

Whistleblower Protection Policy

1. Commitment and Purpose

QANTM Intellectual Property Limited (*QANTM*) is committed to the highest standards of legal, ethical and moral behaviour and to conducting its business with integrity.

Whistleblowing is an integral part of supporting good governance and a transparent, accountable & safe workplace culture.

QANTM Board has a strong interest in corporate misconduct being brought to light early so it can be addressed and prevented from recurring. Whistleblowers play an important role in identifying and calling out misconduct and harm (both internal and external) to the organisation. As a result of a wrongdoing being reported, QANTM can more quickly address any underlying causes or systemic issues.

The purpose of this policy is to:

- encourage reporting of *wrongdoing*;
- to help deter *wrongdoing*, in line with QANTM's risk management and governance framework;
- to ensure individuals who disclose *wrongdoing* can do so safely, securely and with confidence that they will be protected and supported;
- to ensure disclosures are dealt with appropriately and on a timely basis;
- to provide transparency around QANTM's framework for receiving, handling and investigating disclosures;
- to support [QANTM's Code of Conduct](#) and our stated Values – in particular acting with integrity, dignity and respect, and practicing the highest standards of ethics and transparency;
- to support QANTM's long-term sustainability and reputation; and
- to meet our legal and regulatory obligations, and align with the ASX Corporate Governance Principles and Recommendations.

QANTM is committed to achieving this purpose by:

- having a well-communicated [Code of Conduct](#) and policies that foster upward reporting in an environment free from recriminations and victimisation;
- providing accessible, secure and reliable channels for the following parties to report reasonably suspected *wrongdoing*, including by way of anonymous reporting:
 - current or former employees, officers, contractors, associates, or consultants (*QANTM Personnel*) or their relatives, dependants or spouse, civil partner or de facto partner;
 - external parties, including suppliers to QANTM Group and their employees, clients and members of the public;
- supporting the right of *QANTM Personnel* to refuse to participate in *wrongdoing*;

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- providing robust protection from retaliation, victimisation or detrimental action for individuals in connection with reports of reasonably suspected *wrongdoing*, and ensuring that confidentiality is maintained as required by law;
- facilitating proper, timely, fair and impartial investigation of reports of *wrongdoing* by people who have the right skills, are independent to the allegations and do not have a conflict of interest;
- addressing issues identified, including by taking appropriate disciplinary action; and
- at all times complying with whistleblowing legislation in any country that QANTM operates.

2. What does QANTM regard as “wrongdoing”?

2.1 Definition of *wrongdoing*

In this policy, *wrongdoing* means misconduct or an improper state of affairs or circumstances in relation to QANTM or a member of the QANTM Group or its operations or involves *QANTM Personnel*. This may include conduct that:

- is corrupt;
- is in breach of laws applying to any member of the QANTM Group or to *QANTM Personnel*, including theft, drug sale or illicit drug use, violence, threatened violence, harassment, criminal damage to property;
- involves misconduct such as fraud, negligence, default, breach of trust, breach of duty, money laundering or misappropriation of funds; offering or accepting a bribe; failure to comply with, or breach of, legal or regulatory requirements;
- is unethical, such as acting dishonestly, altering company records, wilfully making false entries in QANTM books and records;
- is in breach of QANTM’s Code of Conduct, this Policy or other QANTM Group Policies or Procedures;
- is irresponsible, seriously harmful or potentially seriously harmful to anyone, such as bullying, deliberate unsafe work practices or wilful disregard for the safety of others in the workplace; or
- involves retaliatory action against a *Whistleblower* for planning to make, or having made, or is believed/suspected to have made, a report of *wrongdoing* or against *QANTM Personnel* for refusing to participate in *wrongdoing*; or
- involves any other kind of serious impropriety, including actions to cover up any of these types of *wrongdoing*.

This policy is intended to apply to all legitimate, substantiated and non-vexatious reports of *wrongdoing* where the reporter has reasonable grounds to suspect *wrongdoing*, but not to trivial or vexatious matters with no substance.

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2.2 Personal work-related grievances

This *Whistleblower* Protection Policy is not intended to apply to concerns that are solely *personal work-related grievances*. With respect to reports relating to *personal work-related grievances*:

- reporters are encouraged to utilise grievance procedures set out in internal workplace behaviour policies and procedures; and
- QANTM may refer such reports for resolution in accordance with those grievance procedures.

A *personal work-related grievance* is a grievance about any matter in relation to the discloser's employment, or former employment, having (or tending to have) implications for the discloser personally, which does not involve:

- an allegation that the discloser has suffered detriment or been threatened with retaliation due to reporting or raising the grievance; or
- alleged conduct that could be an offence, or comprises serious *wrongdoing*.

Typical examples of *personal work-related grievances* would include:

- personal conflicts within the workplace; and
- decisions relating to engagement, promotion, suspension and termination of employees, bonuses and incentives.

A personal work-related grievance may still qualify for protection if:

- it includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (that is, a mixed report);
- QANTM Group 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 disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- the discloser suffers from or is threatened with detriment for making a disclosure; or
- the discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.

Reports relating to *personal work-related grievances* which do not involve an element of *wrongdoing* do not attract the protections afforded to *Whistleblowers* under this policy or under Australian law.

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3. Other definitions

For the purposes of this policy:

- *QANTM Group* means QANTM and its related bodies corporate (as defined in the Australian Corporations Act 2001 (Cth))
- *QANTM Person* means a director, employee or contractor of a company within the QANTM Group, and *QANTM Personnel* has a corresponding meaning.
- *Whistleblowing* is the disclosure or reporting of actual or reasonably suspected *wrongdoing* that relates to the QANTM group or its operations or involves *QANTM Personnel*, and a *Whistleblower* is a person who engages in *Whistleblowing*.

4. Reporting wrongdoing

4.1 How can you make a report of wrongdoing?

QANTM would like to identify and address *wrongdoing* as early as possible and encourages early reporting of *wrongdoing*. Reports of *wrongdoing* may be made through any of the following channels:

a. QANTM Speak Up

The QANTM Speak Up service is an externally-managed service established to receive reports of *wrongdoing* by telephone, email, through an online platform or by mail. These reports will be forwarded regularly to an appropriate officer within QANTM for confidential assessment and referral for appropriate resolution.

The QANTM Speak Up service may be contacted by:

Phone:	1800 324 775 (from inside Australia) +61 2 8203 2190 (from outside Australia)
email:	qantmspeakup@coreintegrity.com.au
Online at:	qrs.ly/QANTMSpeakUP
Mail:	Core Integrity – QANTM SpeakUp, PO Box 730, Milsons Point, NSW, 1565
QR Code:	

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External parties (including a former employee, former officer, former contractor, a client, supplier, associate or service provider to QANTM, or a member of the public) is encouraged to make reports through the QANTM Speak Up service.

QANTM Personnel are encouraged to use the QANTM Speak Up service, but may also make reports to the following categories of senior managers and officers within QANTM Group.

b. Designated senior managers

In addition to the QANTM Speak Up service, *QANTM Personnel* may make *Whistleblowing* reports to the following senior managers or senior human resources personnel for their business:

- i.
- ii. for Davies Collison Cave Group: the Managing Principal of Davies Collison Cave Group, or the Managing Principals of Patent, Trade Marks or Davies Collison Cave Law, the Managing Principal of DCC Advanz, the Managing Principal of Davies Collison Cave Asia Pte Ltd, the Managing Principal of DCC Hong Kong, or the Head of People and Culture;
- iii. for FPA Patent Attorneys: the Managing Principal – FPA Patent Attorneys, the Managing Principal – FPA Patent Attorneys Asia Pte Ltd, or the Head of People and Culture; and
- iv. for Sortify: the Chief Executive Officer of Sortify.

c. QANTM senior managers

Reports may also be made to any of the following QANTM officers and senior managers:

- i. the Chief Executive Officer;
- ii. Chief Financial Officer; or
- iii. the General Counsel.

d. QANTM directors

If the alleged *wrongdoing* involves the QANTM Chief Executive Officer or a direct report of the QANTM CEO, then reports may be made to either of:

- i. the Chair of the QANTM Board Audit, Risk and Compliance Committee;
- ii. the Chair of the QANTM Board People, Remuneration and Culture Committee; or
- iii. the Chair of the QANTM Board.

4.2 Other reporting methods protected by Australian law

QANTM encourages reports of *wrongdoing* to be made using the reporting channels identified above, in order to enable QANTM to investigate and respond appropriately to reports of *wrongdoing*. However, Australian law also affords protection to *Whistleblower* reports made in defined circumstances to external parties, who are not officers or employees of QANTM Group companies. QANTM will afford the protections required by law to all *Whistleblowers* making disclosures which attract statutory protection under the Corporations Act.

Paragraph 12 and Appendix A set out more information on the protections for *Whistleblowers* under Australian law.

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4.3 What information should you include in a report of wrongdoing?

When reporting, include as much information as possible, such as details of the incident or issue, and the time, date, location, people and/or organisations involved in the incident or issue.

5. Whistleblower protection: Confidentiality and anonymity

5.1 Anonymity

- a. When making a report, a *Whistleblower* may do so anonymously.
- b. The fact that a report is made anonymously does not disqualify the *Whistleblower* from protection and support under the Policy, or under Australian law.
- c. If a *Whistleblower* makes a report anonymously through the QANTM Speak Up service, the *Whistleblower* will have the option of maintaining ongoing anonymous two-way communication with QANTM via the third party provider.
- d. QANTM will not, and *QANTM Personnel* must not, endeavour to determine the identity of an anonymous *Whistleblower*, unless required by law to do so. Attempts by *QANTM Personnel* to discover the identity of an anonymous *Whistleblower* will be regarded as serious misconduct, and may result in disciplinary action, which may include dismissal.

5.2 Confidentiality

- a. QANTM will, and *QANTM Personnel* must, take all reasonable steps to maintain confidentiality with respect to a *Whistleblower's* identity, unless, and only to the extent that:
 - i. the *Whistleblower* consents to disclosure of their identity; or
 - ii. QANTM or the relevant *QANTM Personnel* are required by law to disclose the *Whistleblower's* identity.
- b. Attempts by *QANTM Personnel* to discover the identity of a *Whistleblower*, or unauthorised disclosure by *QANTM Personnel* of information relating to:
 - i. the identity of a *Whistleblower*; or
 - ii. information from which the identity of the *Whistleblower* could be inferred,will be regarded as serious misconduct, and may result in disciplinary action, which may include dismissal. Such unauthorised disclosure may also constitute an offence under Australian law.
- c. Practical measures to be adopted to protect the confidentiality of a *Whistleblower's* identity may include one or more of the following:
 - i. personal information or references to the *Whistleblower* witnessing an event being redacted;
 - ii. using gender neutral language with respect to the *Whistleblower*;
 - iii. where possible, contacting the *Whistleblower* to help identify certain aspects of their report that could inadvertently identify them;
 - iv. storing hard copy and electronic files relating to *Whistleblower* reports securely;

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- v. restricting the number of people who are directly involved in assessing and investigating a report of *wrongdoing* and to whom a disclosure is made (with the *Whistleblower's* consent or as required or permitted by law) of the *Whistleblower's* identity or information that is likely to lead to the identification of the *Whistleblower*;
- vi. reminding each person who is involved in handling and investigating a report of *wrongdoing* about the confidentiality requirements, including the fact that unauthorised disclosure of a *Whistleblower's* identity may be a criminal offence; and
- vii. communications and documents relating to the investigation of a disclosure will not to be sent to an email address or to a printer that can be accessed by other staff.

5.3 Confidentiality and/or anonymity may impair investigation, response and support

The fact that a Whistleblowing report has been made anonymously or confidentially may prevent or impair QANTM's ability adequately to investigate the alleged *wrongdoing* and take steps to rectify it, to provide appropriate protection and support to the *Whistleblower* and monitor their welfare, and to provide feedback to the *Whistleblower* on the progress and outcomes of an investigation.

6. Whistleblower protection:

6.1 No retaliation or victimisation where reasonable grounds for suspecting wrongdoing

QANTM is committed to protecting and respecting the rights of each *Whistleblower* who has reported *wrongdoing*, in circumstances where the *Whistleblower* has reasonable grounds to suspect that the report is accurate.

QANTM Personnel must not victimise or retaliate or discriminate against any such *Whistleblower* (or against any other person) because the *Whistleblower* has reported *wrongdoing* based on reasonable grounds, or because there is a belief or suspicion that the *Whistleblower* may have made, proposes to make or could make a report, even it is established that the *Whistleblower* is mistaken or the report is unable to be substantiated.

For example, the *Whistleblower* (or any other person) must not be disadvantaged for having made the report (or because there is a belief or suspicion that they have made propose to make or could make the report), by way of:

- dismissal, demotion, altering a position or duties to a person's disadvantage, or other disadvantage with respect to their employment;
- termination of services or supply;
- discrimination, harassment, intimidation or bias;
- causing harm or injury (including psychological harm);
- causing damage to a person; or
- threats of any of the above.

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where the making of the report, or the belief or suspicion in relation to the actual or potential making of a report is the reason, or part of the reason, for the detrimental conduct. Any such retaliatory action or victimisation by *QANTM Personnel* will be treated as serious misconduct and will result in disciplinary action, which may include dismissal.

Please note that detrimental conduct will not include actions such as:

- action which is reasonable for the purpose of protecting a *Whistleblower* from detriment, such as moving a *Whistleblower* who has made a disclosure about their immediate work area to another work area to protect them from detriment; or
- managing a *Whistleblower's* unsatisfactory work performance, if the action is in line with the performance management framework for the relevant QANTM Group company.

6.2 Practical measures to protect and support Whistleblowers from detriment

- a. By way of example, without limitation, practical measures to be adopted to protect and support a *Whistleblower* from detriment may include one or more of the following:
 - i. conducting a risk assessment with respect to the potential for detrimental conduct;
 - ii. referral to the Employee Assistance Program(s) which the QANTM Group uses from time to time to provide assistance to *QANTM Personnel* with respect to mental health and wellbeing;
 - iii. allowing a *Whistleblower*, or directing other *QANTM Personnel*, to perform duties from another location;
 - iv. training relevant managers or supervisors on measures to address risk of isolation or harassment, manage conflicts, and ensure fairness when managing performance or taking other management action with respect to a *Whistleblower*; and
 - v. taking action to protect a *Whistleblower* if detriment has already occurred, such as disciplinary action, allowing additional leave, compensation or other remedies.
- b. *Whistleblowers* may seek independent legal advice, or contact regulatory bodies, such as ASIC, APRA or the Australian Taxation Office, if they believe they have suffered detriment.

6.3 Wrongdoing by Whistleblower not protected

It is important to note that making a report of *wrongdoing* may not protect the *Whistleblower* from the consequences flowing from involvement in the *wrongdoing* itself. A person's liability for their own conduct is not affected by their reporting of that conduct under this policy.

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7. Reports made without reasonable belief of wrongdoing are not protected

QANTM is committed to protection of *Whistleblowers* who have reasonable grounds to suspect that a report of *wrongdoing* is true at the time the report is made. Reports made without such reasonable grounds are not protected.

The making of reports which are found to have been made maliciously or to avoid a disciplinary or other workplace process, or knowingly to be false, will be viewed as serious misconduct if made by *QANTM Personnel*, and may be subject to disciplinary action including dismissal as outlined in the Workplace Behaviour Policy; if made by suppliers or business partners they may result in cessation of a business relationship.

8. Investigations

The investigation process will be respectful and supportive. QANTM will maintain procedures providing for:

- all reports of *wrongdoing* to be investigated in a proper, timely, fair and impartial manner, proportionate to the severity of the matter reported and overseen by an appropriate senior manager within QANTM. Investigations will be confidential, and may be undertaken by an authorised person within QANTM, or by an external provider. The investigators will have the right skills, will be independent to the allegations and will not have a conflict of interest;
- protection of the identity of the *Whistleblower* in the course of the investigation;
- fair treatment of *QANTM Personnel* who are mentioned in a *Whistleblower* report, including those in respect of whom an allegation of *wrongdoing* has been made. Measures to ensure such fair treatment will include consideration of the following:
 - disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;
 - each disclosure will be assessed and may be the subject of an investigation;
 - the objective of an investigation will be to determine whether there is enough evidence to substantiate or refute the matters reported;
 - when an investigation needs to be undertaken, the process will be objective, fair and independent;
 - an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken—for example, if the disclosure will be the subject of an investigation; and
 - an employee who is the subject of a disclosure will be referred to the Employee Assistance Program(s) which the QANTM Group uses from time to time to provide assistance to QANTM Personnel with respect to mental health and wellbeing.
- appropriate and proportionate measures to be adopted to ensure protection of the *Whistleblower* or in some cases other persons from retaliation or victimisation on account of a report having been made, and provision of appropriate support to the *Whistleblower*.

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A *Whistleblower* may elect to appoint an independent support person to accompany them for interviews and meetings that are related to the investigation.

At the request of a *Whistleblower*, QANTM will keep the *Whistleblower* informed of the progress and outcomes of an investigation, subject to restrictions on sharing information due to privacy, confidentiality or other legal considerations. The frequency and timing of updates may vary depending on the nature of the matters under investigation.

Concerns about the adequacy or impartiality of an investigation may be reported through any of the reporting channels set out in paragraph 4.1 of this Policy.

Subject to local laws, *QANTM Personnel*, including the *Whistleblower*, are required to cooperate with investigations, and to act honestly in doing so.

9. Management of a person against whom a report is made

QANTM recognises that individuals against whom a report of *wrongdoing* is made must also be supported during the relevant investigation. QANTM will maintain procedures providing for reasonable steps to be taken to treat fairly the person who is the subject of a report during the assessment and investigation process in accordance with an established investigation procedure.

QANTM will provide appropriate support to *QANTM Personnel* who have been the subject of a report of *wrongdoing* where the allegations contained in the report are established to be baseless.

10. Recording and reporting on Whistleblowing reports

QANTM will maintain procedures which establish responsibility for:

- recording reports of *wrongdoing*, progress and outcomes of investigations, including such communications with the *Whistleblower*; and
- reporting to the QANTM Board and/or appropriate Board Committees to ensure appropriate oversight and monitoring of the implementation of this Policy.

11. Breach

Any breach of this policy will be regarded as serious misconduct and may be subject to disciplinary action including dismissal, termination of service or cessation of a service or client relationship.

12. Further information

You may contact QANTM's General Counsel for further information about this Policy, practical steps that QANTM can take to support you and protect you from retaliation if you make a Whistleblowing report, and the scope of protection available to Whistleblowers under applicable Australian law. You may seek this information either before or after making a Whistleblowing report. Where appropriate, you may be referred confidentially to an independent legal practitioner for advice.

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13. Whistleblower Protection under Australian Law

In addition to the protections which QANTM commits to provide to Whistleblowers under this policy, Part 9.4AAA of the Australian Corporations Act provides extensive legal protection to certain categories of Whistleblowers, with respect to specific categories of reports of wrongdoing, made to certain external parties who are not directors, officers or employees of QANTM Group companies.

Depending on the circumstances, eligible recipients of Whistleblower reports may include:

- a. the Australian Securities and Investments Commission (ASIC) or the Australian Prudential Regulation Authority (APRA) or other Commonwealth authorities;
- b. the auditor of, or any member of an audit team conducting an audit of, any members of the QANTM Group;
- c. an actuary of any member of the QANTM Group;
- d. a member of the parliament or legislature of the Commonwealth or a State or Territory of Australia, or to a journalist; or
- e. legal practitioners for the purpose of obtaining legal advice or legal representation in relation to the operation of Australian *Whistleblower* protection laws.

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While QANTM encourages reports to be made initially using the reporting channels outlined in this policy, to enable QANTM to investigate and respond appropriately to reports of wrongdoing, QANTM will afford the protections and provide the support outlined in this Policy to all Whistleblowers making disclosures which attract statutory protection under the Corporations Act.

In addition to the protections under this Policy, the additional types of protection afforded to the relevant categories of *Whistleblowers* under Part 9.4AAA of the Australian Corporations Act include, in summary, statutory provisions:

- making it an offence to disclose the identity of the relevant *Whistleblower*, or information that is likely to lead to the identification of the relevant *Whistleblower*, and also exposing to civil penalties the person disclosing such identity or information;
- affording protection to the relevant *Whistleblower* from certain legal actions (including, for example, actions for breach of employment contract or other disciplinary action) to which they would otherwise be subject by reason of making the *Whistleblowing* report;
- making it an offence to victimise or cause detriment to the relevant *Whistleblower*, or threaten to do so, for reasons which include a belief or suspicion that a relevant *Whistleblowing* report has been made or could be made. The type of detriment prohibited by the law includes dismissal, alteration of employee's position or duties to their disadvantage, discrimination, harassment or intimidation, causing harm or injury (including psychological harm), damaging a person's property or reputation or business or financial position, or causing any other damage to a person;
- making available a wide range of remedies to a person who is victimised or suffers detriment in relation to a relevant *Whistleblowing* report.

Appendix A provides more detail about the protection of *Whistleblowers* under Part 9.4AAA of the Australian Corporations Act.

Date Approved: 20 February 2023

This policy has been approved by the Board of Directors of QANTM Intellectual Property Ltd and will be available on the QANTM website (<http://qantmip.com/about-qantm/governance/>). This policy will be periodically reviewed to check that it is operating effectively and whether any changes are required to the policy.

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APPENDIX A: WHISTLEBLOWER PROTECTION UNDER PART 9.4AAA OF THE AUSTRALIAN CORPORATIONS ACT

1. Introduction:

- 1.1.** This Appendix summarises the protections for *Whistleblowers* under Part 9.4AAA of the Australian Corporations Act (the **Act**) (consisting of sections 1317AA through 1317AK of the Act). It is a summary only, and reference should be made:
- a. to the legislation itself, which is available at the following link:
http://classic.austlii.edu.au/au/legis/cth/consol_act/ca2001172/s1317ag.html
 - b. to two information sheets released by ASIC explaining who is eligible to access the *Whistleblower* rights and protections under the Corporations Act and how ASIC will respond to reports of misconduct from *Whistleblowers*, specifically:
 - i. Information Sheet 238 - Whistleblower rights and protections, available at:
<https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/whistleblower-rights-and-protections/>
 - ii. Information Sheet 239 - How ASIC handles *whistleblower* reports (INFO 239, available at:
<https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/how-asic-handles-whistleblower-reports/>
- 1.2.** It should be noted that any disclosure of information by any individual to a legal practitioner for the purpose of obtaining legal advice in relation to Part 9.4AAA attracts all the statutory protections relating to whistleblowing. So any individual, whether a QANTM Group director, officer, employee, contractor, employee of a client or supplier to QANTM Group, or a member of the public, may disclose information relating to QANTM Group personnel or business activities to a legal practitioner to obtain advice in relation to *Whistleblower* protection under Part 9.4AAA, and have the benefit of the legal protections under Australian law.
- 1.3.** Part IVD of the Taxation Administration Act 1953 also contains a similar *Whistleblower* protection regime for disclosures containing information indicating misconduct or an improper state of affairs or circumstances in relation to the tax affairs of a company (such as tax avoidance behaviour). More information is available at the Australian Tax Office website at:
<https://www.ato.gov.au/general/gen/whistleblowers/>

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2. Which categories of *Whistleblowers* can make disclosures which qualify for statutory protection?

- 2.1.** Disclosures by any individual to a legal practitioner: As mentioned above, a disclosure made by any individual to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of Part 9.4AAA will qualify for protection under Part 9.4AAA.
- 2.2.** Disclosures by eligible whistleblowers: Part 9.4AAA protects disclosures made by *eligible whistleblowers*, which encompasses, in relation to a QANTM Group company, an officer or employee of the company, an individual supplying services or goods to the company, or an employee of a person or entity supplying services or goods to the company, an *associate* of the QANTM Group company (defined in sections 10 – 17 of the Act, including someone who acts in concert with the QANTM Group Company), or a relative, dependent or spouse of any of the foregoing categories of individuals, provided that the discloser has reasonable grounds to suspect that the information the subject of the disclosure:
- a. concerns misconduct or an improper state of affairs or circumstances in relation to a QANTM Group company; or
 - b. indicates that a QANTM Group company or any of its officers or employees as engaged in conduct that:
 - i. constitutes an offence against, or a contravention of, a provision of the Act or any of the following Australian Commonwealth Acts: the ASIC Act, the Banking Act 1959, the Financial Sector (Collection of Data) Act 2001, the Insurance Act 1973, the Life Insurance Act 1995, the National Consumer Credit Protection Act 2009, the Superannuation Industry (Supervision) Act 1993, or an instrument made under any of those Acts; or
 - ii. constitutes an offence against any other law of the Commonwealth of Australia that is punishable by imprisonment for a period of 12 months or more; or
 - iii. represents a danger to the public or the financial system; or
 - iv. is prescribed by Commonwealth regulations for the purpose of clause 1317AA(5) of the Corporations Act 2001 (Commonwealth).

If the *Whistleblower* is not an *eligible whistleblower* or the *eligible whistleblower* does not have the requisite reasonable grounds with respect to the information the subject of the disclosure, then the legal protections under Australian law may not be available.

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3. To whom can *Whistleblowers* make disclosures which qualify for statutory protection?

In addition to the disclosures to legal practitioners outlined in paragraph 2.1 above, the disclosures by *eligible whistleblowers* described in paragraph 2.2 above will be protected by Part 9.4AAA:

- a. Disclosures to eligible recipients (including all of the QANTM reporting mechanisms under this Policy): Disclosures made to:
 - i. the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA) or to other Commonwealth authorities prescribed under relevant regulations from time to time; or
 - ii. to an *eligible recipient*, being, in relation to a QANTM Group company:
 - (1) an officer of the company (which includes a director or company secretary of the company);
 - (2) a senior manager of the company, which includes:
 - (A) for QANTM, the QANTM Chief Executive Officer and Managing Director, and the QANTM Chief Financial Officer;
 - (B) for FPA, the Managing Principal of FPA;
 - (C) for Davies Collison Cave Group, the Managing Principal of Davies Collison Cave Group and the Managing Principals of DCC Law, DCC Patents, DCC Trade Marks, DCC Advanz and DCC Asia; and
 - (D) for Sortify, the Chief Executive Officer of Sortify.
 - (3) an auditor or a member of an audit team conducting an audit of the relevant company;
 - (4) an actuary of the relevant company; or
 - (5) a person specifically authorised by the relevant company to receive disclosures that may qualify for protection under this Part (which includes, for QANTM Group, the recipients of reports made under the reporting channels listed under this Policy).
 - (6)
- b. Public interest disclosures: Disclosures made to a journalist, or to a member of the Parliament of the Commonwealth of Australia, the Parliament of a State of Australia, or the legislature of a Territory of Australia, provided that:
 - i. a disclosure qualifying for protection under Part 9.4AAA has previously been made;

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- ii. at least 90 days have passed since that disclosure was made;
 - iii. the *eligible whistleblower* who made that original disclosure does not have reasonable grounds to believe that action is being taken or has been taken to address the matters to which the previous disclosure related;
 - iv. the *eligible whistleblower* who made that original disclosure does have reasonable grounds to believe that making a further disclosure of the information would be in the public interest, and gives the recipient of the previous disclosure a written notice referring to the original disclosure and stating that the discloser intends to make a public interest disclosure; and
 - v. the extent of the information disclosed in the public interest disclosure is no greater than is necessary to inform the recipient of the public interest disclosure of the misconduct, improper state of affairs or circumstances or other matters to which the original disclosure related.
- c. Emergency disclosures: Disclosures made to a journalist, or to a member of the Parliament of the Commonwealth of Australia, the Parliament of a State of Australia, or the legislature of a Territory of Australia, provided that:
- i. a disclosure qualifying for protection under Part 9.4AAA has previously been made;
 - ii. the *eligible whistleblower* who made that original disclosure:
 - (1) has reasonable grounds to believe that the information the subject of the previous disclosure concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;
 - (2) gives the recipient of the previous disclosure a written notice referring to the original disclosure and stating that the discloser intends to make a public interest disclosure; and
 - iii. the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the recipient of the public interest disclosure of the substantial and imminent danger.

Whistleblower Protection Policy

4. What compensation, remedies and protections are available to persons who are subjected to detrimental conduct, or threatened with detrimental conduct, because of actual or potential *Whistleblower* reports?

- a. Sections 1317AD, and 1317AE of the Corporations Act set out the circumstances in which a person who has been subjected to *detrimental conduct* (defined in 1317ADA) in connection with *whistleblowing* reports made to eligible recipients as outlined in paragraph 2.3 of this Appendix A (eligible recipients includes recipients within a corporation and external parties) may be able to access compensation and other remedies, such as injunctions to prevent, stop or remedy the effects of the detrimental conduct, orders with respect to apologies for engaging in the detrimental conduct, orders that a person be reinstated into a position of employment, orders relating to exemplary damages, or any other order that the court thinks appropriate.
- b. Orders with respect to compensation may be made against one or more individuals or their employer(s), or both individuals and their employer(s), jointly and severally.
- c. If a person makes a disclosure that is protected under Part 9.4AAA, then, by virtue of clause 1317AB of the Corporations Act, then:
 - i. that person will not be subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure;
 - ii. no contractual or other remedy may be enforced, and no contractual or other right may be exercised, against the person on the basis of the disclosure; and
- d. However, the Corporations Act does not prevent the person being subject to civil, criminal or administrative liability for their own conduct that is revealed by the disclosure.
- e. Disclosures which do not satisfy the criteria for protection under Part 9.4AAA, including because they do not relate to misconduct or an improper state of affairs or circumstances in relation to QANTM or a member of the QANTM Group, will not have the benefit of statutory protection.