

Whistle-blower

1. Overview

1.1. Purpose

The *Whistle-blower Policy* is designed to ensure all current and former Junior Adventures Group employees, directors, suppliers, contractors, volunteers and family members are aware of their rights to Speak Up against potential misconduct or wrongdoing.

1.2. Scope

This policy is applicable to all:

- Current and former employees of JAG
- Current or former directors, officers of JAG or a related body corporate
- Current or former suppliers, contractors, volunteers, agency staff; or
- Relatives, dependants or spouses of one of the above.

The *Whistle-blower Policy* is not intended to cover disclosures or concerns about personal work-related grievances or customer complaints, other than those set out in Appendix 1. These matters are otherwise covered in our *Grievance Policy* and *Feedback and Complaints Policy*.

1.3. Legislative Requirements

Under the *Education and Care Services National Regulations*, Junior Adventures Group is required to have policies and procedures in place to ensure the health, safety and wellbeing of the children in care.

2. Policy Statement

Junior Adventures Group Pty Ltd and its related bodies corporate (JAG) are committed to conducting business honestly, with integrity and in accordance with our values and standards of expected behaviour. JAG commits to a “speak up” culture of providing safe and confidential channels for raising concerns about wrongdoing. JAG is committed to ensuring our Code of Conduct and all applicable policies are clear and understood by our employees and that they support early identification of any wrongdoing so it can be addressed as early as possible.

The Board and Executive Team commit to:

- encouraging people to Speak Up if they become aware of a potential wrongdoing
- ensuring it is clear in regard to how to Speak Up and what protections you will receive when providing a wrongdoing concern
- outlining the processes at JAG for responding to speak up concerns
- creating a workplace environment in which everyone feels safe, supported and encouraged to Speak Up
- making it clear that JAG does not tolerate behaviour that discourages others from Speaking Up or victimisation of those who want to speak up or have done so. disciplinary action may be taken against those who victimise or cause detriment (harm)

to a person because they want to, or have, spoken up, up to and including termination of employment or engagement.

3. Principles

3.1. Potential Wrongdoing

Potential wrongdoing means any suspected or actual misconduct or improper state of affairs or circumstances in relation to JAG. This will include conduct related to a Director, Executive, Officer, Employee or Contractor of JAG. It also means a breach of law or information that indicates a danger to the public or to the financial system. You should Speak Up even if you are unsure if something is potential misconduct.

Examples of potential wrongdoing may include but are not limited to:

- breach of laws or regulations;
- breach of the JAG Code of Conduct or other JAG policies, standards or codes;
- criminal activity;
- bribery or corruption;
- conduct endangering health and safety or causing damage to the environment;
- conduct leading to unfair outcomes to customers;
- dishonest, unethical or corrupt behaviour, including discrimination, sexual harassment, soliciting, accepting or offering a bribe, facilitation, payments or other such benefits;
- conflicts of interest;
- anti-competitive behaviour;
- financial fraud or mismanagement;
- insider trading;
- breach of trade sanctions or other trade controls;
- unauthorised use of JAG confidential information;
- conduct likely to damage the financial position or reputation of JAG; and
- deliberate concealment of any of the above.

3.2. Speaking Up

Speaking Up means raising your concern with a person in a position of influence within JAG or reporting it to our external hotline which is operated independently by **FairCall**. These contacts are referred to as Authorised Recipients by this policy.

If you identify a matter that you consider is a potential wrongdoing as defined in this Policy, you are encouraged to Speak Up to the CEO or one of the Australian Executive Team, but if you would rather speak to someone outside of JAG you can reach them on via the following contact methods:

FairCall hotline number:	1800 500 965
FairCall web:	https://www.kpmgfaircall.kpmg.com.au/jag
FairCall post:	The FairCall Manager,

	KPMG Forensic, PO Box H67, Australia Square, Sydney, NSW 1213
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The *Whistle-blower Policy* is not designed to replace normal communication channels between management and employees to address questions, concerns, issues, suggestions or complaints.

For easy reference here are the contact details of the Australian Executive Team:

Recipient Name	Contact Details
Melinda Crole CEO – Australia	Email: melinda.crole@junioradventuresgroup.com.au Mobile: 0428 338 923 Address: Suite 2, Level 1, 1183 Toorak Road Camberwell, VIC, 3124
James Farnworth Chief Financial Officer	Email: james.farnworth@junioradventuresgroup.com.au Mobile: 0409 493 566 Address: Suite 2, Level 1, 1183 Toorak Road Camberwell, VIC, 3124
Craig Napier Chief Executive Officer	Email: craig.napier@junioradventuresgroup.com.au Mobile: 0403 253 021 Address: Suite 2, Level 1, 1183 Toorak Road Camberwell, VIC, 3124

The role of the Recipient is to ensure that the information is heard by JAG and proper follow-up occurs, as well as to ensure you feel supported and protected. Subject to any requirements under law and the *Whistle-blower Policy*, recipients will appropriately refer the disclosure to the HR Business Partner to investigate the disclosure as soon as possible and oversee JAG’s response.

You can also make an anonymous disclosure (see 3.4 below).

While we encourage you to Speak Up to one of the Recipients listed in the table above, there are certain other people to whom you can report and still receive protections under Australian law. Please see Appendix 2 for more information.

3.3. Information to be Provided

You should provide as much information as possible, including details of the potential wrongdoing, people involved, dates, locations and any more evidence that may exist.

You are entitled to feel supported and safe in providing information, and to consent to the limited sharing within JAG of your identity. This will assist JAG to protect and support you in relation to your disclosure and facilitate JAG in investigating, reporting and taking any action which might arise as a result of your concern. Management recognises that those Speaking Up will be helping JAG and making a valuable contribution.

Please be aware that if you do not consent to the limited sharing within JAG of your identity as needed, this may limit JAG's ability to progress your concern and take any action in respect of your concern.

All allegations of wrongdoing reported through this policy will be treated as confidential to the maximum extent consistent with thorough investigation and permitted by applicable law. Every effort will be made to protect your identity.

When making a report of your concern, you will be expected to have reasonable grounds to suspect the information you are disclosing is true, but you will not be penalised even if the information turns out to be incorrect.

However, you must not make a report that you know is not true or is misleading. Where it is found that a discloser has knowingly made a false report, this may be a breach of JAG's *Employee Conduct Policy* and will be considered a serious matter that may result in disciplinary action, including termination of employment or engagement.

3.4. Anonymous Disclosures

You can make an anonymous disclosure if you do not want to reveal your identity.

While you are encouraged to provide your name because it will make it easier for JAG to address your disclosure (for example, the context in which you may have observed the potential misconduct is likely to be useful information) you are not required to do so and may choose to remain anonymous when making a disclosure, over the course of any investigation and after any investigation is finalised.

JAG will assess the content and merit of your disclosure in the same way as if you had revealed your identity and any investigation will be conducted as best as possible in the circumstances. However, it may be difficult to offer you the same level of practical support if we do not know your identity. You will still be entitled to protections under the law, as applicable (see Appendix 1).

If you do provide your name, it will only be disclosed if you provide your consent, or in exceptional circumstances where the disclosure is allowed or required by law (e.g. in dealings with a regulator). Details of how your identity will be protected are described below. If you have concerns about this, you can discuss this with the Recipient.

If you wish to remain anonymous you can make an anonymous phone call or send a written statement directly to one of the Recipients listed above.

3.5. Responding to Potential Wrongdoing Concerns and Disclosures

JAG takes all wrongdoing concerns seriously.

Concerns made under this Policy will be received and treated sensitively and seriously and will be dealt with promptly and objectively. Where an investigation is required, JAG will appoint an investigator with the right capability and independence to investigate your report. JAG will apply the appropriate protections when responding to or investigating disclosures.

While Speaking Up does not guarantee that the disclosure will be formally investigated, all reports will be assessed and considered by JAG and a decision made as to whether they should be formally investigated or internally resolved. JAG's response to a disclosure will vary depending on the nature of the disclosure (including the amount of information provided).

Where possible, Recipients will keep in contact with disclosers and provide regular updates until the matter is resolved by JAG. If appropriate, disclosers may be advised how JAG has decided to respond to their disclosure, including whether an investigation will be conducted. This may not occur until after an investigation has been concluded. However, it may not always be appropriate to provide disclosers with this information and may not be possible unless contact details are provided when SpeakingUp.

Any investigations commenced will be conducted in a timely manner (as appropriate in the circumstances) and will be independent from any persons to whom the disclosure relates. While timeframes will vary depending on the particular investigation, JAG endeavours to conclude investigations within a few weeks of commencing the investigation. Investigations will generally be overseen by National Risk Manager, subject to any potential conflicts of interest or concerns. Other people, including employees or external advisers may also be asked to assist or run the investigation.

All employees and contractors must cooperate fully with any investigations.

Unless there are confidentiality or other reasons not to do so, persons to whom the disclosure relates will be informed of the allegation at an appropriate time and will be given a chance to respond to the allegations made against them.

3.6. Investigation Outcomes

The results of any investigation will be recorded, in writing, in a formal internal report that will be confidential and is the property of JAG. The outcome of any investigation will be reported to the Board.

If appropriate, disclosers who Speak Up may be informed of the investigation outcome. However, it may not always be appropriate to provide disclosers with this information. If appropriate, the persons to whom the disclosure relates may also be informed of the findings of any investigation. However, the formal report recording the results of an investigation will not be provided to a discloser or any other person subject to investigation.

Where an investigation identifies a breach of JAG's Employee Conduct Policy or internal policies or procedures, appropriate disciplinary action may be taken. This may include but is not limited to terminating or suspending the employment or engagement of a person(s) involved in any organisational misconduct.

3.7. Protections

JAG is committed to protecting the rights of a person who decides to Speak Up under this policy.

If you make a disclosure, your identity (and any information we have because of your disclosure that someone could likely use to work out your identity) will only be disclosed if:

- you give consent to JAG to disclose that information
- the disclosure is allowed or required by law (for example, the disclosure by jag to a lawyer in order to get legal advice) or,
- in the case of information likely to identify you, it is reasonably necessary to disclose the information for the purposes of an investigation, but all reasonable steps are taken to prevent someone from working out your identity

If your report qualifies for legal protection as set out in Appendix 1, your identity and information that is likely to lead to another person identifying you has the benefit of these protections at law. If a person makes an unauthorised disclosure of your identity, the person may be in breach of the law, and you may be able to seek legal recourse. In some circumstances, this may also be a criminal offence punishable by imprisonment.

Subject to your consent, measures which the company may adopt to protect your identity may include some or all of the following, as appropriate in the circumstances:

- using a pseudonym in place of your name;
- redacting personal information or references to you;
- referring to you in a gender-neutral context;
- where possible, consulting with you to help identify aspects of your disclosure that could inadvertently identify you;
- ensuring paper and electronic documents and other materials relating to your disclosure are stored securely;
- limiting access to all information relating to a disclosure to those directly involved in managing and investigating the report;
- only disclosing your identity or information that is likely to lead to your identification to a restricted number of people who are directly involved in handling and investigating the disclosure; and
- reminding each person who is involved in handling and investigating a disclosure about the confidentiality requirements, including the consequences of unauthorised disclosure.

No person may victimise or cause detriment to someone, or threaten to do so, because of a suspicion that any person has, will or could make a disclosure. For example, victimisation could include doing or threatening to do something that creates:

- discrimination, detriment or damage to a person's reputation;
- harassments, intimidation or retaliation;
- causing physical or psychological harm or damaging property; or
- varying an employee's role or duties, or a demotion or dismissal.

If your report qualifies for legal protection as set out in Appendix 1, you are legally protected from detriment. If a person causes detriment or victimises you, or threatens to do so, the person may breach the law and you may be able to seek legal remedies.

You should tell a Recipient listed above (or the Recipient to which you made your initial disclosure) if you are concerned that you may be, are being, or have been victimised in any way. JAG will treat this very seriously.

Any person involved in any form of reprisal against you may be subject to disciplinary action (including but not limited to termination of employment or engagement). In some circumstances, this may also be a criminal offence punishable by imprisonment. JAG may refer any person that has engaged in victimising conduct to law enforcement authorities for further investigation.

JAG will at all times be able to raise and address with a discloser matters that arise in the ordinary course of their employment or engagement with JAG (for example, any separate performance or misconduct concerns).

JAG is committed to making sure that you are treated fairly and do not suffer detriment because you Speak Up. The protections offered will be determined by JAG and depend on things such as the potential misconduct and people involved. Protections may include the following, in JAG's discretion and as appropriate in the circumstances:

- monitoring and managing the behaviour of other employees
- relocating individuals (which may include the people alleged to have been involved in the potential misconduct) to a different division, group or office
- offering you a leave of absence or flexible workplace arrangements while a matter is investigated
- a discloser who is a current or former employee may access the Employee Assistance Program
- rectifying any detriment that you have suffered

JAG will look for ways to support all people who Speak Up, but it will of course not be able to provide non-employees with the same type and level of support that it provides to employees. Where this Policy cannot be applied to non-employees (for example, because JAG cannot itself offer flexible workplace arrangements to a supplier), JAG will still seek to offer as much support as practicable.

Further information regarding the protections afforded under Australian law to persons who Speak Up is available at Appendix 1.

3.8. Support to Speak Up

Employees must not discourage any individual from Speaking Up, and to do so will itself breach this policy, and may be reported to law enforcement officials or subject to disciplinary action, including termination of employment or engagement.

If you are told not to pursue a concern, even by your manager or a person in authority, you are encouraged to make a further disclosure to a different recipient.

3.9. Training and Availability

JAG will seek to ensure that officers and employees are informed about and understand this policy. Each officer and employee will receive a copy of this policy and be provided with training annually about the policy and their rights and obligations under it.

Key officers and employees, including Recipients, will receive regular training, including in relation to how to respond to disclosures.

3.10. Board Reporting

The Board will receive a summary of disclosures made under this policy at each meeting, including any remedial actions implemented as a result of the investigation outcomes. The Board will be provided additional information about any material incidents raised.

4. Key Terms

Term	Meaning
Personal Work-related Grievances	Disclosures that relate to a discloser's current or former employment that have implications for them personally and do not otherwise have significant implications for JAG. For example, interpersonal conflicts between two staff members, terms and conditions of employment, transfers, promotions, or disciplinary decisions. These matters are covered under our <i>Grievance Policy</i> .
Customer Complaints	Complaints that relate to the service provided to the discloser that do not otherwise have significant implications for JAG. For example, booking fees, account suspensions and activity cancellations. These matters are covered under our <i>Feedback and Complaints Policy</i> .
Speaking Up	Disclosing concerns of potential wrongdoing to Authorised Recipients.
Authorised Recipient	Persons or positions nominated by JAG to receive concerns for potential misconduct/ wrongdoing, and to support disclosers to feel safe and protected.

5. References

Education and Care Services National Law and Regulations
Regulation 168 – Education and care service must have policies and procedures
Regulation 170 – Policies and procedures to be followed
Other Relevant Legislation
Corporations Act 2001 – Cth
Modern Slavery Act 2018
Related Policies
Managing for Performance Policy
Employee Conduct Policy
Grievance Policy
Feedback and Complaints Policy
Safeguarding Children and Young People
Related Procedures

<i>Procedure Collections</i>
Other
Risk Management Framework
Conduct Policy and Code of Conduct
National Principles for Child Safe Organisations - https://chidsafe.humanrights.gov.au/national-principles

6. Appendices

6.1. Appendix 1 – Protections Provided by Australian Law

Under Australian law, including the *Corporations Act 2001* (Cth) ('the Act'), legislative protections for Speaking Up are available to certain persons (including current and former employees, volunteers, officers, contractors, suppliers, employees of suppliers and associates of JAG Australia, as well as their relatives and dependents) who make a "protected disclosure" to certain people.

JAG encourages you to Speak Up to a Recipient described in the *Whistle-blower Policy*. However, the law offers the same protections if you make a "protected disclosure" to a Recipient or to certain other persons, beyond those Recipients outlined in this policy.

Details of those persons to whom a "protected disclosure" under the Act can be made are set out below, as are the details of some specific protections and remedies available to those who make a "protected disclosure". If you make a "protected disclosure" that does not comply with this policy, you can still be entitled to the legal protections under applicable Australian law. A disclosure can qualify for protection under the Act even if it is made anonymously or turns out to be incorrect.

Please contact a HR Business Partner if you would like more information about the protections available under the law.

6.2. Appendix 2 - Protected Disclosures

To be a “protected disclosure” qualifying for protection under the Act, the disclosure must relate to a “disclosable matter” and be made to an “eligible recipient” under the Act. A matter that is disclosed under the *Whistle-blower Policy* but which does not relate to a “disclosable matter” will not qualify for protection under the Act. Examples of “disclosable matters” and recipients are outlined in the following table:

Information reported or disclosed	Recipient of disclosed information
<ul style="list-style-type: none"> • Information about actual or suspected misconduct, or an improper state of affairs or circumstances in relation to JAG • Information that JAG or any officer or employee of JAG has engaged in conduct that: <ul style="list-style-type: none"> ○ contravenes or constitutes an offence against certain legislation (e.g. the Act) ○ represents a danger to the public or the financial system, or ○ constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more • Note that “personal work-related grievances” are not protected disclosures under the law, except as noted below 	<ul style="list-style-type: none"> • A person authorised by JAG to receive protected disclosures – i.e. Recipients under this Policy • An officer or senior manager of JAG • An auditor, or a member of an audit team conducting an audit, of JAG • An actuary of JAG • ASIC, APRA or another Commonwealth body prescribed by regulation • A legal practitioner for the purposes of obtaining legal advice or legal representation (even if the legal practitioner concludes the disclosure does not relate to a disclosable matter) • Journalists or parliamentarians, under certain circumstances allowing emergency and public interest disclosures. It is important for you to understand the criteria for making a public interest or emergency disclosure before doing so. Please contact a HR Business Partner if you would like more information about emergency and public interest disclosures
<ul style="list-style-type: none"> • Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to JAG or an associate 	<ul style="list-style-type: none"> • Commissioner of Taxation • A legal practitioner for the purpose of obtaining legal advice or legal representation
<ul style="list-style-type: none"> • Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of JAG or an associate, which the employee considers may assist the eligible recipient to perform functions or duties in relation to the tax affairs of JAG or an associate 	<ul style="list-style-type: none"> • A person authorised by JAG to receive protected disclosures – i.e. Recipients under this Policy • An auditor or a member of an audit team conducting an audit of JAG • A registered tax agent or BAS agent who provides tax services or BAS services to JAG • A director, secretary or senior manager of JAG • An employee or officer of JAG who has functions or duties that relate to the tax affairs of JAG • A legal practitioner for the purposes of obtaining legal advice or legal representation

6.3 Appendix 2 - Protected Disclosures

Personal Work-Related Grievances

Legal protection for disclosures about solely personal employment related matters are only available under the law in limited circumstances. A disclosure of a personal work-related grievance will remain protected if, in summary:

- it concerns detriment to you because you have or may be considering Speaking Up; or
- it is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistleblowers.

Under the law, a grievance is not a 'personal work-related grievance' if it:

- has significant implications for an entity regulated under the law that do not relate to the discloser;
- concerns conduct, or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws; or
- concerns conduct or alleged conduct that represents a danger to the public or financial system; or
- concerns conduct or alleged conduct prescribed by the regulations.

Specific Protections and Remedies

In addition to the protections outlined in the *Whistle-blower Policy* (see 3.7), if you make a "protected disclosure", the law provides that you are not subject to any civil, criminal or administrative liability for making the disclosure:

- civil liability (e.g. any legal action against you for breach of an employment contract, duty of confidentiality or another contractual obligation)
- criminal liability (e.g. attempted prosecution of you for unlawfully releasing information, or other use of the disclosure against you in a prosecution (other than for making a false disclosure))
- administrative liability (e.g. disciplinary action for making the disclosure)

However, you will not have immunity for any misconduct you have engaged in that is revealed in a disclosure.

Additional legislative protections and remedies may also be available, including but not limited to:

- compensation for loss, damage or injury suffered as a result of detrimental conduct;
- an injunction to prevent, stop or remedy the effects of the detrimental conduct;
- an order requiring an apology for engaging in the detrimental conduct;
- if the detrimental conduct wholly or partly resulted in the termination of an employee's employment, reinstatement of their position;
- exemplary damages; and

- any other order the court thinks appropriate.

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