



EXCLUSIVE REAL ESTATE

WHISTLEBLOWER POLICY

1. About this policy

1.1 What does this policy do?

This policy outlines:

- How Exclusive Real Estate will deal with 'whistleblowing disclosures'; and
- What protections it offers eligible 'whistleblowers'.

1.2 Outline of this policy and how it works

Exclusive Real Estate wants to hear from you if:

- You are an eligible 'whistleblower' (see part 2 of this policy, below); and
- You make a 'whistleblowing disclosure' by disclosing information.

This policy is available to Exclusive Real Estate officers and employees via the company intranet. Eligible whistleblowers who are not officers or employees (see part 2) can access this policy via Exclusive Real Estate website.

www.exclusivere.com.au

1.3 What can change?

Exclusive Real Estate may vary this policy from time to time. It is not (and is not intended to be) contractual in nature, but you may need to comply with this policy as an employee or contractor of Exclusive Real Estate if you want to secure the protections that Exclusive Real Estate may make available to you.

It may be appropriate for Exclusive Real Estate to depart from this policy where warranted in serious circumstances (such as, if there is a risk to a person's life or safety). You agree to adopt the policy as in place at the time of a protected disclosure.

2 Who can make a whistleblowing disclosure?

You are eligible to make a whistleblowing disclosure under the Corporations Act if you are:

- An officer or employee of Exclusive Real Estate;
- A supplier of goods or services to Exclusive Real Estate (including on an unpaid basis);
- An employee of a supplier of goods or services to Exclusive Real Estate;
- A director or secretary of any of Exclusive Real Estate related bodies corporate (i.e. a member of the group); or
- A relative or dependant of any person in this list (above).

You are also eligible to make a whistleblowing disclosure under the Corps Act if you were any person in the list set out above, but are no longer in that role.

3 What is a 'whistleblowing disclosure'?

3.1 Whistleblowing disclosures – Corps Act

You may make a 'whistleblowing disclosure' under the Corps Act if, subject to part 3.2:

- You have reasonable grounds to suspect that you have information which indicates misconduct in relation to Exclusive Real Estate or a related body corporate; or
- You have reasonable grounds to suspect that you have information about an improper state of affairs or circumstances in relation to Exclusive Real Estate or a related body corporate.

Consider the following examples. Subject to part 3.2, you might be able make a whistleblowing disclosure under the Corps Act if:

- You have reasonable grounds to suspect that you have information that indicates that Exclusive Real Estate (or a group company, or any officer or employee of any of them) has engaged in conduct that constitutes an offence.

- You have reasonable grounds to suspect that you have information that indicates that Exclusive Real Estate (or a group company, or any officer or employee of any of them) has engaged in conduct that constitutes an offence against any other Commonwealth law punishable by at least 12 months' imprisonment; or
- You have reasonable grounds to suspect that you have information that indicates that Exclusive Real Estate has engaged in conduct that represents a danger to the public or the financial system.

3.2 Personal work-related grievances

General position – what's out?

A 'personal work-related grievance' is a complaint or dispute to do with your employment (or previous employment) with Exclusive Real Estate, which has implications for you personally. For example, a personal work-related grievance may include:

- An interpersonal conflict between you and another employee; or
- Dissatisfaction about a decision relating to your employment (such as a decision about transfer or promotion, the terms of your employment, discipline or termination).

Unless the following exception applies, these sorts of personal work-related grievances will not amount to a whistleblowing disclosure and will not attract any protection.

Exception – what's in?

A personal work-related grievance is not a whistleblowing disclosure, and cannot give you whistleblower protection, unless:

- Your personal work-related grievance has significant implications for Exclusive Real Estate that do not relate to you; and
- Your personal work-related grievance concerns:

- o Any conduct (or alleged conduct) referred to in part 3.1 (above); or
- o Any victimisation or threatened victimisation of you, as outlined in part 6.3 below.

3.3 What does that mean?

If your complaint or dispute has implications for you personally or your employment, you should not expect Exclusive Real Estate to give you whistleblower protection unless your complaint or dispute concerns victimisation or other relevant conduct and has significant implications for Exclusive Real Estate that do not relate to you. Exclusive Real Estate will still want to hear from you about your complaint or dispute, but it will not treat it as a protected whistleblower disclosure.

On the other hand, if you have a work-related grievance which is a whistleblowing disclosure because it satisfies the exception in part 3.2, this policy may help you.

4 Making a disclosure – Corps Act

4.1 Making a whistleblowing disclosure to Exclusive Real Estate

You can make a whistleblowing disclosure under the Corps Act by contacting any of the following **Contact Officers**:

An officer or senior manager at Exclusive Real Estate and if you choose to make a whistleblowing disclosure to a Exclusive Real Estate officer or senior manager, please contact:

Name: Andrew Bova (Licensee in charge)

Telephone: 0414 614 256

Email: andrew@exclusivere.com.au

or

Name: Alex Agoratsios

Telephone: 0414 689 988

Email: alex@exclusivere.com.au

or

Exclusive Real Estate auditor, and if you choose to make a whistleblowing disclosure to Exclusive Real Estate's auditor please contact:

Name: Brad Druitt (Director)

Organisation: McCarthy Salked

Email: brad@mccarthysalked.com.au

You can make a whistleblowing disclosure to any Contact Officer in person, by telephone or by email (using their details above). You should ensure that any email or correspondence that you send to a Contact Officer is marked **Strictly Confidential**. Exclusive Real Estate

4.2 Steps to help Exclusive Real Estate identify and act on a whistleblowing disclosure

Please copy your confidential email to one of the Contact Officers identified in part 4.1 and tell us it's a whistleblowing disclosure.

You are not obliged to make a whistleblowing disclosure to any Contact Officer within Exclusive Real Estate, and you are not obliged to raise it in any particular way.

However you choose to make a whistleblowing disclosure, if you intend to make a whistleblowing disclosure, we ask that you please:

- Report it to one of the persons identified in part 4.1; and
- Include in your statement or email / letter:

I am seeking to make a whistleblowing disclosure.

While it might seem obvious, these simple steps will to help Exclusive Real Estate to:

- Identify your concern as a whistleblowing disclosure;
- Act on, your disclosure promptly; and
- Trigger the protections that are available for a whistleblowing disclosure.

Of course, you should not make a whistleblowing disclosure to a Contact Officer if your allegations involve that person. In that case, please contact a different Contact Officer.

4.3 External disclosures

If you do not want to contact Exclusive Real Estate, you can contact the Australian Securities and Investment Commission (**ASIC**) or The Office of the Registrar of Community Housing (1800 330 940) to make a whistleblowing disclosure, and you should refer to their policy about how the disclosure will be managed.

Public interest and emergency disclosures (for example to a Member of Parliament or journalist) may not be protected unless made in the specific circumstances set out in the legislation.

A whistleblower may disclose the information to a legal practitioner for the purpose of obtaining legal advice/representation in relation to the operation of the legislation.

4.4 Should you make a disclosure anonymously or identify yourself?

You can make a whistleblowing disclosure to Exclusive Real Estate anonymously or through a pseudonym.

You should be aware however that if you choose to remain anonymous, that might make it more difficult for Exclusive Real Estate to:

- Assess and investigate your disclosure; or
- Provide you with relevant protections (see part 6 below).

If you choose to identify yourself, the Contact Officer is generally required to keep your identity confidential (see point 6.1 below).

4.5 What information would we like you to include in a whistleblowing disclosure?

If you make a whistleblowing disclosure, we would like you to please provide reasonable details to assist the Contact Officer to determine the best course of action. Reasonable details might include:

- When and where the relevant events occurred (e.g. dates, times and location);
- Details of anyone involved; and
- Supporting information (e.g. documents, file notes, emails, photographs).

Please state expressly whether you give the Contact Officer permission to disclose your identity to the investigator, so the investigator can contact you to obtain further information if required.

5 Assessment and Investigation

5.1 Initial assessment of your disclosure

The Directors will conduct a preliminary assessment, to determine whether your disclosure requires further investigation.

If you have identified yourself to the Contact Officer and given the Contact Officer permission to disclose your identity to the investigator, then the investigator may contact you to obtain further information.

If you have not identified yourself to the Contact Officer or have not given permission to disclose your identity, the Contact Officer will undertake a preliminary assessment.

5.2 Investigation

Exclusive Real Estate may carry out an investigation, and may appoint an external or internal investigator to carry out any investigation.

However, Exclusive Real Estate will not carry out an investigation unless:

- The investigator is satisfied that there is objective evidence to support the allegations; or
- The investigator has a reasonable suspicion that they may be able to obtain objective evidence to support the allegations through further investigation.

If Exclusive Real Estate decides to investigate, the investigator it appoints will determine whether the information in the disclosure is proven on the balance of probabilities (i.e. it is more likely than not that the alleged conduct has occurred).

A formal investigation might involve third parties such as lawyers, accountants, consultants, or specialist forensic investigators. Relevant evidence will be collected, which may include interviewing witnesses and gathering documents. Exclusive Real Estate may ask for your consent for the appointed investigator to contact you to gather relevant information.

Options for outcomes

If the whistleblowing disclosures are proven, the investigator will report the outcome of the investigation to the appropriate decision-maker for further action (subject to any concerns about revealing your identity). Where appropriate, the whistleblower will be advised of the outcome.

If the whistleblowing disclosures are not proven, but there is evidence of other inappropriate conduct, the matter might be referred to Management. For example, if there is evidence of a breach of an employment policy.

If the whistleblowing disclosures are not proven, and there is no evidence of other inappropriate conduct, no further action will be taken and the whistleblower will be advised accordingly, provided that the whistleblowing disclosure was not made anonymously.

If a whistleblower is eligible to be informed about the outcome of the investigation and is not satisfied, the whistleblower can ask the Licensee in charge to review the outcome of the investigation.

6 Protections

6.1 Protection of identity and confidentiality

(a) If you have made a whistleblowing disclosure anonymously

As set out in part 4.4, you can make a whistleblowing disclosure anonymously, but doing so might make it more difficult for Exclusive Real Estate to:

- Assess and investigate your disclosure; or
- Provide you with relevant protections.

It's your decision.

(b) If you have elected to identify yourself

If you have chosen to reveal your identity when making a whistleblowing disclosure, Exclusive Real Estate may ask you to consent to Exclusive Real Estate disclosing:

- Your identity; and/or
- Information that might lead to your identification, for example, if we consider that it would assist an investigation.

(c) If you do not consent

If you choose not to give consent:

- The person who knows your identity is permitted to disclose your identity only:

- To ASIC, APRA (or to the Commissioner of Taxation (**Commissioner**) in relation to a tax matter referred to in part 7) or the Australian Federal Police;
 - To a legal practitioner to obtain advice; or
 - In limited circumstances required by law, for example, where ordered by a Court in legal proceedings;

- Exclusive Real Estate will take reasonable steps to make all Contact Officers aware that:

- They cannot disclose your identity, even to another Contact Officer;

and

- They need to keep any notes, records or information about your whistleblowing disclosure secure, in accordance with part 6.2 below;

- Exclusive Real Estate may disclose any information (other than your identity) that aids its investigation, so long as:

- Exclusive Real Estate considers that the information in question aids its investigation but does not reveal your identity; and

- Exclusive Real Estate takes all steps it deems reasonable or helpful to reduce the risk that you will be identified as a result of disclosing that information; and

- Your decision may make it more difficult in practice for Exclusive Real Estate to investigate your whistleblowing disclosure effectively, or prevent Exclusive Real Estate from completing such an investigation.

6.2 Protection of files and records

To maintain their confidentiality, Exclusive Real Estate will keep secure all records that are created in the course of an investigation and, once an investigation is complete, Management will store all such records securely.

If you have not consented to your identity being revealed (see part 6.1 above): the Contact Officer to whom you made your disclosure will retain Exclusive Real Estate's records; and

- That Contact Officer can disclose relevant records to only the persons identified in part 6.1 above.

6.3 No victimisation

'Victimisation' is subjecting a person to a detriment as a result of:

- Making a whistleblowing disclosure; or
- A belief or suspicion that the person has made, or will make, a whistleblowing disclosure.

For example, it can include harassment or intimidation, termination of employment, injury in employment, physical violence, psychological harm, and/or damage to reputation or property.

Victimisation is strictly prohibited. You should inform a Contact Officer immediately if you feel that you are being subjected to victimisation, or any threat of victimisation, so that Exclusive Real Estate can take reasonable steps to investigate and, as appropriate, support and protect you.

Reasonable steps may include taking disciplinary action against another person, up to and including termination of employment, if the person you allege is victimising you is an employee, subject to the need to treat them fairly (see part 6.4 below).

If you raise a concern about someone victimising you and that person is not an employee, Exclusive Real Estate will assess, on a case by case basis, the appropriate reasonable steps it may need to take.

6.4 Protecting employees.

Employees mentioned in a whistleblowing disclosure, or to whom a disclosure relates, also need to be treated fairly.

Exclusive Real Estate aims not to make any decision about any allegation against any employee without a proper investigation, and to keep confidential their involvement in any investigation or allegation except to the extent necessary to conduct an investigation or implement any outcome.

6.5 Protections under the Legislation

A whistleblower has additional protections under legislation. To summarise:

- A whistleblower is not subject to any civil, criminal or administrative liability (including disciplinary action) for making a whistleblowing disclosure.
- No contractual or other remedy can be enforced, and no contractual or other right can be exercised against a whistleblower on the basis of a whistleblowing disclosure.
- If:
 - o The disclosure is made to ASIC, APRA (or to the Commissioner in relation to a tax matter referred to in part 7); or
 - o The disclosure is a public interest/emergency disclosure,

then the information is not admissible in criminal proceedings or for the imposition of a penalty against a whistleblower.

- A whistleblower may be entitled to compensation for victimisation, and other remedies may be available depending on the type of detriment suffered.

For example, a Court may grant an injunction to stop victimisation, require an apology or re-instate a whistleblower who has been victimised by termination of employment.

Note: Some of the protections referred to this policy might not be available to you, to the extent you are found to have been involved in wrongdoing, such as, knowingly giving false information (see part 6.6).

6.6 Involvement in wrongdoing

Exclusive Real Estate **may take disciplinary action against anyone found to have:**

- Victimised or threatened a whistleblower;
- Disclosed information in breach of whistleblower protections; or
- Lied or knowingly given false evidence in connection with a whistleblowing disclosure.

Note: If a whistleblower has properly made a disclosure in accordance with the legislation, they are entitled to the protections under the legislation and this policy, even if the allegations are ultimately found not to be proven.

7 Taxation Administration Act 1953

7.1 Who can make a whistleblowing disclosure?

You may make a whistleblowing disclosure under the Tax Act to anyone listed in part 7.2 if:

- You have reasonable grounds to suspect that you have:

- o Information which indicates misconduct in relation to Exclusive Real Estate's tax affairs; or

- o Information which indicates an improper state of affairs in relation to Exclusive Real Estate's tax affairs; and

- You consider that the information may assist the recipient to perform functions/duties in relation to Exclusive Real Estate's tax affairs.

If you are eligible to make a protected disclosure under the Corps Act as outlined in part 3.1, then you are also eligible to make a protected disclosure under the Tax Act.

7.2 Who can you make a protected disclosure to?

You can make a protected disclosure under the Tax Act to:

- Anyone at Exclusive Real Estate listed in part 4.1;
- Exclusive Real Estate's auditor or an audit team member;
- Exclusive Real Estate's registered tax or BAS agent (if any);
- A Exclusive Real Estate employee who has functions/duties that relate to the tax affairs of Exclusive Real Estate; or
- The Commissioner, in which case you should refer to their policy about how disclosures will be handled.

7.3 How will Exclusive Real Estate respond to a protected disclosure?

In general:

- Exclusive Real Estate will assess and investigate, in accordance with this policy, any whistleblowing disclosure you make to Exclusive Real Estate under the Tax Act; and
- Exclusive Real Estate will afford any whistleblower the protections set out in this policy, subject to any variations to this policy required to comply with the Tax Act.