

# Whistleblower Policy

Policy Owner	General Counsel
Version Number	1.0
Effective Date	1 July 2021
Review Date	1 April 2023

## 1. Purpose of this policy

Kin is committed to conducting its business ethically and in compliance with relevant legal and regulatory requirements. This Policy forms part of Kin's broader commitment to maintaining an open working environment. In line with this, Kin has created this Whistleblower Policy (**Policy**) to encourage individuals to make a report of disclosable matters including when they reasonably believe to have occurred any instances of suspected misconduct or an improper state of affairs or circumstances in relation to Kin or its operations, without fear of detriment.

This Policy is designed to operate consistently with the Kin Code of Business Conduct and Business Principles Policy (**Code**).

Kin is required to observe (and this policy complies with) the requirements of any applicable legislation regarding the protection of whistleblowers, including those of the *Corporations Act 2001* (Cth) ('**Act**') and the *Taxation Administration Act 1953* (Cth).

This Policy also establishes a process to ensure that fair and independent investigation of any matters raised in accordance with this Policy is undertaken consistently and encourages appropriate responsive action where necessary.

To achieve this, Kin will endeavour to maintain good corporate governance practices and have proper arrangements in place (including via this Policy) to:

- provide a supportive working environment in which individuals feel comfortable to raise issues of legitimate concern to them and to Kin;
- enable individuals, including but not limited to Eligible whistleblowers, to raise concerns about any misconduct or an improper state of affairs or circumstances;
- safeguard against the detriment of any person who makes a report of misconduct or an improper state of affairs or circumstances on reasonable grounds;
- outline how the company will ensure fair treatment of employees mentioned in the disclosures;
- provide for the fair and independent investigation of alleged misconduct or an improper state of affairs or circumstances and to ensure appropriate follow-up where necessary.

## 2. Scope of this policy

This policy applies to all Eligible Whistleblowers, and any revisions to it from time to time are available to officers and employees at <https://kingroupoktosay.stoplilereport.com/> and from the General Counsel.

## 3. Definitions

For the purpose of this Policy:

- (a) **Kin** means Kin Group Pty Ltd and any related body corporate.
- (b) **Detriment** includes:
  - dismissal of an employee;

- injury of an employee in employment;
  - alteration of an employee's position or duties to his or her disadvantage;
  - discrimination, harassment or intimidation;
  - harm or injury, including psychological harm;
  - damage to property, reputation, business or financial position; and
  - any other damage to a person.
- (c) **Protected disclosure** is defined as:
- A **protected** disclosure occurs when an **eligible whistleblower** makes a disclosure of information relating to a **disclosable matter** directly to an **eligible recipient**.
  - A person who makes a **protected** disclosure will be subject to the protections under the *Corporations Act 2001* and as outlined in this policy.
- (d) **Eligible Whistleblowers** is defined to include:
- current and former directors, officers, employees (including casual employees) and associates of Kin;
  - current and former contractors, consultants, suppliers of goods and services to Kin (whether paid or unpaid), employees of any contractor, consultant, or supplier to Kin;
  - an individual who is or has been an associate<sup>1</sup> of Kin; and
  - current and former relatives or dependants of any of the individuals above.
- (e) **Misconduct** is defined to include 'fraud, negligence, default, breach of trust and breach of duty'.
- (f) **'Improper state of affairs or circumstances'** includes a systemic issue that the relevant regulator should know about to properly perform its functions. It may also relate to business behaviour and practices that may cause consumer harm.

## 4. Protected disclosures

If an Eligible whistleblower becomes aware of any issue or behaviour that they have reasonable grounds to suspect indicates Misconduct or an Improper state of affairs or circumstances as defined by this Policy, they have a right to make a protected disclosure in accordance with the procedures set out in this Policy.

Individuals wishing to make a disclosure can obtain information about the process and protections relating to whistleblowing before making a disclosure by contacting the General Counsel.

- (a) What is a disclosable matter?

A disclosure of information concerns a *disclosable matter* where a person has objectively reasonable grounds to suspect that the information indicates:

- Misconduct or an Improper state of affairs or circumstances in relation to Kin or any of its related bodies corporate; or
- any conduct that constitutes an offence against, or contravention of any of the acts or instruments referred to in [s1317AA\(5\)\(c\)](#) of the *Corporations Act 2001*;

---

<sup>1</sup> "Associate" has the meaning ascribed to that term under ss 10 to 17 of the *Corporations Act 2001* (Cth).

- conduct which constitutes an offence (punishable by imprisonment of 12 months or more); or
- conduct which represents a danger to the public or the financial system.

Examples of this kind, relevant to Kin could include disclosures about:

- fraudulent activity;
- serious, unlawful or corrupt use of Kin 's funds or other resources;
- improper accounting or financial reporting practices; and
- systemic practices that pose a serious risk to the health and safety of person on Kin's premise.

A disclosure of information that is not a *disclosable matter* will not qualify for protection under this policy or the *Corporations Act 2001*.

(b) What is not a disclosable matter?

This policy is intended for disclosures of information that have significant implications for Kin, rather than for personal matters.

This policy does not, therefore, apply to trivial or vexatious matters. Nor is this policy intended to replace or be used instead of other company policies and reporting procedures such as those relating to dispute resolution, personal work-related grievances (including matters relating to the discloser's employment or having implications for the discloser personally), equal opportunity, discrimination, harassment or bullying see [s.1317AADA\(2\)](#) of the Act for further examples of personal work-related grievances.

(c) Personal *work-related grievances*

Personal work-related grievances are those about any matter in relation to the discloser's employment, or former employment, having implications for the discloser personally but not having significant implications for Kin. Such grievances will generally not be *disclosable matters* and will therefore generally not qualify for protection under this policy or the *Corporations Act 2001*. Examples of personal work-related grievance include interpersonal conflicts between the discloser and another employee, and decisions about the terms of employment, transfer, promotion, suspension or termination of the discloser.

Personal work-related grievances may qualify for protection in certain circumstances, such as:

- where the disclosure also includes information that is a *disclosable matter* (ie. a mixed report);
- where the disclosure reasonably indicates a breach of employment or other laws punishable by imprisonment for a period of 12 months or more;
- where a discloser seeks legal advice or representation about the operation of the whistleblower protections under the *Corporations Act* - that communication with lawyers is protected;

- where the discloser suffers from or is threatened with detriment for making a disclosure, whether the disclosure is actually a *protected disclosure* - the discloser is entitled to protection against detriment.

The General Counsel will determine in each case, acting reasonably, whether or not a reported matter is a *disclosable matter* in accordance with this policy.

Accordingly, a disclosure or part of a disclosure which is not, or determined by Kin not to be, a *disclosable matter* may not be protected by the *Corporations Act 2001* or the terms of this policy.

#### *False reporting*

This policy applies to disclosures where the discloser has objectively reasonable grounds to suspect Misconduct or an Improper state of affairs or circumstances in relation to Kin or its operations. A disclosure may still qualify for protection even if it turns out to be inaccurate. However, where it is shown that a person purporting to be a whistleblower has knowingly or recklessly made a false report of wrongdoing, then that conduct itself will be considered a serious matter and that person may be subject to disciplinary action, which may include dismissal in serious cases.

## 5. Reporting Protected Disclosure

- (a) An Eligible whistleblower who reports a Protected disclosure under this Policy (**Whistleblower**) should take steps to ensure that the report is:
  - (i) factually accurate;
  - (ii) supported by documentary evidence where available; and
  - (iii) based on reasonable grounds to suspect that the information disclosed indicates Misconduct or an Improper state of affairs or circumstances.

#### **Eligible recipients of disclosures**

##### Who is an *eligible recipient* of a disclosure?

In order to qualify for protection, the disclosure must be made directly to an *eligible recipient*. Kin offers several reporting options for making a disclosure internally as well as externally. Protections apply to internal as well as external disclosures. The role of *eligible recipients* is to receive disclosures that qualify for protection.

**(External reporting service)** A disclosure may be made to by contacting the Kin Ok to Say Hotline, **which is an independent service run by Stopline**, on 1300 30 45 50 or <http://Kinoktosay.stoplinereport.com/> or email to [Kinoktosay@stopline.com.au](mailto:Kinoktosay@stopline.com.au).

- The recipient will, subject to compliance with confidentiality requirements, provide details of the disclosure to the General Counsel within Kin.
- A report may be submitted anonymously if you do not wish to disclose your identity to the Kin Ok to Say Hotline.

**(Officer or senior manager)** Disclosures may also be made to an officer or senior manager<sup>2</sup> of Kin or of a related body corporate of the Company. The *eligible recipients* who have been principally nominated or authorised by Kin to receive such reports are the General Counsel and the Managing Director.

However, a disclosure made to any other officer or senior manager<sup>1</sup> of Kin or of its related bodies corporate is also protected.

**(Auditor)** Whistleblowers may also make a disclosure to internal or external auditors (including any member of the audit team) or actuaries of Kin.

**(Relevant regulator)** Where necessary, disclosures may also be made to ASIC, APRA, the Commissioner of Taxation or another Commonwealth body prescribed by regulation (the **Regulator**). Disclosures made to the Regulator will be *protected disclosures*.

**(Lawyer)** Any disclosure of information, including information that does not relate to a *disclosable matter*, made to a lawyer for the purpose of obtaining legal advice or legal representation in relation to the discloser's rights at law will also be a *protected disclosure*.

**(Public interest disclosure)** In certain circumstances, 90 days after you have made a report in accordance with this Policy to the Regulator, and provided that you have reasonable grounds to believe that:

- no action is being, or has been, taken to address the matters you raised in your report; and
- the making of a further disclosure would be in the public interest,
- you may give limited disclosure of the matter to a member of Parliament or a journalist.

Such a step is a serious matter and, to ensure you are protected by law, you should take independent legal advice before taking any such step.

**(Emergency disclosure)** In certain circumstances and provided you have:

- made a disclosure to the Regulator in accordance with this policy;
- reasonable grounds to believe that the information concerns a substantial and imminent danger to health or safety of one or more persons or to the natural environment; and
- given notice to the same Regulator about your intention to make an emergency disclosure,
- you may give limited disclosure of the matter to a member of Parliament or a journalist.

Such a step is a serious matter and, to ensure you are protected by law, you should take independent legal advice before taking any such step.

#### Anonymous disclosures

A disclosure can be made anonymously to any of the *eligible recipients* listed above and still be protected by this policy and the *Corporations Act 2001*. However, this may make it difficult to

---

<sup>2</sup> An "officer" or senior manager includes the director or company secretary of a company, a person who makes or participates in the making of decisions that affect the whole, or a substantial part, of the business of the company and a person who has the capacity to significantly affect the company's financial standing.



investigate the disclosed matter. Kin encourages disclosers wishing to make an anonymous disclosure to do so through the Kin Ok to Say Hotline, **which is an independent service run by Stopline**, on 1300 30 45 50 or <http://Kinoktosay.stoplinereport.com/> or email to [Kinoktosay@stopline.com.au](mailto:Kinoktosay@stopline.com.au). This will ensure your identity can remain anonymous and provide Kin with the ability to properly investigate the disclosure and a confidential communication channel through which questions can be asked and information provided.

## 6. Investigation of Protected disclosures

All reports of protected disclosures will be referred to the General Counsel for consideration (**Recipient**).

(a) Investigation of a protected disclosure

All protected disclosures covered by this policy will be taken seriously and handled sensitively and fairly. Kin will generally direct the matter to the General Counsel or the Managing Director who will attempt to ensure all *protected disclosures* are investigated as soon as reasonably practicable. Where appropriate you will be kept informed as to the progress of the investigation.

Kin will investigate disclosures covered by this policy in an objective, fair and appropriate manner, depending on the circumstances of each disclosure. Kin reserves the right to use both internal and external resources to investigate a disclosure or part of it.

### *Assessment*

As a first step in the investigation process, normally Kin will assess a disclosure to determine whether or not it falls within the scope of this policy. If it does, the following steps will normally apply to the investigation. If it does not, the matter will not be investigated, and the discloser will be advised of that fact. In that latter case, the discloser may be directed to another appropriate person or section within the organisation.

For disclosures assessed to be within the scope of this policy, Kin will advise the Whistleblower of the support available to the Whistleblower and emphasise to the Whistleblower the importance of confidentiality.

Kin will ask the Whistleblower if the Whistleblower consents to the disclosure of their identity for the purposes of the investigation. Kin will explain to the Whistleblower the steps Kin has in place to take all reasonable steps to reduce the risk that the Whistleblower will be identified as the result of the disclosure. If the Whistleblower consents, Kin will keep a written record of that consent. If the Whistleblower does not consent, Kin will also record that fact and advise the Whistleblower that Kin will not disclose the identity of the Whistleblower.

In circumstances where consent has not been provided, Kin will advise the Whistleblower that it may disclose information that is not the identity of the Whistleblower where it is reasonably necessary for the investigation and where all reasonable steps have been taken to reduce the risk that the Whistleblower will be identified as a result of the disclosure. Reasonable steps Kin may take include redacting personal information likely to lead to identification, storing records securely, and providing *eligible recipients*, persons undertaking investigations and others with appropriate regular education and training on their obligations. Whistleblowers who wish to remain anonymous can refuse to answer questions they feel could reveal their identity.

### *Investigation Steps*

As a general guide and subject to the particular circumstances applying to the disclosure, the steps in the investigation process are normally expected to include the following:

- interview the Whistleblower to obtain relevant information;
- interview any alleged wrongdoer to obtain a response to the disclosure in so far as it relates to the alleged wrongdoer;
- interview any relevant witnesses regarding relevant matters arising from the disclosure;
- review any documents or other material relevant to the disclosure;
- if necessary, conduct further interview/s with the Whistleblower to obtain further information or a response to material arising from the investigation; and
- if necessary, conduct further interview/s with any alleged wrongdoer regarding further material arising from the investigation.

Interviews need not be conducted face to face. All relevant material including interviews and documents obtained during the investigation is then considered and a report prepared.

The report will make findings of fact and determine whether a disclosure has been substantiated or not substantiated, in whole or part. The report may also include recommendations arising from any factual findings.

#### *Timing*

Kin aims, where practicable, to finalise investigations of disclosures within 90 days of the date the disclosure is first made. Where finalisation is not practicable, however, Kin will take all reasonable steps to ensure that significant progress is made in relation to a disclosure within 90 days of the date the disclosure is first made.

Kin will take reasonable steps to keep the Whistleblower informed (including through confidential communication channels used) of the progress of an investigation of their disclosure. The frequency of updates and timeframe will vary according to the nature of the disclosure.

#### **(b) Response to findings**

At the conclusion of any investigation conducted in accordance with this policy, the investigator will report findings to the Managing Director (or the Board in the case of a matter regarding the Managing Director). The Managing Director (or the board in the case of a matter regarding the Managing Director) may determine Kin's response directly. Alternately, he or she (or the Board in the case of a matter regarding the Managing Director) may determine Kin's response directly. Alternately, he or she may refer the matter to an appropriate person for this purpose (eg. in the case of an employee – their manager).

A response to any substantiated allegations of Misconduct or an Improper state of affairs or circumstances may include disciplinary action, up to and including the termination of an individual's employment or engagement with Kin, in accordance with Kin's disciplinary procedures and/or a referral to an external body, including ASIC or a law enforcement authority as appropriate.

Any person who is found to have engaged in Misconduct or an Improper state of affairs or circumstances will be afforded an opportunity to provide a response before Kin decides to take any disciplinary action against them.



The Managing Director will also consider any steps available to Kin to rectify the effects of any Misconduct or an Improper state of affairs or circumstances or measures available to the organisation that may be implemented to safeguard against the same or similar Misconduct or an Improper state of affairs or circumstances occurring in the future.

Where allegations Misconduct or Improper state of affairs or circumstances made against another person cannot be substantiated, that person will be advised accordingly and, unless Kin determine otherwise, will be entitled to continue in their role as if the allegations had not been made.

In the case of a matter involving the Managing Director, the above steps will be handled by the Chairman of the Board.

(c) Notification of the outcome

Once an investigation is completed and the matter (including any subsequent disciplinary action) has been concluded, Kin will take steps to notify the Whistleblower that the matter has been finalised.

Kin may notify the Whistleblower of the outcome, including whether some or all of the allegations are substantiated. However, this will not necessarily be appropriate in all instances, including where information disclosed by the outcome is confidential, legally privileged and/or where Kin is bound by a law or agreement that prevents such disclosure being made.

Where appropriate, the Whistleblower will be informed of the outcome of the investigation.

(d) Fair treatment

Kin will ensure fair treatment of employees mentioned or implicated in a *protected disclosure* within the meaning of this policy or to whom such disclosure relates (**Relevant Employee**) by applying the following principles.

(e) Confidentiality

To the extent practicable, the identity of a Relevant Employee will be kept confidential during the investigation of a *protected disclosure* relating to that person.

***Impartiality***

An investigator appointed to investigate a *protected disclosure* will act impartiality and without bias in conducting the investigation. An investigator must declare any material personal interest the investigator has in any matter relevant to the investigation for which the investigator has responsibility immediately to Kin. The investigator must then take no further part in the investigation unless directed otherwise (other than to provide relevant material or information by way of a handover to a new investigator or to take any necessary incidental action for that purpose).

***Fair process***

An investigation into a *protected disclosure* will follow a fair process including:

- informing a Relevant Employee of the substance of a *protected disclosure*, as far as it applies to the Relevant Employee;

- giving a Relevant Employee a reasonable opportunity to respond to any matter referred to above, before the investigation is finalised;
- informing a Relevant Employee of any adverse finding directly affecting the Relevant Employee arising out of the investigation; and
- giving a Relevant Employee a reasonable opportunity to respond to any such adverse finding before the report is finalised.

Any potential disciplinary action against a Relevant Employee arising out of or as a result of an adverse finding in an investigation report under this policy will be dealt with consistently with Kin's usual practice, policy or procedure relating to a disciplinary action.

### *Support*

Relevant Employees will have reasonable access to support made available by Kin such as contact with a nominated person and, where relevant, access to Kin's Employee Assistance Program (EAP) or similar counselling service. Kin will consider any request for other support for a Relevant Employee on a case by case basis.

## 7. Confidentiality and Protection of Whistleblowers

### Confidentiality of Identity

Where a Whistleblower reports an instance of alleged Misconduct or an Improper state of affairs or circumstances under this Policy, his or her Identity will not be disclosed unless It is:

- consented to by the person making the report;
- required by law;
- necessary to prevent or lessen a serious threat to another person's health or safety;
- disclosed to legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of whistleblowing legislation;
- made to any government authority or agency or any regulator which Kin reports to; or
- made to a member of the Australian Federal Police .

Where Kin makes disclosures of information not including the identity of the Whistleblower, which are reasonably necessary for the purpose of investigating the alleged Misconduct or an Improper state of affairs or circumstances to which the Whistleblower's report related, Kin will take all reasonable steps to reduce the risk that the identity of the Whistleblower will be identified.

Kin will also ensure that any records relating to a report of Misconduct or an Improper state of affairs or circumstances are stored securely and are able to be accessed only by authorised personnel on a "need to know" basis.

The following unauthorised disclosures will be regarded as a disciplinary matter and Misconduct or an Improper state of affairs or circumstances within the meaning prescribed by this Policy, and will be dealt with in accordance with the Kin Disciplinary Policy:

- Unauthorised disclosure of the identity of the Whistleblower who has made a report to unacceptable conduct, or
- Unauthorised disclosure of information from which the identity of the Whistleblower could likely inferred.

(a) Protection from detriment

Kin will not tolerate any action done in detriment to a Whistleblower, in reprisal for him or her making a report of Misconduct or an Improper state of affairs or circumstances or to that person's colleagues, relatives or against any other person named in the report or any person investigating the matter.

Detrimental actions include, but are not limited to:

- 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 of Kin;
- harassment or intimidation;
- physical or psychological harm;
- damage to a person's property;
- damage to a person's reputation;
- damage to a person's business or financial position; and
- any other damage to a person.

Kin will provide education and training for *eligible recipients*, person undertaking investigations of disclosures and other officers and employees to help them understand their obligation to protect Whistleblowers from detriment.

A Kin eligible whistleblower who is subjected to detrimental treatment should inform an officer or senior manager immediately. If the matter is not remedied, it should be disclosed in line with this policy where it will be dealt with as a separate matter.

Any such reprisal action or victimisation may constitute Misconduct or an Improper state of affairs or circumstances under this Policy, and/or serious misconduct in employment, and will be dealt with in accordance with the Kin Disciplinary Policy and/or referred to a relevant law enforcement authority as appropriate.

However, this Policy will not protect Whistleblowers from any consequences if they are also involved in or connected to the Misconduct or an Improper state of affairs or circumstances that is being reported or they act other than with reasonable grounds for doing so.

In certain circumstances, a whistleblower (or any other employee or person) can seek compensation and other remedies through the courts if:

- (a) they suffer loss, damage or injury because of a disclosure; and
  - (b) the Company failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.
- (b) Other protections available to Whistleblowers:
- Where a Whistleblower reports an instance of alleged Misconduct or an Improper state of affairs or circumstances in accordance with this Policy, he or she is entitled to the following protections:
- (i) *protection against 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, including rights of termination of his or her employment, on the basis of the disclosure;
  - (iii) information disclosed under this Policy is not admissible in evidence against the Whistleblower in any prosecution, other than in respect of providing false information; and
  - (iv) victimisation because of a protected disclosure is a criminal offence and if an eligible whistleblower suffers damage because of such victimisation, he or she can claim compensation for that damage from the offender.
  - (v) However, the Whistleblower can still be pursued for having made a false disclosure and in connection with the discloser's own conduct which is revealed by the matters highlighted in the disclosed information (eg. the discloser's own conduct in the Misconduct or an Improper state of affairs or circumstances which are revealed by the protected disclosure).
- (c) Support for Whistleblower's
- In addition to the protection provided in this policy, Kin will determine the support to be provided to whistleblower's on a case-by-case basis, depending on the particular circumstances. Such support may include steps such as:
- (i) providing counselling through EAP or otherwise;
  - (ii) identifying a specific person or persons to communicate with the whistleblower, co-ordinate action or take other appropriate steps; and
  - (iii) assessing and controlling the risk of detriment to the whistleblower.

## 8. Corporate Governance Reports

Reports will be prepared which contain a general summary of the number and type of incidents identified or complaints received through Kin's Internal reporting processes, together with a description of the nature and results of any investigation conducted as a result of a reported incident or complaint.

All summary reports will be to the MD or a delegate on a regular basis as determined by the MD. A consolidated report will be provided to the Board annually.

In the compilation of these reports, the identity of the Whistleblower will not be disclosed. Kin should also have regard to whether the description of the conduct itself will enable the Whistleblower to be identified and take steps to reduce or eliminate the likelihood of this occurring.

## **9. Implementation of this Policy**

The Board will have regard to any reports and investigations conducted in accordance with this Policy to monitor and review regularly the effectiveness of the protection programme described in this Policy.

## **10. Access to this policy**

This Policy, as amended from time to time, is available to officers and employees of Kin on the Kin intranet portal.