

# WHISTLEBLOWER POLICY

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### Version Control

Author/Contributor	Version	Date	Comments
Lisa Collins	Final v1.0		Board approved
Lisa Collins	V1.0	24/6/2020	Annual review, no changes. Board approved
Lisa Collins	V2.0	3/2021	Name change to Audit & Risk Management Committee. Board approved 21.4.2021
Lisa Collins	V3.0	4/2022	Annual review, various changes. Board approved 18.5.2022
Lisa Collins	V4.0	9/2024	Annual review, changes to clauses 4.2 4.3 & 4.5. Board approved 18.9.2024.
Lisa Collins	V5.0	6/2025	Annual review, Changes to overview, clauses 4.2, 4.4, 4.5. Board approved 23.6.2025
Lisa Collins	V6.0	5/2026	Annual review. Board approved 20.5.2026

## Overview

This Whistleblower Policy (the “Policy”) allows for all personnel to disclose concerns of serious wrongdoing within Turners Automotive Group Limited and its subsidiaries (“Turners Group” or “the Company”). A person who expresses such serious concerns (a “Whistleblower”), will likely have protection under the Protected Disclosures (Protection of Whistleblowers) Act 2022 (the “Act”).

This Policy outlines the procedure for handling disclosures and protecting the rights of the individual who made the disclosure of information. It encourages directors, officers, employees or contractors of Turners Group (“Turners Persons”) to confidentially provide information to the Board, CEO or Compliance Officer in relation to matters that may be serious wrongdoings, without fear of retaliation. This Policy also applies to any information or concerns that a Turners Person has that may be relevant to the fitness or propriety of a person that is a director of the Company.

The purpose of this Policy is to allow Turners Persons to raise the alarm on concerns they may have over malpractice without fear of retribution from their colleagues or employer. It allows for issues to be dealt with internally instead of in the public forum. This Policy also encourages a climate of open communication within the Company so that concerns can be dealt with at the earliest opportunity and, hopefully, before they become larger issues.

Senior Management must investigate any serious wrongdoing reported and ensure that all protections and immunities set out in this Policy for reporting persons are applied.

### 1. Adoption and Review

#### 1.1. Adoption

This Policy was adopted by the Board on 27 March 2018, and has subsequently been reviewed, amended and re-adopted.

#### 1.2. Review

This Policy is to be reviewed by the Audit, Risk Management and Sustainability Committee not less than every 12 months. A report of the review, together with recommendations, if any, of the Audit, Risk Management and Sustainability Committee must be tabled at the next meeting of the Board held after the report is completed.

### 2. Scope

The Policy applies to any person that is in a position to discover serious wrongdoing. This includes all employees, former employees, seconded individuals, independent contractors and individuals responsible for management of the Company (e.g. directors).

### **3. Responsibility**

#### **3.1. Board of Directors**

The Board is responsible for overall compliance with this Policy. They are committed to ensuring that any disclosure of serious wrongdoing is treated confidentially and investigated correctly.

#### **3.2. Chief Executive Officer (CEO)**

Concerns can be expressed to the CEO, particularly if the Compliance Officer is a party to the wrongdoing. The CEO is responsible for reporting matters to the Board.

#### **3.3. Compliance Officer**

The Compliance Officer is responsible for receiving any disclosures from Turners Persons and reporting them to the CEO (or other Senior Management if the CEO is the subject of the disclosure).

#### **3.4. People Managers**

All managers who have direct reports can also receive disclosures or concerns from their staff. These must be referred to the Compliance Officer.

### **4. Protected Disclosures**

The Act protects Turners Persons who make protected disclosures from dismissal and/or harassment as well as civil and criminal proceedings.

#### **4.1. Disclosure Types**

In order for a disclosure to be a “protected disclosure” under the Act, the following must apply:

- a) The Whistleblower believes on reasonable grounds that there is, or has been, serious wrongdoing in or by the Company; and
- b) The Whistleblower discloses the information in accordance with the Act; and
- c) The Whistleblower does not disclose the information in bad faith.

#### **4.2. Serious Wrongdoings**

A concern that constitutes a “serious wrongdoing” under the Act includes one or more of the following acts, omissions, or course of conduct by a Turners Person or the Company:

- a) Fraudulent or against the law;
- b) A serious risk to the health or safety of Turners Persons or to the public;
- c) A serious risk to the environment;

- d) A serious risk to the maintenance of law including the prevention, investigation and detection of offences or the right to a fair trial;
- e) Unlawful, corrupt, or irregular use of public money or resources, or the Company's money or resources and risking the brand or reputation of Turners;
- f) Oppressive, unlawfully discriminatory, or grossly negligent or gross mismanagement by Turners Persons or other third parties such as agents.

### **4.3. Protection**

Certain disclosures are protected under the Act. If a Turners Person makes a disclosure about a serious wrongdoing, then the Turners Person will be protected against:

- a) Retaliatory action by the Company;
- b) Discrimination, harassment or victimisation under the Human Rights Act 1993; and
- c) Criminal or civil liability arising from the disclosure (unless the Whistleblower was personally involved in the serious wrongdoing).

If a Turners Person gives additional information in support of a concern reported by someone else, they will also be entitled to the protections set out in this Policy, provided that the information is given to the appropriate reporting person or otherwise in accordance with this Policy.

### **4.4. Confidentiality**

The person receiving the disclosure must keep the Whistleblower's identity secret unless:

- a) The Whistleblower provides written consent to disclose their identity; or
- b) The CEO and/or Compliance Officer (or person receiving the disclosure) believes that disclosure of identity is essential:
  - i. to the effective investigation of the disclosure;
  - ii. to prevent serious risk to public health or safety or the environment; or
  - iii. having regard to the principles of natural justice or "duty to act fairly"; or
  - iv. to an investigation by a law enforcement or regulatory agency for the purpose of law enforcement.

### **4.5. Procedure**

If it is suspected that wrongdoing is occurring or has occurred, Turners Persons are expected to report it.

1. A Turners Person can make a protected disclosure to the following persons:
  - a) their direct Manager; or

- b) the Compliance Officer, if their direct Manager is believed to be involved in the wrongdoing; or
  - c) the CEO, if the Compliance Officer is believed to be involved in the wrongdoing; or
  - d) a member of Senior Management or directly to the Board if the direct Manager, Compliance Officer and CEO are believed to be a party to the wrongdoing.
2. Disclosure can be made in person or in writing.
  3. The Compliance Officer (or person receiving the concern) will promptly acknowledge receipt of the disclosure in writing, and decide whether or not the disclosure can be investigated following initial inquiries. Further information may be sought from the person reporting the concern.
  4. The contents of disclosure will be reported to the CEO, who will report significant matters to the Board at the next Board meeting, or sooner if necessary. The Board is responsible for investigating serious disclosures, which may include external advice.
  5. The outcome of the investigation will be communicated to the Board, the CEO, the Compliance Officer and the Whistleblower within 14 days of the results of the investigation. If the concern cannot be resolved internally, the Compliance Officer (or person receiving the concern) will advise the Whistleblower the reasons as to why the concern cannot be resolved internally and may direct the person to other options or external agencies.
  6. Employees are expected to follow the above procedure **before** going outside of the Company with their disclosures. Appropriate authorities outside the Company to whom protected disclosure may be made are the:
    - a. Commissioner of Police
    - b. Controller and Auditor-General
    - c. Director of the Serious Fraud Office
    - d. Inspector-General of Intelligence and Security
    - e. Ombudsmen
    - f. Parliamentary Commissioner for the Environment
    - g. Police Complaints Authority
    - h. Solicitor-General
    - i. Public Service Commissioner; and
    - j. Health and Disability Commissioner.
  7. Organisations such as the media or a Member of Parliament are **NOT** an appropriate authority to make a protected disclosure.

Making a deliberate false report is a serious matter. Any Turners Person who knowingly makes a report knowing it to be false or in bad faith may be subject to disciplinary action, and may not be protected under this Policy. False reporting does not include instances where you make a report on grounds of reasonable suspicion, but this is revealed to be unfounded following an investigation.

## **5. Attachments**

Annexure A - Protected Disclosure (Whistleblower) Form

**Annexure A - Protected Disclosure (Whistleblower) Form**

**Protected Disclosure (Whistleblower) Form**

Name of person making disclosure: \_\_\_\_\_

Date: \_\_\_\_\_

**Details of Disclosure/Concern:**

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*(attach additional pages if necessary)*

**For Compliance Use Only:**

Date received by Compliance Officer/ Senior Manager and/or CEO: \_\_\_\_\_

Receipt confirmed to person making disclosure:    Y / N    Date: \_\_\_\_\_

Date reported to Board: \_\_\_\_\_

**Investigation results:**

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Results reported to Board, CEO, Compliance Officer, Direct Manager (if relevant) and Whistle-blower: Y / N

Date: \_\_\_\_\_

**Comments:**

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