

POLICY

1. POLICY OBJECTIVES

TLC recognises that any genuine commitment to detect wrongdoing must include a reporting mechanism whereby employees and other persons can report their concerns freely and without fear of Victimisation.

TLC recognises the importance of providing a safe, supportive and confidential environment where persons will feel secure when reporting wrongdoing.

TLC supports and protects the dignity, wellbeing, career and good name of persons who make a Whistleblower Disclosure. TLC also supports the fair treatment of persons who may be named in Whistleblower Disclosures.

TLC encourages the reporting of actual or suspected wrongdoing.

To encourage the reporting of actual or suspected wrongdoing any individual who intends to make a report needs to be confident that they can raise these issues/concerns without being subject to Victimisation and that their issues/concerns will be taken seriously.

This Policy encourages a commitment by persons in all levels of the organisation to report Misconduct or Improper State of Affairs or Circumstances which may include improper, unethical and illegal behaviours.

This Policy will be made available to all directors, officers and employees of TLC via TLC's intranet via Policies and Procedures and the Policy will be included in TLC's Employee handbook.

The purpose and objectives of this Policy are to:

- (a) Comply with section 96 of the *Aged Care Act 2024*, which states that it is a condition of registration that providers maintain a whistleblower policy and complaints & feedback mechanism.
- (b) encourage the reporting of suspected or actual wrongdoing;
- (c) facilitate an environment that permits Eligible Whistleblowers to speak up with the confidence that they will be protected and supported;
- (d) explain what constitutes a Whistleblower Disclosure under the *Corporations Act & Aged Care Act* and the protections that apply to Whistleblower Disclosures;
- (e) provide information as to how Whistleblower Disclosures will be handled and how other types of grievances will be handled;
- (f) protect Eligible Whistleblowers from Detrimental Conduct and provide them with support;
- (g) ensure that any reports of Misconduct or Improper State of Affairs or Circumstances are taken seriously and dealt with appropriately;
- (h) contribute to a culture of continuous improvement; and
- (i) properly manage reports of Misconduct or an Improper State of Affairs or Circumstances.

This Policy is also underpinned by TLC's Values of Accountability, Integrity, Respect and Excellence. These ensure:

- (a) fairness and integrity;
- (b) proper management of reports of Misconduct or an Improper State of Affairs or Circumstances;
- (c) a competitive advantage through excellent performance, never through unethical or unlawful conduct or business practices;
- (d) operation within the law of the countries in which TLC operates;
- (e) promotion of a culture of compliance, honesty and ethical conduct and behaviour; and
- (f) encouragement of the disclosure of actual or suspected wrongdoing.

2. SCOPE

This Whistleblower Protection Policy (**Policy**) sets out information relating to reports and disclosures that qualify for whistle blower protections under the Corporations Act and Aged Care Act.

This Policy applies to all directors, management and employees of TLC Healthcare (**TLC**).

3. ACCOUNTABILITIES

Refer to Procedure.

PROCEDURE

TLC is committed to fostering a culture of ethical behaviour and good corporate governance and this Policy reflects TLC's commitment to the highest standards of ethical conduct and ethical behaviour in all of TLC's business activities.

4. Whistleblower Disclosures

What is a Whistleblower disclosure?

A 'Whistleblower Disclosure' is a report of Misconduct or Improper State of Affairs or Circumstances made by an Eligible Whistleblower to an Eligible Recipient, or otherwise in accordance with the Corporations Act. Under the Aged Care Act, for an Eligible Whistleblower to disclose information that they have concerns about, they must have reasonable grounds to suspect that the person or entity their disclosure relates to has breached a provision of the Act.

Eligible Whistleblowers who become aware of Misconduct or Improper State of Affairs or Circumstances should make a report to an Eligible Recipient. Alternatively, Eligible Whistleblowers can make a disclosure to a relevant external body detailed in the following section of this Policy.

Whistleblower Disclosures may be made anonymously. Anonymous Whistleblower Disclosures attract the operation of this Policy including the protections afforded to Whistleblowers.

The Policy and the protections under the Corporations Act and Aged Care Act do not apply to reports of personal work-related grievances.

Disclosures not protected

A person who purports to make a Whistleblower Disclosure but does not have reasonable grounds to suspect the information the subject of the Whistleblower Disclosure concerns

Misconduct or Improper State of Affairs or Circumstances:

- (a) Is not entitled to the protections available for Eligible Whistleblowers under the *Corporations Act*, *Aged Care Act* or other applicable State and Federal anti-discrimination legislation;
- (b) is not afforded any protection under this Policy.

Persons who make disclosures without reasonable grounds (for example, made intentionally falsely or for improper or ulterior reasons) may be subject to disciplinary action and other appropriate action.

5. Making a Whistleblower Disclosure

Whistleblower Disclosure and Reporting

This Policy establishes a number of different channels under which a Whistleblower Disclosure can be made.

An Eligible Whistleblower may make a Whistleblower Disclosure verbally or in writing (including those submissions made anonymously) to:

- (a) An Eligible Recipient; or
- (b) A registered provider; or
- (c) An aged care worker of a registered provider
- (d) ASIC, APRA or a prescribed Commonwealth authority such as the Australian Federal Police; or
- (e) the Commissioner of Taxation (if the Misconduct of Improper State of Affairs or Circumstances is information that may assist the Commissioner of Taxation to perform his or her duties under a taxation law in relation to TLC); or
- (f) A registered tax agent BAS agent who provides tax services or BAS services to TLC or an employee or officer of TLC who has duties that relate to the tax affairs of TLC (if the Misconduct of Improper State of Affairs or Circumstances is information in relation to the tax affairs of TLC, which the person reporting consider may assist the recipient to perform function of duties in relation to the tax affairs of TLC); or
- (g) The Aged Care Commissioner or a member of the staff of the Aged Care Quality and Safety Commission; or
- (h) The System Governor (being the Secretary of the Department of Health and Aged Care); or
- (i) An official of the Department of Health and Aged Care.

Contact Person	Phone Number	Email Address
Sabine Phillips – Chief Legal Counsel	+61 3 9458 7777 +61 439 780 143	Sabine.phillips@tlchealthcare.com.au
Jenny Foley – Chief Quality & Risk Officer	+61 3 9458 7777 +61 413 044 584	Jenny.foley@tlchealthcare.com.au

Contact Person	Phone Number	Email Address
Elvera Liebenberg – Chief Human Resources Officer	+61 3 9458 7777 +61 447 537 272	Elvera.liebenberg@tlchealthcare.com.au

Public Interest Disclosure

An Eligible Whistleblower may make a Public Interest Disclosure if:

- (a) at least 90 days has passed since an Eligible Whistleblower made an initial report of Misconduct or Improper State of Affairs or Circumstances to ASIC, APRA or the Australian Federal Police; and
- (b) the Eligible Whistleblower does not believe, on reasonable grounds, that action is being taken, or has been taken, to address the Misconduct or Improper State of Affairs or Circumstances; and
- (c) the Eligible Whistleblower has reasonable grounds to believe that making a further disclosure of the information in accordance with this clause would be in the public interest; and
- (d) after the end of that 90-day period, the Eligible Whistleblower gave to the body they had given their previous disclosure, a written notification which included sufficient information to identify the previous report of Misconduct or Improper State of Affairs or Circumstances, and stated that the Eligible Whistleblower intended to make a Public Interest Disclosure; and
- (e) the extent of the information disclosed is no greater than necessary to Inform of the Misconduct or Improper State of Affairs or Circumstances.

Emergency Disclosure

An Eligible Whistleblower may make an Emergency Disclosure if:

- (a) the Eligible Whistleblower made an initial report of Misconduct or Improper Affairs to ASIC, APRA or the Australian Federal Police; and
- (b) the Eligible Whistleblower has reasonable grounds to believe that the information concerns a substantial and imminent danger person or to the natural environment; and
- (c) after the Eligible Whistleblower's initial report, the Eligible Whistleblower then gave written notification to the body who received the initial report (which written notification includes sufficient information to identify the previous report of Misconduct or Improper State of Affairs or Circumstances and states that the Eligible Whistleblower intends to make an Emergency Disclosure); and
- (d) the extent of the information disclosed is no greater than necessary to inform of the substantial and imminent danger associated with the Misconduct or Improper State of Affairs or Circumstances.

What if the disclosure relates to an Eligible Recipient?

If the Whistleblower Disclosure relates to a person who qualifies as an Eligible Recipient, the Eligible Whistleblower may report the Whistleblower Disclosure to another Eligible Recipient, ASIC, APRA, or the Australian Federal Police and cooperate with such entities (including an investigation if necessary) so far as if lawfully required.

Action to be taken in respect of a Whistleblower Disclosure

TLC will:

- (a) promptly review and investigate (where appropriate) a Whistleblower Disclosure, of which it becomes aware, in accordance with this Policy;
- (b) to the extent such a report is required by law or TLC otherwise considers it appropriate, report to ASIC, APRA, ATO, the AFP or State/Territory police (where appropriate) a Whistleblower Disclosure and cooperate with such entities;
- (c) comply with the confidentiality obligations set out in this Policy;
- (d) take appropriate steps to cease and remedy any substantiated Misconduct or an Improper State of Affairs or Circumstances; and
- (e) not Victimise a person, and take reasonable steps to ensure its representatives refrain from engaging in such behaviour.

6. Investigations

Who investigates a report?

Where an investigation is necessary, it will be undertaken by a Whistleblower Investigation Officer or an external party as determined appropriate by TLC.

What is the investigation process when you make a report under this Policy?

All Whistleblower Disclosures will be treated seriously and sensitively, and assessed and considered by TLC determining whether the report should be investigated. The investigation process will vary depending on the nature of the report.

Any investigation commenced will be conducted in a timely manner. All employees and contractors must cooperate with any investigation.

Roles and Responsibilities

The Whistleblower Investigation Officer will:

- (a) consider whether the conduct raised constitutes a Whistleblower Disclosure and where it does not, notify the discloser of any other processes outside of the whistleblower process that can be taken to address the allegations;
- (b) enable an investigation where necessary into the Misconduct or Improper State of Affairs or Circumstances.

TLC will afford fair treatment to Whistleblowers and persons to whom Whistleblower Disclosures relate. This will include TLC:

- (a) appointing suitably qualified and experienced Whistleblower Investigation Officers;
- (b) where necessary, undertaking investigations or engaging external investigators to undertake investigations in accordance with principles of due process and natural justice;
- (c) respecting confidentiality and ensuring all relevant facts and circumstances are considered in addressing a Whistleblower Disclosure;
- (d) implementing appropriate remedial actions in accordance with law and any relevant Company policies and procedures; and

- (e) ensuring Eligible Whistleblowers are afforded their full rights and protections under the Corporations Act and Aged Care Act.

Communication with the Whistleblower

The Eligible Whistleblower will generally be informed of the outcome of the investigation and may be provided with information relating to the investigation and its outcome. If this occurs, the Eligible Whistleblower must maintain confidentiality of such information and not disclose any information provided to them to any person.

What happens after an investigation?

At the conclusion of an investigation, TLC will determine the appropriate response in accordance with this Policy, any other applicable Company Policies, and any applicable legislation.

The response will aim to rectify any Misconduct or Improper State of Affairs or Circumstances and take the action necessary to prevent any future occurrences of the same of similar conduct.

Eligible Whistleblower Protections and the Investigation

The making of a Whistleblower Disclosure will not prevent TLC from commencing or continuing with any investigation into allegations of misconduct against the Eligible Whistleblower or any management of the Eligible Whistleblower's performance that do not relate to the Eligible Whistleblower Disclosure.

7. Confidentiality and Privacy

Under section 357 of the *Aged Care Act*, TLC cannot disclose:

- (a) Information that identifies, or could be used to identify a whistleblower; or
- (b) Any other information that may lead to the whistleblower's identity being revealed.

This section also applies to information TLC may have gained because of the Whistleblower Disclosure.

Exceptions to Disclosure

There are exceptions which permit TLC to disclose identifying information to the following groups:

- (a) The Aged Care Quality and Safety Commissioner, or their staff; or
- (b) The System Governor (being the Secretary of the Department of Health and Aged Care); or
- (c) An official of the Department of Health and Aged Care; or
- (d) The Inspector – General of Aged Care; or
- (e) A Police Officer; or
- (f) A lawyer, but only for the purpose of obtaining legal advice; or
- (g) A Court or Royal Commission.

Circumstances which constitute an exception permitting disclosure include:

- (a) If the Eligible Whistleblower provided oral or written consent; or
- (b) If the disclosure is necessary to prevent or lessen a serious risk to the safety of another person.

Anonymity of your identity

A Whistleblower Disclosure may be made anonymously and still be protected under the Corporations Act and Aged Care Act. However, TLC's ability to investigate reports and disclosures of suspected Misconduct or Improper State of Affairs or Circumstances may be impacted where the discloser wishes to remain anonymous.

The person to whom a report is made (including an Eligible Recipient) will not disclose the identity of the Eligible Whistleblower, or any information that is likely to lead to the identification of their identity, unless:

- (a) The Eligible Whistleblower consents to the disclosure of his or her identity;
- (b) Disclosure of the identity is required or permitted under the Corporations Act, Aged Care Act or other applicable legislation;
- (c) If it is reasonably necessary to investigate the report of Misconduct or Improper State of Affairs or Circumstances and the discloser takes all reasonable steps to reduce the risk of identifying the Eligible Whistleblower.

If it is reasonably necessary to disclose certain information about the report made, excluding the identity of the Eligible Whistleblower, for the purposes of investigating the Misconduct or Improper State of Affairs or Circumstances, TLC will take all reasonable steps to reduce the risk that the Eligible Whistleblower will be identified through this process.

It is possible that someone might deduce the identity of the Eligible Whistleblower without there having been a breach of confidentiality as a consequence of the nature of the investigatory process.

Unauthorised disclosures

Unauthorised disclosures of:

- (a) The identity of a whistleblower who has made a report of Misconduct or Improper State of Affairs or Circumstances; or
- (b) Information from which the identity of the whistleblower could be inferred,

will be regarded as a disciplinary matter and will be dealt with in the appropriate manner by TLC. Such unauthorised disclosures may also constitute an offence under the *Corporations Act, Aged Care Act* and other laws and may attract penalties.

8. Protections and Support for Eligible Whistleblowers

TLC will take appropriate measures to ensure that adequate and appropriate support and protection is provided to Eligible Whistleblowers. This applies even if the Whistleblower Disclosure is subsequently determined to be incorrect, or is substantiated and applies regardless of whether it is reported to an external authority. If an Eligible Whistleblower believes he or she has suffered any of the below treatment as a result of making a Whistleblower Disclosure, he or she should inform the Whistleblower Protection Officer.

Eligible Whistleblower will not be Victimised

TLC and its employees, officers and directors must not Victimise or discriminate against an Eligible Whistleblower as a consequence of making a Whistleblower Disclosure. Section 360 of the *Aged Care Act* imposes a positive obligation on all providers to prevent victimisation of Eligible Whistleblowers, and to protect their identities.

TLC is committed to providing fairness, support and protection in response to the making of a Whistleblower Disclosure.

An Eligible Whistleblower who makes a Whistleblower Disclosure will not be subject to any civil, criminal or administrative liability (including disciplinary action) for making a Whistleblower Disclosure.

No contractual or other remedy may be enforced, and no contractual or other right may be exercised, against an Eligible Whistleblower on the basis of making a Whistleblower Disclosure. No contractual or other remedy may be enforced, and no contractual or other right may be exercised, against an Eligible Whistleblower on the basis of a disclosure.

Compensation and remedies can be sought through the Courts by an Eligible Whistleblower if he or she is subjected to any Detrimental Conduct because of the making of a Whistleblower Disclosure.

TLC will take appropriate measures to ensure that adequate and appropriate support and protection is provided to Eligible Whistleblowers. This applies even if the Whistleblower Disclosure is subsequently determined to be incorrect or is not substantiated and applies regardless of whether it is reported to an external authority. If an Eligible Whistleblower believes he or she has suffered any of the abovementioned treatment as a result of making a Whistleblower Disclosure, he or she should inform the Whistleblower Protection Officer.

The making of a Whistleblower Disclosure will not prevent TLC from commencing or continuing with any investigation into allegations of misconduct against the Eligible Whistleblower or any management of the Eligible Whistleblower's performance that do not relate to the Eligible Whistleblower Disclosure.

Protection against legal action

An Eligible Whistleblower who makes a Whistleblower Disclosure will not be subject to:

- (a) criminal prosecution (and the disclosure cannot be used against the whistleblower in prosecution, unless the prosecution is false);
- (b) civil litigation such as for breach of an employment contract, duty of confidentiality or other contractual obligations; or
- (c) administrative action, including disciplinary action.

for making a Whistleblower Disclosure.

Protection against detriment

An Eligible Whistleblower will not be subject to detriment, or threats thereof, as a result of an actual or suspected Whistleblower Disclosure.

This protection still applies even if the Eligible Whistleblower hasn't officially made a Whistleblower Disclosure, but the offender suspects the possibility of such.

A person may be causing detriment to the Eligible Whistleblower if they:

- (a) dismiss them from their employment;
- (b) cause them injury (both physical or psychological);
- (c) alter their position/duties to their disadvantage
- (d) discriminate against them;
- (e) harass or intimidate them;
- (f) damage their property, reputation, business or financial position;
- (g) cause any other damage to the Eligible Whistleblower.

Compensation and remedies can be sought through the Courts by an Eligible Whistleblower if he or she is subjected to any Detrimental Conduct because of the making of a Whistleblower Disclosure.

9. DEFINITIONS

Term	Definition
APRA	means the Australian Prudential Regulation Authority.
AFP	means the Australian Federal Police
ASIC	means the Australian Securities and Investments Commission
ATO	means the Australia Taxation Office
Corporations Act	means the <i>Corporations Act 2001</i> (Cth), including regulations made for the purposes of that Act.
Detrimental Conduct	means: <ul style="list-style-type: none"> (a) dismissal of an employee; (b) injury of an employee in their employment; (c) alteration of an employee's position or duties to their disadvantage; (d) discrimination between an employee and other employees of the same employer; (e) harassment or intimidation of a person; (f) harm or injury to a person, including psychological harm; (g) damage to a person's property; (h) damage to a person's reputation; (i) damage to a person's business or financial position; or (j) any other damage to a person.

Term	Definition
Eligible Whistleblower	<p>has the meaning given to that term in the Corporations Act, including a person who is currently, or was previously:</p> <ul style="list-style-type: none"> (a) an officer of TLC, within the meaning of that term in the Corporations Act; (b) an employee of TLC; (c) a supplier to TLC or their employees; (d) an individual who is an associate of TLC; (e) a relative or a dependent of any individual referred to above; or (f) any other individual prescribed by law.
Eligible Recipient	<p>means:</p> <ul style="list-style-type: none"> (a) an officer or senior manager of TLC as defined in the Corporations Act; (b) an auditor, or member of an audit team conducting an audit, of TLC or a related body corporate; (c) an actuary of TLC; (d) a body authorised under the Aged Care Act; (e) another person authorised by TLC to receive a Whistleblower Disclosure.
Emergency Disclosure	<p>means a disclosure of Misconduct or Improper State of Affairs or Circumstances to a member of the Parliament, or a journalist in accordance with the procedural and other requirements set out in section 1317AAD of the Corporations Act.</p>
Misconduct or Improper State of Affairs or Circumstances	<p>means information which an Eligible Whistleblower has reasonable grounds to suspect concerning Misconduct or an Improper State of affairs or Circumstances in relation to TLC, including if the Eligible Whistleblower suspects TLC (or directors, officers or employees) have engaged in conduct which constitutes an offence against, or is in contravention of, a provision of any of the following:</p> <ul style="list-style-type: none"> (a) the Corporations Act; (b) the <i>Australian Securities and Investment Act 2001</i> (Cth); (c) the <i>Banking Act 1959</i> (Cth);

Term	Definition
	<p>(d) the <i>Financial Sector (Collection of Data) Act 2001</i> (Cth);</p> <p>(e) the <i>Insurance Act 1973</i> (Cth);</p> <p>(f) the <i>Life Insurance Act 1995</i> (Cth);</p> <p>(g) the <i>National Consumer Credit Protection Act 2009</i> (Cth);</p> <p>(h) the <i>Superannuation Industry (Supervision) Act 1993</i> (Cth);</p> <p>(i) <i>Aged Care Act 2024</i>;</p> <p>(j) an instrument made under any of the laws set out in the preceding paragraphs;</p> <p>or conduct which:</p> <p>(k) constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;</p> <p>(l) represents a danger to the public or the financial system; or</p> <p>(m) is prescribed by the law.</p> <p>This may include:</p> <p>(i) fraud or fraudulent activity, or corrupt or unlawful behaviour;</p> <p>(ii) misleading or deceptive conduct, including conduct or representations which amount to improper or misleading accounting or financial reporting practices;</p> <p>(iii) anti-competitive behaviour;</p> <p>(iv) insider trading;</p> <p>(v) serious and mismanaged conflicts of interest;</p> <p>(vi) conduct endangering the health and safety of any person, which has been reported to management but not acted upon; and/or</p> <p>(vii) conduct creating a significant danger to the environment.</p>
Officer	<p>Officer of a corporation means:</p> <p>(a) a director or secretary of the corporation; or</p> <p>(b) a person:</p> <p>(i) who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of the corporation; or</p> <p>(ii) who has the capacity to affect significantly the corporation's financial standing; or</p> <p>(iii) in accordance with whose instructions or wishes the directors of the corporation are accustomed to act (excluding advice given by the person in the proper</p>

Term	Definition
	<p>performance of functions attaching to the person's professional capacity or their business relationship with the directors or the corporation); or</p> <p>(c) a receiver, or receiver and manager, of the property of the corporation; or</p> <p>(d) an administrator of the corporation; or</p> <p>(e) an administrator of a deed of company arrangement executed by the corporation; or</p> <p>(f) a liquidator of the corporation; or</p> <p>(g) a trustee or other person administering a compromise or arrangement made between the corporation and someone else.</p>
Public Interest Disclosure	<p>means a disclosure of Misconduct or Improper State of Affairs or Circumstances to a member of Parliament or a journalist in accordance with the procedural and other requirements set out in section 1317AAD of the Corporations Act.</p>
Victimisation	<p>means engaging in, or threatening to engage in, Detrimental Conduct against a person because the perpetrator of the Detrimental Conduct believes or suspects the person or any other person made, may have made, proposes to make or could make a Whistleblower Disclosure and the belief or suspicion is the reason or part of the reason for the conduct. 'Threaten' can be express, implied, conditional or unconditional and it is not necessary to prove that the person actually feared the threat would be carried out, but the perpetrator must have intended the other person to fear that the threat would be earned out or been reckless as to causing that fear.</p>
Victimise	<p>has a corresponding meaning to Victimisation.</p>
Whistleblower Investigation Officer	<p>means a person or persons nominated by TLC to perform that role from time to time. Nominated Officers details can be found under point 4.2 of this document.</p>

10. RELATED DOCUMENTS

n/a

11. HISTORY

14/04/2023: reviewed by CHRO; reformatted following current template.

10/04/2024: reviewed and updated by legal team following legislation updates.