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## WHISTLEBLOWING POLICY

### 1. COMMITMENT TO ETHICAL BEHAVIOUR

Amalgamated Holdings Limited (AHL) is committed to a culture of high corporate compliance and high ethical behaviour. The ethical values of the company are illustrated to all employees in the AHL *Code of Ethics and Business Conduct*. This code outlines that AHL believes in the strong ethical values of integrity and business honesty.

### 2. OBJECTIVE OF THIS POLICY

The AHL Whistleblowing Policy establishes a system for the confidential reporting of unacceptable or undesirable conduct, referred to in this Policy as “Reportable Conduct”. The system enables disclosures to be made anonymously to an AHL Incident Manager.

This Policy also provides the guidelines for the support and protection of individuals making disclosures, and further establishes a system for the matters disclosed to be investigated, and rectifying action to be taken.

### 3. APPLICATION OF THIS POLICY

This policy reflects Australian law. It applies to Amalgamated Holdings Limited and its Australian registered subsidiaries.

### 4. STATEMENT OF SUPPORT TO WHISTLEBLOWERS

AHL is committed to the aims and objectives of an effective Whistleblower Protection Program as outlined in Australian Standard AS8004 *Whistleblower Protection Programs for Entities*. It does not tolerate improper conduct by its employees, managers, or executives, nor the taking of reprisals against those who come forward to disclose such conduct.

AHL recognises the value of transparency and accountability in its administrative and management practices, and supports the making of disclosures that reveal corrupt conduct, conduct involving a substantial mismanagement of company resources, conduct involving a substantial risk to our employee’s or customers’ health and safety, or conduct that represents a risk to the environment.

AHL does not tolerate the taking of reprisals against those who come forward to disclose such conduct. The company will take all reasonable steps to protect employees who make such disclosures from any reprisal or detrimental action following the disclosure.

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## 5. REPORTABLE CONDUCT

Under this policy '**Reportable Conduct**' is conduct by a person or persons connected with an AHL Group entity which, in the view of a whistleblower acting in good faith, is:

- (a) dishonest;
- (b) fraudulent;
- (c) corrupt;
- (d) illegal (including theft, drug sale/use, violence or threatened violence and criminal damage against property);
- (e) discriminatory;
- (f) sexual harassment;
- (g) in breach of Commonwealth or state legislation or local authority by-laws (including the Corporations Act, ASIC Act, Trade Practices Act and Income Tax Assessment Act);
- (h) unethical (i.e. including a breach of the AHL Code of Ethics and Business Conduct);
- (i) other serious improper conduct (including gross mismanagement, serious and substantial waste or repeated breaches of administrative procedures);
- (j) an unsafe work-practice;
- (k) not in compliance with AHL policies; or
- (l) any other conduct which may cause financial or non-financial loss to AHL or the consolidated entity or be otherwise detrimental to the interests of AHL or the consolidated entity, or any of its employees.

For the purpose of this policy a "whistleblower" is a person, being a director, manager, employee or contracted employee of AHL or a subsidiary of AHL, who wishes to make a report in connection with Reportable Conduct.

This Policy and the procedures outlined within this Policy are not designed to deal with general employment grievances and complaints. Any report treated in accordance with this Policy must be for one of Reportable Conduct as outlined above. All general employment complaints or grievances will be forwarded to the respective manager to address.

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## 6. CONFIDENTIALITY

AHL recognises that maintaining appropriate confidentiality is crucial in ensuring that potential whistleblowers come forward and disclose their knowledge or suspicions about Reportable Conduct in an open and timely manner and without fear of reprisals being made against them.

AHL will take all reasonable steps to protect the identity of the whistleblower, and will adhere to any statutory requirements in respect of the confidentiality of disclosures made.

AHL will also ensure all documents and files created in relation to a report of Reportable Conduct, whether paper or electronic, are kept secure. All printed material will be kept in files that are clearly marked and warn of the penalties that apply to the unauthorised divulging of any information concerning a protected disclosure.

All electronic files will be given password protection and stored in secure directories. All materials relevant to an investigation will also be stored securely with these files.

In appropriate cases, disclosure of the whistleblower or the allegation made by them may be unavoidable, such as if court proceedings result from a disclosure pursuant to this Policy.

## 7. REPORTING PROCEDURES

Any person who has reasonable grounds to suspect that Reportable Conduct has occurred is encouraged to report that suspicion in one of the following ways.

7.1 By contacting either of the **two AHL Incident Managers**, being;

- Greg Dean – AHL Company Secretary on (02) 9373 6659 or by e-mail on [greg\\_dean@ahl.com.au](mailto:greg_dean@ahl.com.au); or
- Anny Cheung – AHL Legal Counsel on (02) 9373 6637 or by e-mail on [anny\\_cheung@ahl.com.au](mailto:anny_cheung@ahl.com.au).

7.2 Anyone who has further confidentiality concerns has the option of reporting disclosures anonymously either by leaving a detailed message on the Confidential Alert Line - (02) 9373 6629, which is a confidential voicemail service available to receive calls. Alternatively employees can send an e-mail, by following the links on the AHL Intranet under 'AHL Whistleblowing', or by e-mailing [alert@ahl.com.au](mailto:alert@ahl.com.au). Both of these message services will be reviewed once a week by one or both of the AHL Incident Managers.

Legislative protections (if any) for whistleblowers may not apply to reports made anonymously. Posters detailing how employees can report incidents of concern will be displayed on the staff noticeboard at every cinema, hotel or office that AHL or one of its subsidiaries operates from.

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## **8. PROCEDURES FOLLOWING DISCLOSURE**

Once a report of a suspected Reportable Conduct has been received from an individual who provides reasonable grounds for their belief that Reportable Conduct has occurred, an investigation of those allegations will commence. Where the Reportable Conduct does not relate to a Corporations Law breach (which may be subject to statutory confidentiality limitations), it will be followed by a report on the findings to the AHL Board and finally by any actions that may be required as a result of the findings.

### **8.1 Receiving a Report**

On receiving a report the relevant AHL Incident Managers will have an obligation to examine the immediate welfare and protection needs of the whistleblower if identified.

### **8.2 Investigations**

The object of an investigation is to collate information relating to the allegation as quickly as possible, to consider the information collected and to draw conclusions based on the evidence in a manner that is objective and impartial.

The AHL Incident Managers will determine the appropriate method for the investigation to occur. In appropriate cases, and on a basis that appropriately protects confidentiality, this may involve:

- The Group Internal Audit Manager, based on information provided by the AHL Incident Manager.
- An appropriate external investigator such as lawyers or accountants.

### **8.3 Reporting**

At the conclusion of their investigations, the Group Internal Audit Manager or the external investigator (if they are involved) will prepare a report of the findings to the AHL Incident Manager.

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## **8.4 Actions Taken**

Subject to any statutory confidentiality limitations, at the conclusion of the investigation the relevant AHL Incident Manager will prepare a report to the AHL Board.

Where the final report indicates that the Reportable Conduct has occurred, the final report will include recommendations for steps to be taken to prevent the conduct from occurring in the future as well as any action that should be taken to remedy any harm or loss arising from the conduct including disciplinary proceedings against the person responsible for the conduct and the referral of the matter to appropriate authorities as is deemed necessary.

## **8.5 Communications to the Whistleblower**

The relevant AHL Incident Manager will ensure that the whistleblower is kept informed of the outcomes of the investigation of his/her allegations, subject to the considerations of privacy of those against whom allegations are made.

## **9. REPRISALS**

AHL will not allow or tolerate any reprisals, harassment or victimisation against any actual or suspected whistleblower.

All employees, managers and directors of AHL have an important role to play in supporting those who have made a disclosure. Where it is noted or reported that an employee, manager, director or contractor who has made a disclosure, or is suspected of making a disclosure has been or is suspected to have been personally disadvantaged by either:

- dismissal;
- demotion;
- any form of harassment;
- discrimination; or
- current or future bias,

the relevant AHL Incident Manager will immediately report the matter in writing to the AHL Managing Director, and disciplinary action may follow.

In certain circumstances, victimisation (as described above) of a whistleblower or person associated with the whistleblower is a criminal offence and the offender may also be liable to compensate the whistleblower/victim for any damages suffered as a result of the victimisation.

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## 10. WHISTLEBLOWER'S LIABILITY

A whistleblower remains liable for his or her own conduct that may constitute Reportable Conduct. AHL has no power to offer any person immunity against prosecution in the criminal jurisdiction, nor does AHL have any authority to reduce the penalty applicable if the conduct disclosed is criminal.

## 11. FALSE ALLEGATIONS

AHL is committed to the protection of genuine whistleblowers against any form of reprisal. However, where it is shown that a person purporting to be a whistleblower has made a false report of Reportable Conduct, then that conduct itself will be considered a serious matter and may render the person concerned subject to disciplinary proceedings.

## 12. REVIEW

The content of this Policy shall be reviewed annually by the AHL Company Secretary to ensure continued compliance with law, AS8400 and the efficacy of the policy generally. In particular the Company Secretary will have regard to complaints, reports and recommendations made regarding compliance with this Policy including the investigations undertaken and the impact on whistleblowers personally. Any amendments to the Policy shall be approved by the AHL Audit Committee.

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