



Whistleblower Policy

Purpose

Growthpoint Properties Australia (**Growthpoint**) is committed to conducting its business to the highest standard and a culture of corporate compliance, integrity and responsible and ethical behaviour.

Growthpoint encourages Eligible Whistleblowers to report any misconduct, fraud, inappropriate behaviour or improper state of affairs in the workplace without fear of detriment or reprisal.

This policy is designed to provide a mechanism to encourage, protect and support the reporting of such behaviour or conduct.

Policy application

Any individual who is (or has been) one of the following:

- an employee or director of any member of the Growthpoint group;
- a supplier (including employees) of goods or services to any member of the Growthpoint group; or
- a relative, spouse or dependent of any of the above,

each, an **Eligible Whistleblower**.

All Growthpoint employees and directors must comply with this policy.

Policy

1. What conduct should be reported?

An Eligible Whistleblower is encouraged to report any of the following conduct that it has reasonable grounds to suspect has occurred or is occurring at Growthpoint (**Improper Conduct**):

- misconduct or an improper state of affairs or circumstances;
- constitutes improper, dishonest, corrupt, unethical or fraudulent activity;
- is illegal or in breach of a legal obligation;
- is a material breach of Growthpoint's key policies, including Code of Conduct, Securities Trading Policy, Anti-bribery and Corruption Policy and Conflict Policy and Procedures;
- constitutes harassment, discrimination, victimisation or bullying or an unsafe work practice;
- constitutes improper or misleading behaviour relating to accounting, financial reporting or internal/external audit matters or processes;
- may cause loss or be contrary to Growthpoint's financial or non-financial interests; or
- contravenes the Corporations Act 2001 (Cth), the Competition and Consumer Act 2010 (Cth) or the Income Tax Assessment Act 1936 (Cth).

Most personal work-related grievances are excluded from this policy and the whistleblower regime. Employees of Growthpoint with personal work-related grievances should speak to their manager or Human Resources.

2. Process for reporting

An Eligible Whistleblower should report any incidents of Improper Conduct to:

- a Whistleblower Officer (being any of the Compliance & Risk Manager, the HR Manager, the Chief Operating Officer, the Chief Investment Officer or the Chief Financial Officer); or
- the external and independent whistleblowing service provider of Growthpoint, Your Call, if a report on an anonymous basis is preferred, via an online portal at www.yourcall.com.au/report (Organisation ID - GOZA2016). The Eligible Whistleblower's contact details will only be provided to a Whistleblower Officer if they consent.

It is important that the concerns raised by Eligible Whistleblowers are genuine and based on *reasonable grounds*, as alleging improper behaviour by a person can be damaging. Any employee deliberately making a malicious or false report of Improper Conduct will be treated seriously and may be subject to disciplinary action.

3. Investigation process

Reports of Improper Conduct received from Whistleblower Officers should be provided to the Chief Operating Officer (or the Managing Director if the report relates to the Chief Operating Officer) or the Board Chair (if the report relates to the Managing Director) as soon as practicable after a report is received.

All reports of Improper Conduct will be investigated as necessary by an appropriate internal party that is independent from the area of the business involved. In most instances, this will be the Chief Operating Officer. In certain circumstances, appropriate external or internal resources may be engaged to assist with conducting the investigation.

Investigations will be undertaken in a timely manner that is confidential, fair and objective. Where a report is submitted anonymously, Growthpoint will conduct the investigation based on the information provided to it.

Where appropriate, any person who is reported to have engaged in Improper Conduct will be informed of the allegations and provided with the opportunity to respond as part of the investigation.

Where appropriate and practicable, the Eligible Whistleblower will be contacted to confirm that the matter has been investigated. Where the report has been made anonymously via Your Call, this information will be loaded onto Your Call to allow the individual to anonymously access this update.

4. Confidentiality

Growthpoint has a duty to ensure that reports by Eligible Whistleblowers are kept confidential and subject to any requirement at law or from a regulator, and will:

- only disclose information to parties directly involved in the investigation process or for the purpose of administration of this policy;
- not disclose the identity of an Eligible Whistleblower without their consent; and
- take reasonable steps to reduce the risk of any information that may lead to the identity of an Eligible Whistleblower being disclosed (e.g. by deidentifying any reports prepared pursuant to this policy).

All information received or created in connection with a report from an Eligible Whistleblower must be securely stored by Growthpoint in accordance with its confidentiality obligations under this policy and at law.

5. Protection for Eligible Whistleblowers

5.1 Protection under this policy

Growthpoint will take all reasonable steps to ensure that an Eligible Whistleblower, who makes a report on reasonable grounds under this policy or at law, will not be subject to detriment and will be protected against reprisal or disadvantage. The form of protection will depend on the nature and circumstances of the Eligible Whistleblower and its report, including protection from dismissal, demotion, disciplinary action, discrimination, harassment, intimidation, threats, physical or psychological harm or bias.

Reporting of Improper Conduct by an employee or director implicated or involved in that conduct will be considered in the context of disciplinary action.

Growthpoint is also committed to providing all necessary support to Eligible Whistleblowers based on the nature of the misconduct reported and personal circumstances of the individuals involved.

Any Growthpoint employee or director who retaliates or personally disadvantages or threatens an Eligible Whistleblower will be faced with disciplinary action.

5.2 Special protection at law

There are special protections available for Eligible Whistleblowers who make disclosures of Improper Conduct that qualify for protection under the Corporations Act and/or Tax Administration Act. This requires a disclosure concerning misconduct or an improper state of affairs or circumstances in relation to a member of the Growthpoint group or in relation to their tax affairs to:

- a director, company secretary or a senior manager of a member of the Growthpoint group;
- Growthpoint's external auditor or a member of the audit team;
- the relevant regulator being ASIC, APRA or the Commissioner of Taxation; or
- a legal practitioner, if legal advice is being obtained in relation to the operation of the whistleblower protections at law.

The legal protections are:

- immunity from any civil, criminal or administrative liability for making the disclosure, except to the extent that disclosure reveals the Eligible Whistleblower is involved in the Improper Conduct;
- no contractual or other remedy may be exercised against the Eligible Whistleblower for making the report;
- in some circumstances (e.g. if the disclosure has been made to a regulator or where the disclosure qualifies as a public interest or emergency disclosure), the information provided by the Eligible Whistleblower is not admissible in evidence against it in criminal or penalty proceedings, other than proceedings in respect of the falsity of the information;
- anyone who causes or threatens to cause detriment to an Eligible Whistleblower or another person due to a belief that a report has or could be made, may be guilty of an offence and liable for damages; and
- the right to have their identity protected and protection from victimisation.

6. Training

Employees of Growthpoint are required to undertake training on this policy to encourage a 'safe to speak up' workplace culture and to ensure that employees are aware of their rights, obligations and responsibilities under this policy and whistleblower legislation.

7. Findings and reporting

Findings from the investigation will be provided to the Managing Director (or the Board Chair, if a report relates to the Managing Director).

The Audit, Risk and Compliance Committee will be provided with an update on any new reported incidents and existing incidents reported under this policy on a quarterly basis. Any material incidents will also be reported to the Board.

Reports will be de-identified to maintain the confidentiality of matters disclosed under this policy.

8. Breach of policy

Any breach of this policy will be regarded as a serious matter and may result in disciplinary action.

Related policies

This policy is an integral part of Growthpoint's compliance framework and should be read in conjunction with Growthpoint's Code of Conduct and its Anti-Bribery and Corruption policy.

Policy review

This policy will be periodically reviewed, at least every two years, to ensure that it is operating effectively to meet the needs of Growthpoint.

Policy approval date

21 November 2019 by the Audit, Risk and Compliance Committee.