



Whistleblower Policy

February 2024

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POLICY ADMINISTRATION SCHEDULE

Who the Policy applies to	This Policy applies to all directors, officers, employees and contractors of the Trustee. The Policy extends to other parties who are able to gain protection under this Policy and relevant law, including third party vendors associated with the Trustee, and dependents and spouses of Cbus staff, and third-party vendors.
Next Review Date	February 2026

1 POLICY STATEMENT

This Policy has been developed having regard to the Whistleblower obligations with which United Super Pty Ltd as Trustee of the Construction and Building Unions Superannuation Fund (**Cbus**) must comply, including the *Corporations Act 2001 (Cth)* and ASIC Regulatory Guide 270 *Whistleblower policies*.

As a member-focussed industry superannuation fund, Cbus is committed to the highest standards of values. It is the responsibility of every director, company secretary and employee to escalate issues and report improper conduct.

All Whistleblower Disclosures must remain confidential and will be assessed, investigated, and reported in accordance with this Policy.

Any form of retaliation to, or victimisation of, a person making a Whistleblower Disclosure is illegal and will be considered a breach of Cbus's Code of Conduct.

2 SCOPE AND APPLICATION

This Policy forms part of Cbus's Risk Management Framework and assists Cbus to identify and address Improper Behaviour or Wrongdoing.

This Policy applies to all directors, officers, employees, and contractors of the Trustee. The Policy also applies to other parties who are eligible to gain Whistleblower protection under this Policy and/or the relevant law. Refer to Section 7 for information regarding eligibility for protection under this Policy and Section 11 for information regarding the protections that are available to persons who make a Whistleblower Disclosure.

This Policy provides information on how to disclose concerns you may have regarding illegal, unethical, or improper conduct and how Whistleblowers are to be protected.

A Disclosure may be classified as a Whistleblower Disclosure, Personal Work-Related Grievance, or another disclosure. The protections listed in Section 11 relate to Whistleblower Disclosures only.

2.1 Personal Work-Related Grievances

Personal Work-Related Grievances can be reported under this Policy and handled as a Whistleblower Disclosure in circumstances where the grievance involves:

- misconduct, an improper state of affairs or a contravention of legislation; or
- a breach of Section 11.1 (detriment to a Whistleblower).

In other circumstances, Personal Work-Related Grievances do not qualify for protection and fall outside the scope of the protected disclosures outlined in Section 8 of this Policy (Whistleblower Disclosures). Examples of Personal Work-Related Grievances that do not qualify for protection include:

- interpersonal conflicts that relate to current or former employees;

- a decision that does not involve a contravention of law;
- or matters arising from performance reviews or decisions related to employment.

Grievances in relation to personal work-related concerns that do not fall within the scope of this Policy can be raised via mechanisms outlined in the applicable Enterprise Agreement, or under other Cbus policies and procedures.

3 PURPOSE

The purpose of this Policy is to:

- Encourage the reporting of suspected instances of Improper Behaviour, misconduct or breach of regulatory requirements at Cbus, including, but not limited to, conduct that is dishonest, fraudulent, corrupt, illegal, unethical, a breach of internal policy (including the Code of Conduct), misconduct or a breach of the law;
- Deter employees from initiating or participating in any form of wrongdoing;
- Outline the procedures of how, when and to whom a Whistleblower Disclosure can be made;
- Outline the procedures for assessing, investigating and reporting a Whistleblower Disclosure;
- Set out the protections available, and the measures in place, to ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be provided protection and the appropriate support; and
- Enable reporting of Personal Work-Related Grievances that have broader implications for Cbus, or that relate to any detriment suffered by a person who has made a Whistleblower Disclosure.

4 DEFINITIONS

Term	Definition
Disclosure	Either a Whistleblower Disclosure, a Personal Work-Related Grievance, or another disclosure (that is not a Whistleblower Disclosure).
Eligible Recipient	A person to whom a Whistleblower Disclosure can be made to (refer to Section 9).
Emergency Disclosure	A Whistleblower Disclosure to a journalist or parliamentarian which meets the requirements outlined in Section 9.4.
Improper Behaviour or Wrongdoing	Conduct that is dishonest, fraudulent, corrupt, illegal, unethical, a breach of internal policy (including the Code of Conduct), misconduct or a breach of the law. Examples include (but are not limited to): <ul style="list-style-type: none"> • illegal conduct, such as theft; • dealing in, or use of illicit drugs; • violence or threatened violence; • criminal damage against property; • fraud, money laundering or misappropriation of funds; • offering or accepting a bribe; • financial irregularities; • failure to comply with, or breach of, legal or regulatory

Term	Definition
	<p>requirements; and</p> <ul style="list-style-type: none"> engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.
Public Interest Disclosure	A Whistleblower Disclosure to a journalist or parliamentarian which meets the requirements outlined in Section 9.4.
Personal Work-Related Grievance	A disclosure that relates to the discloser's current or former employment, which has implications for the discloser personally, but does not have any other significant implications for Cbus and does not relate to a Whistleblower.
Whistleblower	A person to whom the Whistleblower protections in Section 11.1 apply.
Whistleblower Disclosure	A disclosure of information which meets the requirements in Section 8 and is made by a Whistleblower.
Whistleblower Officer	Individuals who are responsible for receiving and investigating Whistleblower Disclosures (refer to Section 9.1).
Whistleblower Protection Officer	The individual responsible for protecting and safeguarding Whistleblowers, and ensuring the integrity of the reporting mechanism (refer to Section 11.3).

5 ROLES AND RESPONSIBILITIES

Role	Responsibility
Cbus Board	Material changes to the Policy require Board approval.
Disclosure Panel	To assess and investigate all Whistleblower Disclosures, determine next steps (including a preliminary or full investigation) and formally document all meetings, decisions and findings (refer to Section 10.1 for a full description of the responsibilities of the Disclosure Panel).
Head of Compliance	<p>To oversee management and maintenance of the Whistleblower Policy and ensure it is reviewed as required or biennially.</p> <p>Head of Compliance must also ensure Whistleblower Officers are trained appropriately in relation to their role and that all Cbus staff receive training on the Whistleblower Policy.</p>
Risk Committee	Endorsement of material changes to the Policy to the Board for approval.
Whistleblower Officers	To handle all Disclosures confidentially and in accordance with this Policy (refer to Section 9.1 for a full description of the responsibilities of the Whistleblower Officers).
Whistleblower Protection Officer	To ensure Whistleblowers are protected and to uphold the integrity of the reporting mechanism (refer to Section 11.3 for a full description of the responsibilities of the Whistleblower Protection Officers).

6 TYPES OF REPORTS

A reporting culture is important to Cbus. This Policy provides a mechanism to make disclosures on the following:

- Whistleblower Disclosures (as defined in Section 8).
- Work-related grievances that may have broader implications for Cbus or relate to detriment suffered by a person who has made a Whistleblower Disclosure (to be determined based on the nature of the grievance). Personal Work-Related Grievances that do not qualify as a Whistleblower Disclosure will be managed according to the appropriate policy and process and will be determined based on the nature of the grievance.

7 PERSONS WHO ARE ELIGIBLE FOR WHISTLEBLOWER PROTECTIONS

In order to gain protection under this Policy when making a Disclosure (see Section 11 below), you must be an eligible Whistleblower. Whistleblowers are not required to be employees of Cbus. In order to be eligible, you must be a current or former:

- director or company secretary of Cbus;
- employee, CEO or executive manager of Cbus;
- director, company secretary or employee of Cbus's custodian or Cbus's investment managers;
- third-party supplier (either an individual or company) of goods and services to Cbus, Cbus's custodian, or Cbus's investment manager;
- employee of a third-party supplier of goods and services to Cbus, Cbus's custodian, or Cbus's investment manager; or
- relative, dependent or spouse of any of the above.

8 WHISTLEBLOWER DISCLOSURES

Protection under this Policy and relevant legislation (see Section 11) applies to any Whistleblower who makes a Disclosure on the basis that they have reasonable grounds to suspect that there is, or has been, misconduct, an improper state of affairs or contravention of legislation by Cbus.

Misconduct, improper state of affairs or contravention of legislation¹ includes (but is not limited to) the following activities:

- a criminal offence;
- any dishonest act, theft or fraud;
- corporate misconduct such as money laundering and/or terrorism financing;
- corruption (including soliciting, accepting or offering a bribe, facilitation payments or other such

¹ This includes (but not limited to) the *Superannuation Industry (Supervision) Act 1993*, *ASIC Act 2001*, *Corporations Act 2001*, *Taxation Administration Act 1953* and any other law which constitutes an offence of the Commonwealth that is punishable by imprisonment for a period of 12 months or more.

benefits);

- any criminal or wilful damage to Trustee property;
- breach of legislation relevant to Cbus and the Trustee;
- deliberate breach of procedures or policies of Cbus;
- intentional or negligent disregard for legal or regulatory requirements;
- misuse of a person's position for personal gain; and
- attempts to cover up or conceal any of the above behaviours.

When making a report, you are expected to have reasonable grounds for making the report and for suspecting the information that you are reporting is correct. You must not make a report that you know is not true or is misleading. Intentionally making a false report is a breach of the Code of Conduct and will result in disciplinary action.

9 CHANNELS FOR MAKING REPORTS

9.1 Cbus Channels

Cbus has several channels for making a Disclosure. For the purposes of this Policy and to ensure proper escalation and timely investigation, Cbus encourages reports to be made to one of the following Whistleblower Officers in the first instance:

- Chief Risk Officer
- General Counsel

You can make your report via email, in person, or phone call to the Whistleblower Officer. You can also raise the matter with any officer or senior manager of Cbus. This includes a director, company secretary, the CEO or any Group Executive. If a matter is raised with any of these people, they will refer the Disclosure to the Whistleblower Officers - unless it relates to one or more of the Whistleblower Officers. You may also report to third parties and receive protection under this Policy (refer to Sections 9.2, 9.3 and 9.4 below).

9.2 External Channels (Conduct Watch)

If you would prefer not to make a report directly to a Whistleblower Officer, you can contact the Deloitte Conduct Watch service via phone, website and post. Deloitte Conduct Watch is an independently monitored, external, anonymous and toll-free service for people who wish to speak up and report their concerns of Improper Behaviour relating to Cbus. Cbus has appointed Deloitte as an Eligible Recipient to receive Disclosures under the *Corporations Act 2001* (Cth).

The hotline is monitored by trained and experienced forensic professionals who interview the caller to ensure all available and relevant facts are obtained. This channel is available 24/7.

A report is then provided to the Whistleblower Officers within 24 hours of receipt. The Deloitte Conduct Watch reporting options are:

1. The Conduct Watch hotline: 1800 790 438
2. Website for making disclosures anonymously: www.cbussuper.deloitte.com.au
3. By post – disclosures, along with any additional information, can be posted to a secure mailbox at the following address:

Reply paid 12628
A'Beckett Street
Melbourne VIC 8006

9.3 Disclosures to regulators or other parties

Protection under the Policy and law, as outlined in Section 11, will also be available if:

- you are a person who is eligible to make a disclosure (see Section 7 above); and
- the disclosure relates to misconduct, an improper state of affairs or contravention of legislation by Cbus (see Section 8 above); and
- you do not want to disclose through Cbus's internal channels or to Deloitte Conduct Watch (see Sections 9.1 and 9.2 above); and
- you make your report to:
 - an auditor of Cbus;
 - an actuary of Cbus;
 - the Australian Prudential Regulation Authority (APRA);
 - the Australian Securities and Investments Commission (ASIC);
 - the Australian Taxation Office (ATO) (for tax related disclosures).

9.4 Public Interest Disclosures and Emergency Disclosures

In some circumstances, the protections provided at law and outlined in Section 11 below will be available if you make a Disclosure to a journalist or a parliamentarian. These are separated into two separate types of Disclosures: Public Interest Disclosures and Emergency Disclosures.

Public Interest Disclosures

Protections may be available in relation to a **Public Interest Disclosure** in circumstances where all of the following criteria is satisfied:

- you have already made a Disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation (including the ATO) and at least 90 days have passed since that Disclosure was made; and
- you have reasonable grounds to believe that action has not been, or is not being, taken in relation your Disclosure; and
- you have reasonable grounds to believe that making a further Disclosure of the information is in the public interest; and

- prior to making the Public Interest Disclosure, you have given written notice to the regulatory body you previously made a Disclosure to. The written notice must include sufficient information for the regulatory body to be able to identify the previous Disclosure and notify the regulatory body that you intend to make a Public Interest Disclosure; and
- the Public Interest Disclosure only contains information that is necessary to inform the journalist or parliamentarian of the misconduct or the improper state of affairs or circumstances.

Emergency Disclosures

Protections may be available in relation to an **Emergency Disclosure** in circumstances where all of the following criteria is satisfied:

- you have already made a Disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation (including the ATO); and
- you have reasonable grounds to believe that the Disclosure concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and
- prior to making the Public Interest Disclosure, you have given written notice to the regulatory body you previously made a Disclosure to. The written notice must include sufficient information for the regulatory body to be able to identify the previous Disclosure and notify the regulatory body that you intend to make a Public Interest Disclosure; and
- the Emergency Disclosure only contains information that is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.

Further conditions for protection in these circumstances apply and will depend on whether your Disclosure is classified as a Public Interest Disclosure or an Emergency Disclosure. If you feel that you wish to make a Public Interest Disclosure or Emergency Disclosure, you should seek external independent legal advice to understand the process and discuss your rights.

10 INVESTIGATION OF A DISCLOSURE

10.1 Investigation

Once a Disclosure is made to a Whistleblower Officer, an assessment will be made to determine whether the Disclosure falls within the scope of this Policy. Reported matters that are a Personal Work-Related Grievance fall outside the scope of this Policy and will be referred to the relevant and appropriate process.

For Whistleblower Disclosures, an acknowledgement to the Whistleblower, where possible, will be made within 5 business days of receiving a disclosure.

All Whistleblower Disclosures will be assessed and investigated by a Disclosure Panel. The Disclosure Panel will comprise of the following people:

- General Counsel or a delegate;

- Chief Risk Officer or a delegate;
- Chief People Officer or a delegate;
- Any other Cbus advisor or member of staff that the Disclosure Panel thinks attendance is necessary or desirable.

The Disclosure Panel will assess whether any other person(s) should be asked to participate in an investigation on a case-by-case basis.

The Disclosure Panel will investigate all Whistleblower Disclosures reported under this Policy as soon as practicable and follow an objective and fair process. This includes assessing the Whistleblower Disclosure and determining the next steps, which may include a preliminary or full investigation, and using an internal consultant or appointing an external consultant.

The Disclosure Panel is also responsible for formally documenting all meetings, decisions, findings, and investigation outcomes. All documents relating to the Whistleblower Disclosure will be securely stored with restricted access.

In some circumstances, Cbus may not be able to undertake an investigation in relation to a Disclosure if you made an anonymous disclosure and we are not able to contact you. If possible, it would be helpful for the investigation if you are able to maintain ongoing two-way communication with Cbus to address any follow up questions and receive feedback whilst maintaining your anonymity. This may be done via the external channel (Conduct Watch), an anonymous email address, or any other way in which you feel comfortable. Alternatively, we may ask if you are comfortable to reveal your identity to the Whistleblower Protection Officer to assist with the investigation.

10.2 Procedural Fairness

All persons who make a report under this Policy, as well as persons mentioned in the Whistleblower Disclosure, will be given a fair and reasonable opportunity to respond to the matter and/or provide evidence regarding the investigation and possible negative outcomes. The Disclosure Panel is responsible for ensuring that procedural fairness is observed throughout the end to end reporting process, including at the investigation phase.

10.3 Assessment and Reporting

The Disclosure Panel will assess any Whistleblower Disclosure made under this Policy. In doing so, the Disclosure Panel will prepare a report to the Chair of the Risk Committee which will include a recommendation on what action will be taken (if any). If the Disclosure Panel is of the view that the Whistleblower Disclosure relates to serious misconduct, it will notify the Chair of the Risk Committee and the Chair of the Board as soon as practicable.

The Disclosure Panel must ensure that the person(s) who are the subject of the Whistleblower Disclosure are given a fair and reasonable opportunity to respond to the allegations.

The person who made the Whistleblower Disclosure will also be provided with progress updates during the investigation process, and after the investigation has been finalised, through a mechanism and timeframe agreed with the discloser (but not less than every three months). In some circumstances, it may not be appropriate to provide details of the outcome of the investigation to the Whistleblower.

Reports may be provided to the internal and external auditor as appropriate, and periodic reports made to the Risk Committee and/or Board.

11 PROTECTION FOR WHISTLEBLOWERS

This section applies to Whistleblower Disclosures only.

11.1 Protection from detriment

Cbus is committed to absolute confidentiality and fairness in all matters raised under this Policy. All information provided or disclosed will be treated confidentially and sensitively. This includes ensuring that the person who makes a report under this Policy will not suffer detriment. Detriment for this purpose includes:

- being personally disadvantaged in their employment at Cbus, such as discrimination, dismissal, demotion or change of role;
- any other harm, or injury (including psychological harm);
- any harassment, bullying, intimidation or threatening behaviour;
- damage to the person's property, reputation, business or financial position.

Detriment does not include administrative action that is reasonable for the purpose of protecting a Whistleblower from detriment (e.g. moving a Whistleblower to another office). It also does not include managing a Whistleblower's unsatisfactory work performance if the action is in line with Cbus's consequence management framework.

Knowingly making an untrue, false or misleading report is a breach of the Code of Conduct and will result in disciplinary action.

Protections as a Whistleblower under this Policy will also be available if you obtain legal advice (or legal representation) in relation to the operation of Whistleblower provisions under law and any information which relates to the Disclosure. The protections apply regardless of how the Whistleblower Disclosure is made, i.e. it includes Whistleblower Disclosures made to legal practitioners, regulatory and other external bodies and Public Interest Disclosures and Emergency Disclosures pursuant to Section 9 of this policy.

11.2 Types of protection

The types of protections Cbus will make available to a Whistleblower will depend on the situation and may include, but are not limited to:

- ensuring confidentiality throughout the process, including at the investigation stage, to protect: (a) the identity of the person who speaks up; (b) any associated Cbus person(s); and (c) any information disclosed under this Policy;
- ensuring that appropriate processes and training are in place regarding the consequences of behaviour which may cause detriment;
- monitoring and managing the behaviour of other employees related to the reported incident;
- rectification of any detriment an employee may have suffered as a result of making a report;

- disciplinary action for employees who cause detriment to someone who makes a report.

If you make a Whistleblower Disclosure you will not be subject to any civil, criminal or administration liability (e.g. disciplinary action for making the disclosure). However, the protections do not grant immunity for any misconduct that you may have engaged in.

11.3 Whistleblower Protection Officer

The Whistleblower Protection Officer is central to ensuring that, if you make a Whistleblower Disclosure, your interests are safeguarded in accordance with this Policy and the relevant law. The Whistleblower Protection Officer will provide support and an avenue for a Whistleblower to express any concerns regarding the process. Cbus's Whistleblower Protection Officer is the Chief People Officer, or any other person as determined by the Whistleblower Officers.

The Whistleblower Protection Officer is responsible for ensuring that any concerns regarding the investigation process, or any possible detriment suffered by the Whistleblower, is investigated and that remedial action is taken. The Whistleblower Protection Officer will keep the Whistleblower informed of the investigation of any such matters.

You should contact the Whistleblower Protection Officer if you feel that you have suffered detriment because of your Whistleblower Disclosure.

11.4 Your rights in relation to detriment

A Whistleblower can seek compensation and other remedies through the Courts if:

- a Whistleblower suffers any loss, damage or injury as a result of detriment following a Whistleblower Disclosure; and
- Cbus failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

If you believe you have suffered detriment, you can make a complaint to the Whistleblower Protection Officer or a Whistleblower Officer, seek independent legal advice, or contact a regulator, such as ASIC, APRA or the ATO.

12 ANONYMITY AND CONFIDENTIALITY

When you make a report, you can remain anonymous at any point in the process, including after the investigation is finalised. You can refuse to answer questions during follow up conversations if you feel it will reveal your identity. While it may make it easier for Cbus to determine the correct process, to investigate the matter and to seek further clarification if the identity of the Whistleblower is known, the Whistleblower is not required to reveal their identity.

Cbus will take all reasonable steps to treat all information that you provide when you make a report under this Policy confidential, including your identity, regardless of your anonymity. Your anonymity does not impact the protection that you receive under the Policy and relevant law.

12.1 Revealing the identity of a Whistleblower

It is a breach of law to reveal the identity of a Whistleblower or information which may lead to identification of the person who has chosen to be anonymous. However, there may be circumstances that require disclosure of your identity on a confidential and 'need to know' basis in order to properly investigate the Whistleblower Disclosure or as required by law. Therefore, the information that you provide, and your identity will be treated confidentially and will not be disclosed to any other person unless:

- you have provided prior consent; or
- disclosure is made to APRA, ASIC, the ATO or a member of the Australian Federal Police; or
- disclosure is made to a lawyer for the purpose of obtaining legal advice.

Information which has been disclosed may be provided to another party if:

- the identity of the person who makes the report is not revealed;
- the disclosure is reasonably necessary for the purposes of investigating the circumstances; and
- all reasonable steps are taken to reduce the risk that the person is not identified.

If you make a Whistleblower Disclosure anonymously and you feel that your identity has been compromised, you can make a complaint to the Whistleblower Protection Officer or a Whistleblower Officer. You may also make a complaint with a regulator, such as ASIC, APRA or the ATO for investigation.

12.2 How Cbus protects your identity

Some examples of how Cbus will protect your confidentiality include:

- redacting your personal information from the Disclosure;
- referring to you in a gender-neutral context;
- where possible, contacting you to help identify certain aspects of your Disclosure that could inadvertently identify you;
- appointing a Whistleblower Protection Officer to ensure that your Disclosure is handled and investigated appropriately;
- ensuring that all paper and electronic documents and other materials relating to Disclosures are stored securely;
- ensuring that all information relating to a Disclosure is limited to those directly involved in managing and investigating the Disclosure;
- ensuring that only a restricted number of people who are directly involved in handling and investigating the Disclosure are made aware of your identity, or of information that is likely to lead to inadvertently identify you;
- ensuring that communications and documents relating to the Disclosure are not sent to an email address or printer that can be accessed by other staff; and

- ensuring that each person who is involved in handling and investigating a Disclosure is reminded about the confidentiality requirements, and that unauthorised disclosure of a Whistleblower's identity is a criminal offence.

13 SUPPORT

Cbus is committed to supporting your physical and mental well-being throughout the reporting process. The type of support will depend on the situation and may include, but is not limited to:

- offering a paid leave of absence while a matter is under investigation;
- paid specialised psychological support, in addition to support provided by the External Assistance Program (EAP);
- support with your work duties and performance management process, if you choose to remain at work;
- relocating the staff member that is the subject of the Whistleblower Disclosure to a different team or business unit.

The Whistleblower Protection Officer will also provide an avenue for support (refer to Section 11).

14 TRAINING AND AWARENESS

The Whistleblower Policy will be available on the intranet for all Cbus employees.

In addition, Cbus will provide training to all directors, officers, senior managers, and employees to ensure that they are aware of the Policy and their responsibilities. Officers, senior managers, and directors will be provided with appropriate training on how to effectively deal with disclosures.

Training will be conducted upfront as a part of the induction process and ongoing for all employees and officers, once every two years.

15 REVIEW AND APPROVAL

The Head of Compliance will ensure that this Policy is reviewed every two years. Any material amendments must be approved by the Board.