

Whistleblowing Policy

Purpose

At Endeavour Group, we strive to create a supportive environment that ensures everyone can feel safe, valued, respected and have the opportunity to thrive. We are a values-based organisation and aim to act with integrity, honesty and trust at all times. If you see or experience something that's not right, it's important that you raise your concerns.

We encourage you to raise any concerns you have with your:

- team leader (line manager), team leader's manager (one up leader), People Services or your People Partner / representative (if you are a **team member**); or
- buyer, category manager or procurement lead (if you are a **supplier**).

However, we understand you may not always want to raise matters through these channels for reasons including:

- you believe that raising the issue through these channels could result in adverse consequences;
- you believe that, if you raised the matter through these channels, it may not be dealt with objectively; or
- the matter has already been raised through these channels, but you believe it has not been addressed appropriately.

The Endeavour Whistleblowing service offers an independent avenue (external to Endeavour Group) where you can confidentially raise the matters listed below.

Who can use Endeavour Whistleblowing?

The Endeavour Whistleblowing service is available to:

- current and former team members (both employees and contractors) who work for, or are contracted to, Endeavour Group Limited or one of its subsidiaries, as well as their associates and families, both in Australia and overseas (collectively referred to as '**team members**' in this policy); and
- any supplier, contractor, or consultant, as well as their relatives and dependants, which provides goods or services to the Endeavour Group in Australia or overseas (collectively referred to as '**suppliers**' in this policy).

The above groups are referred to as '**you**' in this policy.

What can you use Endeavour Whistleblowing for?

You can use the Endeavour Whistleblowing service to raise serious matters you don't feel comfortable raising through normal internal channels, including any concerns about:

- **a breach of the law**, including employment, labour, work health and safety, discrimination or anti-money laundering laws, or restrictive, unconscionable, or anti-competitive trade practices;

- **bullying, harassment** (including sexual harassment) or **discrimination**;
- **fraud, theft, bribery or corruption**;
- **human rights or modern slavery** issues;
- improper use or disclosure of **confidential information**;
- conduct in breach of the Endeavour Group **Code of Conduct** or **Policies** including the Responsible Sourcing Policy;
- issues relating to **product safety** or which may cause **harm to members of the public or the financial system** (even if it does not involve a breach of particular law);
- **dishonest or unethical behaviour and practices, abuse of influence**, or behaviour which involves a **conflict of interest**; or
- **serious misconduct** or an **improper state of affairs or circumstances** in relation to Endeavour Group or one of its related entities.

The concerns you raise should be legitimate and have a proper basis. Before contacting the Endeavour Whistleblowing service, you should have reasonable grounds to suspect that the information you will provide indicates that one of the above matters is occurring or has occurred.

Some of the matters listed above may also be a "disclosable matter" under the *Corporations Act 2001* (Cth) (**Corporations Act**) or *Taxation Administration Act 1953* (Cth) (**Tax Act**). If so, and you meet specific requirements, you may receive additional protections under those laws, and your report is known as a "**protected disclosure**". Such disclosures cannot be made through the Endeavour Whistleblowing service. Set out in [Annexure A](#) is further information on protected disclosures and how to make them to Endeavour Group.

Confidentiality and anonymity

You can choose to remain anonymous or to reveal your identity at the time of (or after) making a Endeavour Whistleblowing report or a protected disclosure. If you choose to remain anonymous, this may limit the ability for the matter to be investigated and dealt with. If you choose to provide your details, your identity will be treated confidentially and will only be confidentiality disclosed to Endeavour Group with your consent.

Any information you provide (including your identity) will be stored securely in access-controlled systems, and will not be shared without your consent.

What protections do you have if you use Endeavour Whistleblowing?

If you use the Endeavour Whistleblowing service, we're committed to protecting you, including against adverse consequences or victimisation as a result of raising a matter, and by protecting your identity and maintaining confidentiality. Any team member who discloses your identity inappropriately, or causes detriment to you, may face disciplinary action, up to and including termination.

If you feel that you have been victimised as a result of raising an Endeavour Whistleblowing report, you may

- raise a new Endeavour Whistleblowing report for this purpose,
- contact Endeavour Group's Whistleblowing Protection Officer (WPO) at WPOfficer@edg.com.au. The WPO is independent of the investigation process, and is equipped to review or escalate your concern.

Employee Assistance Program (for team members, and their immediate family, only) - Endeavour Group also understands that raising issues and being involved in any subsequent investigation can be stressful.

Therefore, our Employee Assistance Program *Assist* is available to you. It is a free and confidential counselling service which can provide strategies on how to minimise and manage stress, or other challenges resulting from your report or its investigation. Contact details are available at the end of this policy.

Report handling and investigation process

Once a report is received, the process is as follows:

- Endeavour Group's external whistleblowing service provider will acknowledge receipt of your report and may request further information from you if there is insufficient information to warrant an investigation.
- The external whistleblowing service provider will assess the report to determine applicable protections, triage, review, and allocation for investigation as appropriate. They will then provide appropriate details to the relevant approved investigator within Endeavour Group.
- Endeavour Group will investigate the report or a protected disclosure where sufficient information is provided to warrant an investigation. One of the objectives of an investigation is to determine whether there is enough evidence to substantiate the matters reported.
- Investigations will follow fair and due process without bias. They will typically be conducted by an investigator independent of the relevant business or persons involved, and allow any persons against whom allegations are made an opportunity to respond. In some cases, an investigator external to the Endeavour Group will be engaged (for example, due to a potential conflict of interest or the seniority of those involved).
- The duration of a formal investigation will depend on the circumstances including the number of allegations, witnesses and other factors.
- Endeavour Group's external whistleblowing service provider will provide regular progress updates. The nature of the updates will depend on the circumstances. For example, they will not provide information that may compromise the investigation or the disclosure of confidential information. You will be informed when the investigation has been completed, but will not routinely receive details on findings into each of your allegations.

Anyone involved in an investigation, whether as an investigator, witness or decision maker, must treat information related to the investigation as confidential. Where a protected disclosure is investigated, the confidentiality requirements in the Corporations Act and Tax Act will apply, as explained in [Annexure A](#).

Governance

The Endeavour Whistleblowing service is governed as follows:

- The Endeavour Whistleblowing Committee oversees the Endeavour Whistleblowing service. The Endeavour Whistleblowing Committee is composed of the Endeavour Group Chief Legal Officer (**CLO**), the Chief People Officer (**CPO**) and other senior leaders including a representative of Endeavour Group Compliance. It meets at least every six months to review the effectiveness of the service, to help ensure consistency in process and outcomes, and make relevant recommendations. It is also consulted as required (where appropriate) to resolve disclosures.
- This policy is Endeavour Group's whistleblower policy for the purpose of the Corporations Act. It also applies to all related bodies corporate as defined in the Corporations Act. This policy will be published on the broader Endeavour Group website and reviewed regularly.

Where to get more information

For more information on Endeavour Whistleblowing:

- For **team members**: speak to your team leader / line manager, contact People Services (visit [Endeavour Group People Portal](#) or call 1800 008 584 (option 5)), or contact your People Partner / representative
- For **suppliers**: visit our [Partner Hub](#)

If you wish to seek additional information before formally making a report, including any further advice about protected disclosures in the Annexures, you may contact Endeavour Group's **Whistleblowing Protection Officer** (WPO) at WPOfficer@edg.com.au.

How to get confidential coaching and support (for team members, and their immediate family, only): for strategies on how to minimise and manage stress, or other challenges resulting from your report or its investigation, you can contact our **Employee Assistance Program** *Assist* on:

- **Telephone**: 1300 360 364 (Australia)
- **Online**: www.benestar.com/user/login (company identifier: EGL; token: EGL01)

How to make an Endeavour Whistleblowing report

Telephone: 1800 952 910

Online: www.endeavourwhistleblowing.deloitte.com.au

Related documents

Legislation/regulations

Corporations Act 2001 (Cth)
Taxation Administration Act 1953 (Cth)

Internal documents

N/A

Policy governance

Document Type	Approver	Reviewer	Owner	Exception Authority	Review Cycle
Group Policy	ARCMC	CEO	Chief Legal Officer	Whistleblowing Committee	Annually

Contact

compliance@edg.com.au

Material policy revisions

Version	Approval Date	Effective Date	Details
1.0	21/06/2021	23/06/2021	New policy

Annexure A - Legal protections under the Australian Corporations Act and Tax Act

In Australia, you can make a "**protected disclosure**" if:

1. you are an "eligible whistleblower" (**eligible whistleblower**);
2. you make a disclosure directly to a person or entity who is eligible to receive a protected disclosure (**eligible recipient**); and
3. you have reasonable grounds to suspect your disclosure is about a "disclosable matter" (**disclosable matter**).

Protected disclosures are also disclosures of information to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Corporations Act and Tax Act.

Making a "protected disclosure" means that you will qualify for relevant legal protections under the Corporations Act or Tax Act (where applicable) from the time you make the disclosure, in addition to the protections that you would receive under this policy if you use Endeavour Whistleblowing. The protections apply even if you make your disclosure anonymously, and even if you or the recipient do not recognise that the disclosure qualifies for protection. The protections also apply if your disclosure turns out to be unsubstantiated, as long as you had reasonable grounds to suspect the subject of the disclosure at the time you made it.

Note that the protections do not grant immunity for any misconduct you have engaged in that is revealed in your disclosure or subsequently discovered.

This remainder of this annexure explains:

- A. what a protected disclosure is;
- B. what legal protections apply if a protected disclosure is made; and
- C. how a protected disclosure is handled and investigated

A. What is a protected disclosure?

The requirements for making a protected disclosure, on or after 1 July 2019 under the Corporations Act or Tax Act, are set out below. A disclosure must meet all 3 requirements for the disclosure to qualify for relevant protections.

1. Disclosure is made by an "eligible whistleblower"

An "**eligible whistleblower**" who may make a protected disclosure under the Australian whistleblower laws is anyone who is or has been, in respect of an Australian Endeavour Group company:

- a. an officer;
- b. an employee;
- c. an individual who supplies goods or services, and employees of such suppliers, whether paid or unpaid;
- d. an individual who is an associate of the company; or
- e. either:
 - for a disclosure under the Corporations Act, a spouse or relative, dependent, or dependent of a spouse of any of the above individuals; or
 - for a disclosure under the Tax Act, a spouse, child, dependent, or spouse of a dependent, of any of the above individuals.

2. Disclosure is made to someone eligible to receive a protected disclosure

The Endeavour Whistleblowing service is not an authorised way of making a protected disclosure. Protected disclosures must be made to a person or entity that is an **eligible recipient** which includes people within Endeavour Group and people/entities outside Endeavour Group (in specific circumstances), as outlined below.

Reporting within Endeavour Group

Endeavour Group encourages protected disclosures to be made to one of the below appointed **Protected Disclosure Officers** in the first instance.

Title	Name	Email
Chief Legal Officer (CLO) - Endeavour Group	Peter Atkin	PDO.clo@edg.com.au
Chief People Officer (CPO) - Endeavour Group	Alison Merner	PDO.cpo@edg.com.au

However, if you feel uncomfortable reporting a matter to one of the above persons, protected disclosures may also be made to Endeavour Group through one of the following in person, via email or telephone:

- a. an officer or senior manager of an Australian Endeavour Group company;
Note: 'officers' include an Endeavour Group director or company secretary; a 'senior manager' is a person whose decisions affect at least a substantial part of Endeavour Group, or have the capacity to significantly affect Endeavour Group's financial standing (e.g. the Executive or Exco).
- b. an auditor, or a member of an audit team conducting an audit, of an Endeavour Group company;
or
- c. an actuary of an Endeavour Group company.

In addition to the above, for disclosures under the Tax Act only:

- d. any other employee or officer of an Endeavour Group company who has functions or duties that relate to the tax affairs of the Endeavour Group company; or
- e. a registered tax agent or BAS agent who provides tax agent services or BAS services to an Endeavour Group company.

Reporting outside of the Endeavour Group

While Endeavour Group encourages eligible whistleblowers to make disclosures internally, an eligible whistleblower may also make a protected disclosure under the Corporations Act to the *Australian Securities and Investments Commission (ASIC)*, the *Australian Prudential Regulation Authority (APRA)* or a *prescribed Commonwealth authority*. An eligible whistleblower may also make a protected disclosure under the Tax Administration Act to the *Commissioner of Taxation*.

The Endeavour Whistleblowing service is not an authorised way of making a protected disclosure.

Disclosures to legal practitioners

Under the Corporations Act and Tax Act disclosures of information to *legal practitioners* in order to obtain legal advice or legal representation in relation to the whistleblower provisions in that legislation also are protected disclosures.

Public interest disclosures to journalists or members of Parliament

There is an additional category of disclosures called 'public interest disclosures' that qualify for protection under the Corporations Act only. These can be made to *journalists* or *members of Parliament*, but only if the eligible whistleblower complies with the following strict requirements:

- a. the eligible whistleblower must have first made a qualifying disclosure under the Corporations Act to ASIC, APRA, or a prescribed Commonwealth authority;
- b. at least 90 days has passed since the qualifying disclosure was made;
- c. the eligible whistleblower does not have reasonable grounds to believe that action is being, or has been, taken to address the matters to which the qualifying disclosure related;
- d. the eligible whistleblower has reasonable grounds to believe that making a public interest disclosure would be in the public interest;
- e. after 90 days has passed, the eligible whistleblower must give the body to which the qualifying disclosure was originally made, a written notification that:
 - i. includes sufficient information to identify the qualifying disclosure; and
 - ii. states that the eligible whistleblower intends to make a public interest disclosure; and
- f. the extent of the information disclosed in the public interest disclosure is no greater than to inform the journalist or member of Parliament of the misconduct or improper state of affairs or circumstances, or other conduct falling within the scope of the Whistleblower Protection Scheme.

Emergency disclosures to journalists or members of Parliament

There is an additional category of disclosures called 'emergency disclosures' that qualify for protection under the Corporations Act only. These can be made to *journalists* or *members of Parliament*, but only if the eligible whistleblower complies with the following strict requirements:

- a. the eligible whistleblower must have first made a protected disclosure under the Corporations Act to ASIC, APRA or a prescribed Commonwealth authority;
- b. the eligible whistleblower has reasonable grounds to believe that information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;
- c. the eligible whistleblower gave notice to the body to which the qualifying disclosure was made that states:
 - i. that they intend to make an emergency disclosure; and
 - ii. includes sufficient information to identify the qualifying disclosure; and
- d. the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or member of Parliament of the substantial and imminent danger.

Before making a public interest or emergency disclosure, it is important that an eligible whistleblower understands the criteria for protection under the relevant legislation.

3. Disclosure is about a "disclosable matter"

Only disclosures of certain types of information will qualify for protection under the Australian whistleblower laws.

Disclosable matter under the Corporations Act

Information is a "**disclosable matter**" under the Corporations Act if the eligible whistleblower has reasonable grounds to suspect that the information disclosed:

- a. concerns misconduct or an improper state of affairs or circumstances in relation to an Endeavour Group company - this may include
 - i. illegal conduct by Endeavour Group, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property;
 - ii. fraud, money laundering or misappropriation of funds;
 - iii. offering or accepting a bribe;
 - iv. financial misstatement or irregularities;
 - v. failure to comply with, or breach of, legal or regulatory requirements; and
 - vi. 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.
- b. indicates that an Endeavour Group company or any employee or officer has engaged in conduct that:
 - i. constitutes an offence against, or a contravention of, a provision of any of the following:
 - the Corporations Act;
 - the Australian Securities and Investments Commission Act 2001;
 - 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;
 - ii. constitutes an offence against any other law of the Commonwealth that is punishable by at least 12 months' imprisonment;
 - iii. represents a danger to the public or the financial system; or
 - iv. is prescribed by any regulations made under the Corporations Act.

Except in certain circumstances, '**personal work-related grievances**' will not be protected under the Corporations Act unless they relate to victimisation (see section 3 of art B below). A disclosure is a 'personal work-related grievance' if:

- a. it concerns the whistleblower's employment and has implications for them personally; and
- b. the information:
 - i. does not have significant implications for an Australian Endeavour Group company, or another regulated entity, that do not relate to the eligible whistleblower; and
 - ii. does not concern conduct, or alleged conduct, referred to at 3(b) above of this Annexure

Examples of personal work-related grievances that do not qualify for protection may include:

- the eligible whistleblower having an interpersonal conflict within the workplace;
- the eligible whistleblower being subjected to discipline or not receiving a promotion;
- a decision related to the contract / terms of engagement of the eligible whistleblower; or
- any matters that don't have significant implications for Endeavour Group as a whole, unless they relate to the eligible whistleblower being victimised for making a previous protected disclosure.

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

- it relates to a disclosable matter and a personal work related grievance (ie, it is a mixed disclosure); or

- the eligible whistleblower makes the disclosure to a legal practitioner for legal advice or legal representation in relation to the operation of the whistleblower protections under the Corporations Act.

We still take personal work-related grievances seriously. However, team members should generally raise these with their team leader (line manager), their team leader's manager (one up leader). People Services or their People Partner / representative.

Disclosable matter under the Tax Act

Information is a "disclosable matter" under the Tax Act if:

- a. the eligible whistleblower has reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs or circumstances in relation to tax affairs of an Endeavour Group company or an associate of an Endeavour Group company; or
- b. the eligible whistleblower considers that the information may assist the eligible recipient to perform functions or duties in relation to the tax affairs of an Endeavour Group company or an associate of an Endeavour Group company.

B. What legal protections apply if a protected disclosure is made?

If you have made a protected disclosure under the Australian whistleblower laws, the protections outlined in the Whistleblowing Policy will apply as well as the following 3 additional legal protections:

1. Protection from Legal Action

Eligible whistleblowers who make a protected disclosure under the Australian whistleblower laws are protected from certain legal action in relation to having made the disclosure, including:

- any civil, criminal, and administrative (including disciplinary) action against the whistleblower; and
- contractual action, including termination of a contract on the basis that making a disclosure is a breach of that contract.

Any information that is disclosed as part of a protected disclosure to either:

- ASIC, APRA or a prescribed Commonwealth authority, under the Corporations Act; or
- the Commissioner of Taxation, under the Tax Administration Act,

will not be admissible in evidence against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, except for proceedings in respect of the falsity of the information.

2. Protection of your identity

If you make a protected disclosure, and in doing so, reveal your identity (or information by which you can likely be identified), a person must not disclose your identity or identifying information without your consent (subject to the exceptions set out below).

If an eligible whistleblower makes a protected disclosure, it is likely that the eligible whistleblower will be asked to provide consent to the disclosure of their identity. This would be to facilitate any investigation and/or resolution of the matter. If consent is withheld, it may not be possible to adequately investigate and respond (if at all) to the disclosure.

If an eligible whistleblower does not consent to their identity being disclosed, it will still be lawful to disclose their identity to:

- ASIC, APRA, the AFP or the Commissioner of Taxation (in relation to protected disclosures under the Tax Act);
- a legal practitioner for the purposes of obtaining legal advice or legal representation about the disclosure; or
- a body prescribed by the Corporations Regulations.

It will also be lawful to disclose information (other than your identity) which you share that may lead to your identity becoming known if it is reasonably necessary in order to investigate the issues raised, in which case we will take all reasonable steps to protect your identity.

ASIC, APRA or the AFP can disclose the identity of an eligible whistleblower, or information that is likely to lead to the identification of the eligible whistleblower, to a Commonwealth, State or Territory authority to help the authority in the performance of its functions or duties.

As set out in the body of the Policy disclosures can be made anonymously. Such disclosures are still capable of being protected under the Corporations Act and Tax Act.

Endeavour Group seeks to protect the confidentiality of an eligible whistleblower's identity, including by:

- storing information about a disclosure securely;
- redacting the whistleblower's identity from relevant documents; and
- only sharing the whistleblower's identity with those who have a legitimate need to know, subject to the consent provided by the whistleblower.

3. Prohibition against victimisation

It is unlawful for a person or a company to:

- engage in any conduct that causes, or will cause, any detriment; or
- make a threat to cause any detriment (whether express, implied, conditional or unconditional), to an eligible whistleblower or another person because the person engaging in the conduct believes or suspects that the other person or a third person made, may have made, proposes to make, or could make, a protected disclosure. This includes where such belief/suspicion was only part of the reason why the action is taken.

"Detriment" includes dismissal, disciplinary action, harassment, discrimination, property damage, reputational damage and other types of damage to a person. "Detriment" does not include administrative action that is reasonable to protect you from detriment (e.g. when the disclosure relates to wrongdoing in your immediate work area). Protecting you from detriment also does not prevent Endeavour Group from managing unsatisfactory work performance.

Each protected disclosure is assessed upon receipt to determine the risk of detriment against you and other persons mentioned in the report. Appropriate actions are taken to reduce this risk, and to ensure fair treatment of those mentioned in the disclosure, including respondents.

To protect you from the risk of detriment, eligible recipients have been trained to ensure they are aware of their responsibilities to seek to ensure your confidentiality and that you are not victimised for making the disclosure. Additionally, Endeavour Group may, on a case-by-case basis, allow you to perform your duties from another location or in another role at the same level, or make other modifications to your workplace or the way you perform your work duties, or reassign or relocate other staff involved in the disclosable matter.

Endeavour Group will investigate allegations of such behaviour, and penalties and/or disciplinary action may apply for engaging in any of the conduct referred to above. Any person involved in the contravention may be found liable. If detriment is found to have occurred, Endeavour Group may, on a case-by-case basis, allow you to take extended leave, develop an alternative career development plan, or offer compensation or other remedies.

If you believe you suffer, or are threatened with, detriment in contravention of the Australian whistleblower laws, you may

- raise a further protected disclosure by following the steps set out above
- raise an Endeavour Whistleblowing report for this purpose (note, disclosures made to the Endeavour Whistleblowing service are not protected disclosures),
- contact Endeavour Group's Whistleblowing Protection Officer (**WPO**) at WPOfficer@edg.com.au. The WPO is independent of the investigation process, and equipped to review or escalate your concern.

Court Orders

Courts are given broad scope to make orders remedying a detriment or threatened detriment. These include injunctions, compensation orders (including against individual employees and their employer), reinstatement, exemplary damages and the making of apologies. Civil and criminal sanctions also apply to breaches of the Corporations Act and Tax Act.

C. How is a protected disclosure handled and investigated?

If a protected disclosure is made, it will be provided to the Endeavour Whistleblowing Manager or their delegate, subject to applicable confidentiality requirements.

Protected disclosures will be investigated in the same way as other disclosures made under this Policy. The timeframe for investigations of protected disclosures will be different depending on the nature and scope required. However, Endeavour Group's intent is to complete an investigation as soon as practicable.

Where appropriate, Endeavour Group will report findings of an investigation to the Chief Legal Officer. The method for documenting and reporting the findings of an investigation will depend on the nature of the disclosure and the circumstances. Reporting of findings will have regard to applicable confidentiality requirements.