



WHISTLEBLOWER POLICY

1 BACKGROUND

Questus Limited (Company) is committed to the highest standards of conduct and ethical behaviour in all of our business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

The Company encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving Company businesses, and will ensure that those persons who make a report shall do so without detriment or the fear of intimidation, disadvantage or reprisal.

2 WHAT IS REPORTABLE CONDUCT

You may make a report under this policy if you have information that on reasonable grounds you suspect concerns misconduct, or an improper state of affairs or circumstances of the company or that the company or an officer, employee, contractor, supplier, tenderer or other person who has business dealings with the Company has engaged in conduct that:

- constitutes an offence against, or a contravention of, a provision of the Corporations Act, the Australian Securities and Investment Commission Act and other nominated legislation;
- constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
- represents a danger to the public or the financial system;
- is prescribed by the Corporations Act regulations;
- is dishonest, fraudulent or corrupt activity, including bribery or other activity in breach of the Company Anti-bribery Policy;
- is illegal activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);
- is unethical or in breach of Company policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching the Company Code of Conduct or other policies or procedures);
- is potentially damaging to the Company, a Company employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of Company property or resources;
- amounts to an abuse of authority;

- may cause financial loss to the Company or damage its reputation or be otherwise detrimental to the Company's interests;
- involves harassment, discrimination, victimisation or bullying; or
- involves any other kind of serious impropriety.

3 WHO CAN I MAKE A REPORT TO?

a) Company employees or others working within the Company

The clause applies to the following:

- an officer or employee of the company;
- an individual who supplies services or goods to the company (whether paid or unpaid);
- an employee of the individual that supplies services or goods to the company (whether paid or unpaid);
- an individual who is an associate of the company;
- any relative or dependant of a person described above.

You may raise the matter with:

- an officer or senior manager of the company;
- the company auditor or a member of the audit team;
- a person authorised by the company to receive disclosures to be known as the Protected Disclosure Officer

b) Any person may make a report to a Protected Disclosure Officer

You may report a matter to any of the following Protected Disclosure Officers:

<u>Chairman</u>	Phone: (08) 6184 8000
David Somerville	Email: david.somerville@questus.com.au
<u>Chief Financial Officer</u>	Phone: (08) 6184 8000
Graeme Goff	Email: graeme.goff@questus.com.au
<u>Non-Executive Director</u>	Phone: (08) 6184 8000
Robert Olde	Email: robert.olde@questus.com.au
<u>Compliance Manager</u>	Phone: (08) 6184 8000
Cheryl Howe	Email: gfml@questus.com.au

Reports may also be made by post (marked to the attention of an officer or senior manager of the company; the company auditor or one of the Protected Disclosure Officers referred to above). A report may be submitted anonymously if you do not wish to disclose your identity.

4 COMPANY INVESTIGATIONS OF REPORTABLE CONDUCT

The Company will investigate all matters reported under this Policy as soon as possible after the matter has been reported. A Protected Disclosure Officer may appoint a person to assist in the investigation of a matter raised in a report. Where appropriate, the Company will provide feedback to the whistleblower regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made).

The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Reportable Conduct and the circumstances.

5 PROTECTION OF WHISTLEBLOWERS

The Company is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report based on reasonable

grounds of suspecting a breach of this policy are treated fairly and do not suffer any detriment.

a) Protection of your identity and confidentiality

Upon receiving a report under this Policy, the Company will not, nor will any officer or senior manager of the company, company auditor or a member of the audit team, the Protected Disclosure Officer or person authorized to investigate the report, disclose any particulars that would reveal or suggest your identity as a whistleblower, without first obtaining your consent.

b) The obligation to keep a report confidential does not apply where-

The company or a person authorised to receive or investigate the report refers it to the Australian Securities and Investment Commission, Australian Prudential Regulation Authority, the Australian Federal Police, a Commonwealth authority or a State or Territory authority, for the purpose of assisting the authority in the performance of its functions or duties, or a legal practitioner for the purpose of obtaining legal advice.

The company or a person authorised to receive or investigate the report may reveal so much of the report as is reasonably necessary to enable the report to be investigated provided that the identity of the person is not disclosed or every effort is made to reduce the risk of the person making the report from being identified.

c) Protection of files and records

All files and records created from an investigation will be retained under strict security and any unauthorized release of information to someone not involved in the investigation (other than senior managers or officers who need to know to take appropriate action, or for corporate governance purposes) without your consent as a whistleblower will be a breach of this policy.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with under Company disciplinary procedures.

d) Fairness

A Company employee, contractor or other person described above who is subject to detrimental treatment as a result of making a report under this policy should inform a senior manager or other person who received the report immediately.

Detrimental treatment includes:

- dismissal of an employee;
- injury of an employee in his or her employment;
- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person's property;
- damage to a person's reputation;
- damage to a person's business or financial position;
- any other damage to a person.

The company is committed to ensuring a person who submits a report in accordance with this policy does not suffer any detriment as a consequence of submitting that report.

The Corporations Act also gives special protection to whistleblowers that make disclosures about breaches of that Act – refer to Annexure A for further details

6 DUTIES OF EMPLOYEES IN RELATION TO REPORTABLE CONDUCT

It is expected that employees of the Company who become aware of known, suspected, or potential cases of Reportable Conduct will make a report under this policy or under other applicable policies.

7 GROUP REPORTING PROCEDURES

The Managing Director will report to the Board the number and type of whistleblower incident reports received and investigated, to enable the Company to address any issues at a Group level.

These reports will be made on a 'no names' basis, maintaining the confidentiality of the identity of the person lodging the report and that in providing information on the report every effort is made to reduce the risk of the person making the report from being identified.

Subject to the confidentiality requirements describe above, the Audit, Risk Management and Investment Committee will be provided with the substance of all whistleblower reports, and reports dealing the outcome of investigation into such reports. In addition, serious and/or material Reportable Conduct will be considered by the Protected Disclosure Officers for immediate referral to the Chairman of the Audit, Risk Management and Investment Committee.

8 AMENDMENT OF THIS POLICY

This policy cannot be amended without approval from the Company Board. It will be reviewed from time to time to ensure that it remains effective and meets best practice standards and the needs of the Company.

ANNEXURE A – SPECIAL PROTECTIONS UNDER THE CORPORATIONS ACT

The Corporations Act gives special protection to disclosures about Corporations Act breaches, where these conditions are satisfied:

1. the whistleblower (in the Act called an ‘eligible whistleblower’) is a person who is or has been any of the following:
 - an officer or employee of the company;
 - an individual who supplies services or goods to the company (whether paid or unpaid);
 - an employee of a person that supplies services or goods to the regulated entity (whether paid or unpaid);
 - an individual who is an associate of the company;
 - a relative of a person described above;
 - a dependant of a person described above or of such person’s spouse;
 - any other person prescribed by the Corporations Act regulations.

2. the report is made to:
 - a Protected Disclosure Officer; or
 - an officer or senior manager of the company; or
 - the company auditor (or a member of that audit team); and
 - the Australian Securities and Investment Commission (ASIC) or the Australian Prudential Regulation Authority or any prescribed Commonwealth authority;

3. the report is made by a whistleblower who has reasonable grounds to suspect that there has, or may have, been a breach of the Corporations Act by the company or any of its officers or employees.

Briefly, the protections given by the Corporations Act when these conditions are met are:

- the whistleblower cannot be subject to legal liability for making the report;
- anyone who victimises or threatens the whistleblower is guilty of an offence and may be liable for damages; and
- the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower’s identity, without the whistleblower’s consent, to anyone except:
 - the Australian Securities and Investment Commission, Australian Prudential Regulation Authority, the Australian Federal Police, a Commonwealth authority or a State or Territory authority, for the purpose of assisting the authority in the performance of its functions or duties, a legal practitioner for the purpose of obtaining legal advice or with the consent of the person making the report; or
 - Where the person authorised to receive or investigate the report reveals so much of the report as is reasonably necessary to enable the report to be investigated provided that the identity of the person is not disclosed or every effort is made to reduce the risk of the person making the report from being identified.