairs of HBF; or
- (viii) involve another kind of serious impropriety including retaliatory action against anyone raising a concern under this Policy.

1.5 Concerns covered by other policies and procedures

HBF is committed to hearing and responding appropriately to your concerns, however there are more appropriate avenues to raise some concerns. These include:

- (i) Concerns that relate solely to personal work-related grievances are more appropriately dealt with under the HBF Grievance and Dispute Resolution Procedure and are NOT covered by this Policy. Examples of a personal work-related grievance include:
 - an interpersonal conflict between the Discloser and another employee;
 - a decision that does not involve a breach of workplace laws;
 - a decision about the engagement, transfer, or promotion of the Discloser;
 - a decision about the terms and conditions of engagement of the Discloser; or
 - a decision to suspend or terminate the engagement of the Discloser, or otherwise to discipline the Discloser.
- (ii) Concerns about Workplace Health and Safety should be raised with your People Leader in the first instance and recorded via the Health, Safety and Wellbeing Management System.

- (iii) Concerns about breaches of HBF Policy and adherence to regulation are best raised through our Risk Management System in accordance with the Incident Response Procedure.

However, the channels available under this Policy may be used if the Discloser:

- is uncomfortable using the Grievance and Dispute Resolution Procedure or the risk management or health and safety reporting systems to raise concerns;
- has tried to raise the concern via these avenues and feels the concern has not been addressed;
- is raising a concern that amounts to a breach of employment or workplace health and safety or other laws;
- is raising a concern that relates to a danger to the public or any person;
- is raising a concern that suggests misconduct beyond their personal circumstances; or
- is raising a concern about their treatment when having made or been going to make a Disclosure under this Policy.

In these cases, the concern will be reviewed under this Policy and the most appropriate channel for handling the concern decided upon.

1.6 How much information should be provided?

As much specific detail as possible should be provided, including times, dates, places, and people involved. Supporting documents or evidence should be included where available or referenced where known.

1.7 False Disclosures

Disclosers should have reasonable grounds to suspect something is wrong when making a Disclosure. You do not have to have proof of your concern, but you must be honest. It does not matter if a concern turns out to be unsubstantiated if the Disclosure has been honestly made.

It is a serious breach of this Policy to knowingly raise false information or allegations. Any instances of this will lead to disciplinary action, including dismissal.

1.8 How to make a Disclosure under this policy

When you make a Disclosure, you can expect to be appreciated, supported, and protected. It helps if you make clear that you are raising a concern under this policy.

1.8.1 Who to Disclose my concern to?

To enable Disclosers to feel comfortable to raise concerns at HBF, we have several channels you can raise a Disclosure through. The independent external channel is available to support confidential, independent Disclosures.

Independent External Channel

HBF has authorised Deloitte SpeakOut via their HALO service as the preferred channel for receiving Disclosures under this Policy. Disclosures can be raised confidentially or anonymously through this third-party system and will allow us to identify and address any issues as early as possible. Halo is available 24 hours a day, 7 days a week and calls will be answered by fully trained representatives. Contact details are as follows:

Directly through the Halo website:	SpeakOut at HBF
SpeakOut at HBF (Deloitte Halo):	Telephone: 1800 992 516
Email:	SpeakOutHBF@deloitte.com.au
Mail - Free Post:	SpeakOut at HBF Reply paid 12628 A'Beckett Street

Victoria 8006
Facsimile: +61 3 9691 8182
Website: www.SpeakoutHBF.deloitte.com.au

Internal Channels

If you feel uncomfortable Disclosing a concern through the Halo portal, you can also raise concerns to the following HBF Executives, Directors, and Officers:

- Officer (Board Member) of HBF.
- Any Executive General Manager
- Chief Legal Counsel, HBF.
- Company Secretary (HBF and QCHF)
- External auditor, or a member of an external audit team.
- Head of Internal Audit, HBF.
- Chief Actuary, HBF.
- Whistleblower Investigations Officer (WIO)
- Whistleblower Protection Officer (WPO)

We hope you feel that you can talk to us first about your concern, but if not, you can also contact the Australian Securities & Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), or the Australian Tax Office (if your concern relates to misconduct or an improper state of affairs relating to taxation).

1.8.2 How to make a Disclosure

Disclosures can be via email, letter, telephone or in person inside or outside of business hours, and you can do so anonymously, confidentially, or openly. It will help us if you can be clear in your communications that you are reporting under this Policy.

The diagrams in Appendix A and B depict the Whistleblower process followed, after a Disclosure is made.

Anonymous Disclosures

You can choose to report anonymously (you do not have to give your name to anyone) and if so, you can choose to remain anonymous while you make the Disclosure, over the course of any investigation and afterwards.

If you choose to raise your concern anonymously, we will prefer it if you do it via the Halo system. This way Deloitte can contact you through the Halo system with updates. Deloitte Halo will not share your identity with HBF, including the WPO or WIO.

If we cannot contact you at all we will not be able to:

- ask for further information, which may inhibit a proper and appropriate inquiry or investigation into your Disclosure; or
- provide you with feedback on the progress or outcome of your Disclosure.

Confidential Disclosures

We will treat your identity and all Disclosures raised under this Policy as confidential. This means that the recipient of your concerns cannot disclose your identity or any information in your Disclosure that is likely to identify you unless:

- we have your consent; or

- they are disclosing it to the Australian Securities & Investment Commission, Australian Prudential Regulation Authority or the Australian Federal Police or a lawyer for the purposes of obtaining legal advice.

A person can disclose the information contained in your Disclosure without your consent if:

- the information does not include your identity as the Discloser;
- we have taken all reasonable steps to reduce the risk that the Discloser will be identified from the information; or
- it is reasonably necessary for investigating the issues raised in the Disclosure.

We will take all reasonable steps to reduce the risk that you will be identified as the one who made the Disclosure, including:

- training Eligible Recipients on how to maintain confidentiality;
- removing as much identifying information as we can when we pass your concern onto be investigated or escalated to the board; and
- keeping all our records of disclosures and investigations locked down within the Halo system or secure electronic directory, which can only be access by the WPO and those working for the WIO.

For confidential Disclosures made via Halo, where the Discloser gives permission for HBF to contact them directly, the individual's identity is passed to the WIO and will be kept confidential as set out above.

1.8.3 What will happen to my concern once I make a Disclosure?

Once you have made your Disclosure, the recipient will pass on the information to the WPO and WIO (*unless section 2.5.4 of Policy applies*) who will assess it to determine:

- if it falls within this Policy or is more appropriately dealt with by another policy or procedure;
- if an investigation is required and, if so, who will investigate it; and
- any risks to you or your identity being revealed and how to mitigate them to ensure you are protected.

When disclosing a matter through the Deloitte SpeakOut Halo portal, you will need to create a password to register the concern and enable password protected access. Deloitte (via Halo system) will give you a unique identifying number to enable you to provide further information or seek a status update in relation to your report. They will not pass on your contact details unless you have provided these and consented to your personal details being provided to HBF.

1.8.4 Alternative allocation process (*Disclosure against CEO, CRO, WIO, WPO, CPO or Board Member*)

All Whistleblower cases that are received should be allocated (for review and assessment) directly to the WPO and WIO, except in the following scenarios:

- Any case received involving an allegation against the WIO, or their direct line manager will be forwarded for review to the WPO/CRO
- Any case received involving an allegation against the WPO/CRO or CPO will be assigned to the CEO to review and assign as appropriate.
- Any case received involving the CEO or a board member will be assigned to the Chair of the HBF Board to review and assign as appropriate.
- Any case received involving the Chair of the HBF Board will be assigned to the Chair of Risk Committee to review and assign as appropriate.

1.9 Investigation

All Disclosures will be taken seriously and carefully considered. The best way forward to stop or prevent the wrongdoing identified in a Disclosure will be determined by the WIO and WPO (or alternative investigator). An initial assessment of the Disclosure will take place and agreed within 2 business days of receiving the disclosure. If either the WPO or WIO are unavailable, or disagree on the next steps, the CPO or CEO advice will be sought as appropriate.

In many cases the best way forward will be an investigation, but some matters may be handled differently (e.g., by audits, changes to policies or controls etc).

1.9.1 Independence and Timeliness

Investigations must be conducted in a fair and independent manner. The exact process, extent and timeframes of an investigation may vary depending on the nature and complexity of the Disclosure, but all investigations must be:

- conducted by someone independent from the business unit and staff concerned. In most cases this will be by the WIO or their investigations team;
- commenced within 5 working days of receiving the Disclosure; and
- updates will be provided to the Discloser within 10 business days.

The WPO and the WIO must comply with the HBF code of conduct and all HBF policies. Should a conflict in the WIO's or WPO's independence or objectivity arise, the Disclosure will be handled independently. The conflicted WIO or WPO will be removed and distanced from the investigation.

1.9.2 Feedback to the Discloser

Unless the Discloser does not provide contact details, they will be kept informed regularly (to the extent it is reasonably possible to do so) of the progress of the investigation. The Discloser will be contacted within 2 working days, of HBF receiving the information, to acknowledge the Disclosure and every ten working days thereafter to be provided with a progress update. Updates may be provided by telephone, in person or by being disclosed through the HALO/SpeakOut portal.

The Discloser will be provided with an appropriate level of detail taking into consideration the confidentiality of the investigation and the privacy and procedural fairness of other staff.

1.9.3 Fair treatment

If an allegation is made against you, we will support and treat you fairly by ensuring:

- a fair and independent assessment of the allegation;
- keeping the details of the Disclosure, any allegations contained in it confidential to those who need to know;
- a fair and independent investigation process in accordance with Procedural Fairness; and
- as far as we are permitted under law, if there is evidence of wrongdoing by you, this evidence will be put to you prior to HBF making a decision to take disciplinary action against you.

HBF recognises that this situation may be stressful. Staff will have access to the HBF Employee Assistance Program and should talk to the investigator about any support that they need.

A person may challenge the fairness of an investigation to the CRO or the CPO

1.10 Protections and support for Disclosers

When you are considering making a Disclosure or afterwards, you can contact the WPO if you need support. Staff will also have access to the HBF Employee Assistance Program, which can be contacted through Assure on 1800 808 374.

We are committed to providing our employees, contractors, suppliers, and others with an

environment in which they can safely raise concerns about misconduct and will take all reasonable steps to protect those who make a Disclosure, including assessing the risks to you as a Discloser and developing an appropriate support plan.

We will not tolerate anyone taking detrimental action against anyone for disclosing under this Policy and will take disciplinary action against anyone who does so.

Detrimental action may include the following actions against the Discloser:

- termination of your employment;
- change of your employment position or duties to your disadvantage;
- discrimination between you and other employees of the same employer;
- harassment or intimidation;
- harm or injury, including psychological harm;
- damage to your property, reputation, business or financial position.

Examples of conduct which is not a detrimental act or omission include:

- administrative action which is reasonable for the purpose of protecting the Discloser from detriment, such as relocating them to another office to prevent them from detriment;
- managing unsatisfactory work performance, if the action is in line with HBF's performance management framework, and
- investigating the Discloser's conduct if there is due cause for their conduct to be investigated.

If you have been involved or implicated in any misconduct which you have disclosed under this Policy, HBF may take your self-reporting into consideration when deciding an appropriate sanction to be applied to you for that misconduct. However, reporting under this Policy will not give you immunity from disciplinary action or from regulatory or criminal actions resulting from your wrongdoing.

1.10.1 Penalties for breaching confidentiality or detrimental conduct

It is a criminal offence and a breach of this Policy if anyone:

- discloses the identity, or information that may lead to the identification, of a person that had made a Disclosure, other than in accordance with this Policy (see section 2.5); or
- threatens or engages in conduct that causes any detriment to a person who has made or could make a Disclosure under this Policy because of their report or intention to report.

HBF may also be liable for the actions of its staff if this occurs and as such will take disciplinary action, including dismissal, against any staff member who performs the actions set out above.

If you have made a Disclosure and believe that:

- your confidentiality has been breached; or
- you have suffered or been threatened with retaliatory action or detrimental action for making a Disclosure;

please report it under this Policy so we can protect you and stop the detrimental action. You can also report it to ASIC, APRA or the Australian Tax Office (where your report relates to taxation matters).

1.10.2 Legal Protections

In addition to the protections we provide to those who make Disclosures under this Policy, there are also strong protections under law.

Protection under Corporations Law

The Corporations Act 2001 (Cth) (Corporations Act) affords protection to those who raise whistleblowing Disclosures in line with this Policy if they:

- are an individual described in section 1.2 above or an associate of HBF (within the meaning of the Corporations Act);
- have reasonable grounds to suspect that the information they are reporting concerns misconduct or an improper state of affairs relating to HBF (reports about personal work-related grievances will not attract the protections of the Corporations Act); and
- make the Disclosure to:
 - a person designated to receive a report under section 2.5.1 of this Policy;
 - an internal or external auditor or actuary of HBF;
 - a legal practitioner for the purpose of obtaining legal advice or representation in relation to the operation of the statutory protections under the Corporations Act;
 - the Australian Securities & Investment Commission; or
 - the Australian Prudential Regulation Authority.

Anonymous Disclosures made in accordance with the above will be protected under the Corporations Act.

The Corporations Act also provides protections for Public Interest Disclosures and emergency Disclosures which meet specific requirements prescribed by the Corporations Act. It is important for you to understand the criteria for making a Public Interest Disclosure or an Emergency Disclosure before you do so.

The protections available under the Corporations Act to an individual who meets the requirements above, in accordance with the Corporations Act, include:

- the right to have their identity protected;
- the right to be protected from detrimental action or any form of victimisation;
- a requirement for HBF to take reasonable steps to reduce the risk that the person who makes the report will be identified as part of any investigation process conducted under this Policy;
- the right not to be required to disclose their identity before any court or tribunal;
- the right to compensation and other remedies;
- the right to be protected from civil, criminal, or administrative liability (including disciplinary action) from making the Disclosure or from contractual or other remedies on the basis of the Disclosure, and
- the right to be protected from the admissibility of the information provided in evidence against the person in each case in accordance with the provisions of that legislation.

Protections under the Tax Administration Act

The Australian Tax Administration Act 1953 (Cth) (Tax Administration Act) provides protection for disclosures of information that indicate misconduct or an improper state of affairs in relation to the tax affairs of an entity or an associate of an entity where the person considers the information may assist the recipient of that information to perform functions or duties in relation to the tax affairs of the entity or an associate.

Protection is provided for disclosures made to the Australian Commissioner of Taxation, any person or agency specified in section 2.5.1 of this Policy or the Tax Administration Act. The protections available to someone who makes a protected disclosure under the Tax Administration Act are the similar to those outlined above under the Corporations Act.

Protections under the Fair Work Act

While the Fair Work Act 2009 (Cth) (Fair Work Act) does not specifically afford protection to Disclosers, where an employee makes a Disclosure under this Policy, the general protections and unfair dismissal regime under the Fair Work Act may provide protection to an employee if they are dismissed or adverse action is taken against them after making a Disclosure.

Accountabilities

Policy content owner	Accountable for: <ul style="list-style-type: none"> (i) implementing this policy; (ii) preparing, issuing, and maintaining any required standards; (iii) ensuring that people affected by this policy and its related standards are aware of their responsibilities; (iv) ongoing education (as necessary); (v) monitoring compliance with the requirements of the policy and its related standards; (vi) ensuring that appropriate remedial actions are taken if there are compliance breaches; (vii) monitoring the continuing relevance of the policy and the currency of its contents.
Chief Legal Counsel	Accountable for publishing the approved version of this policy, and any standards issued under it, in HBF's corporate policies register.

Reporting

A bi-annual report will be made by the WPO to the relevant Board sub-committee on the effectiveness of this Policy and general trends relating to whistleblowing. A high-level anonymised summary of all Disclosures will be provided to the relevant board sub-committee. Serious matters raised under this Policy will be notified to the CEO and Board as appropriate. Where a disclosure identifies matters which are classified as significant and recurring, the WIO and delegates will formulate an action plan with oversight from the WPO to ensure the root cause of the concerns are addressed to reduce the risk of recurrence.

Review

This Policy will be reviewed every 2 years by the WPO and approved by the Board.

Definitions and Terms

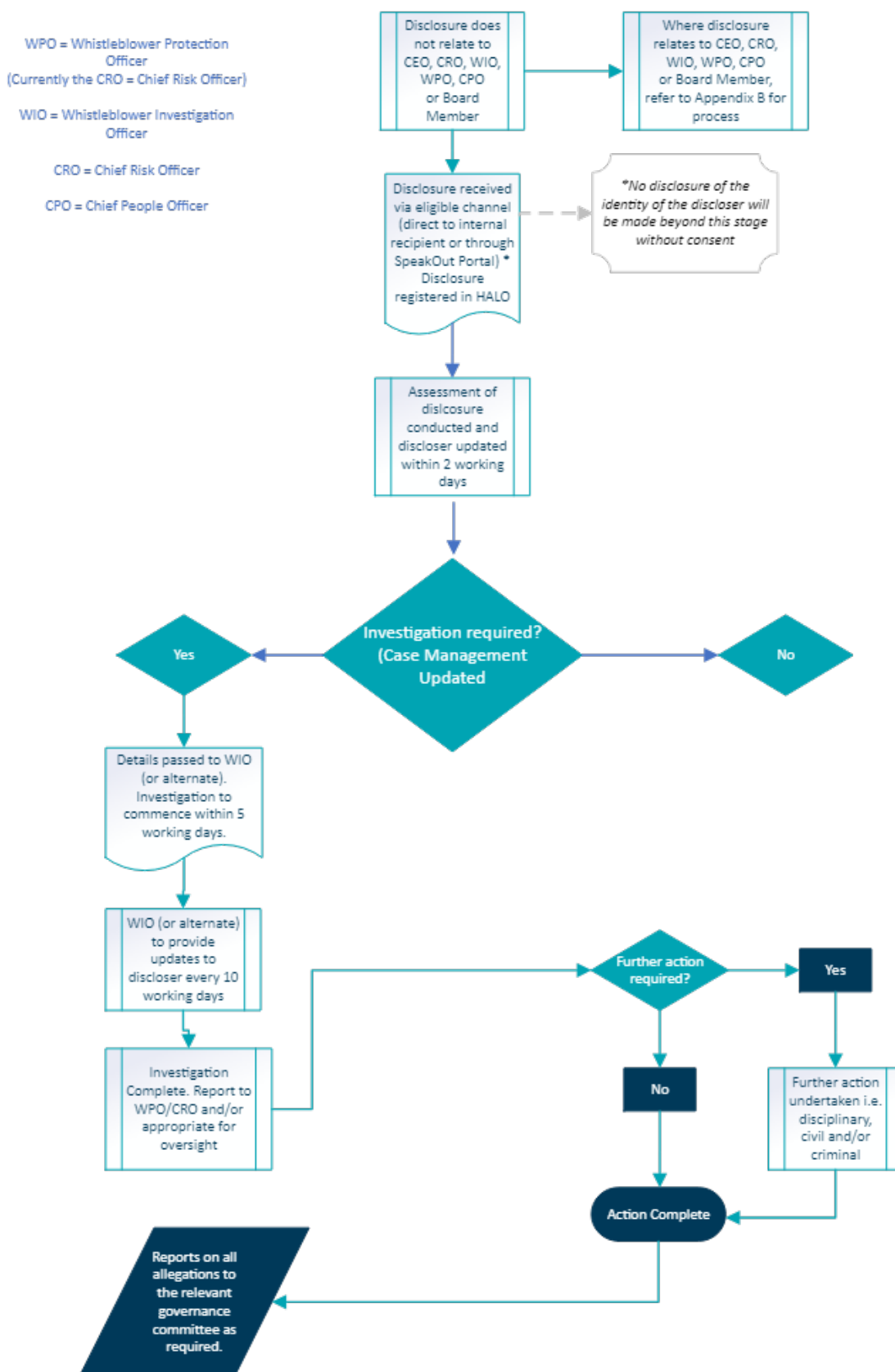
Words in the first column of the following table are defined terms and have the corresponding meaning shown in the second column.

Defined terms	Definition
APRA	Australian Prudential Regulation Authority
ASIC	Australian Securities and Investment Commission
ATO	Australian Tax Office
Corrupt Conduct	Dishonest activity in which a person working for HBF (such as an employee or contractor) acts contrary to the interests of the entity and abuses their position of trust to achieve a personal gain or advantage for themselves or for another person or entity.

Defined terms	Definition
Discloser (Person Reporting)	An individual who, whether anonymously or not, makes a report under, and in accordance with, this Policy.
Disclosure	A concern relating to suspected misconduct or an improper state of affairs or circumstances at HBF
Eligible Recipient (ER)	An authorised person (as defined by the Whistleblowing Legislation) to receive disclosures
Emergency Disclosure	<p>The disclosure of information to a journalist or parliamentarian, in accordance with Section 1317AAD of the Corporations Act, where:</p> <ul style="list-style-type: none"> (a) the discloser has previously made a disclosure of the information to ASIC, APRA or another Commonwealth body prescribed by regulation; (b) the discloser has reasonable grounds to believe the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; (c) before making the emergency disclosure, the discloser has given written notice to HBF which: <ul style="list-style-type: none"> (i) includes sufficient information to identify the previous disclosure; (ii) states the discloser intends to make an emergency disclosure; and (d) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.
Fraud	Dishonest activity causing actual or potential financial loss to any person or entity including theft of moneys or other property by employees or persons external to HBF and whether deception is used at the time, immediately before or immediately following the activity. The definition of Fraud also includes the deliberate falsification, concealment, destruction or use of falsified documentation used or intended for use for a normal business purpose or the improper use of information or position.
Halo	HBF's external Whistleblowing platform run by Deloitte for receiving disclosures. Also called "SpeakOut", or "SpeakOut at HBF"
HBF Group	HBF Health Limited (ABN 11 126 884 786) and its related subsidiaries.
Misconduct	Fraud, negligence, default, breach of trust and breach of duty.
Procedural Fairness	Procedural fairness relates to the fairness of the procedure in which a concern investigated is ultimately substantiated or unsubstantiated, and not the fairness in a substantive sense of the decision.

Defined terms	Definition
Public Interest Disclosure	<p>The disclosure of information to a journalist or a parliamentarian, in accordance with Section 1317AAD of the Corporations Act, where:</p> <ul style="list-style-type: none"> (a) at least 90 days have passed since the Whistleblower made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation; (b) the Whistleblower has reasonable grounds to believe no action is being taken, or has been taken, in relation to their disclosure; (c) the Whistleblower has reasonable grounds to believe making a further disclosure of the information is in the public interest; and (d) before making the public interest disclosure, the Whistleblower has given written notice to HBF which: <ul style="list-style-type: none"> (i) includes sufficient information to identify the previous disclosure; and (ii) states the individual intends to make a public interest disclosure.
Whistleblower Investigations Officer (WIO)	<p>The Whistleblower Investigations Officer is a person who has responsibility for investigating a Disclosure to determine whether there is evidence in support, or refute the matters raised.</p>
Whistleblower Protection Officer (WPO)	<p>The Whistleblower Protection Officer is a person who has responsibility for protection and safeguarding the interests of Disclosers.</p>

Appendix A: Whistleblower process where disclosure does not relate to the CEO, CRO, WIO, WPO, CPO or Board Member



Appendix B: Whistleblower process where disclosure relates to the CEO, CRO, WIO, WPO, CPO or Board Member

