



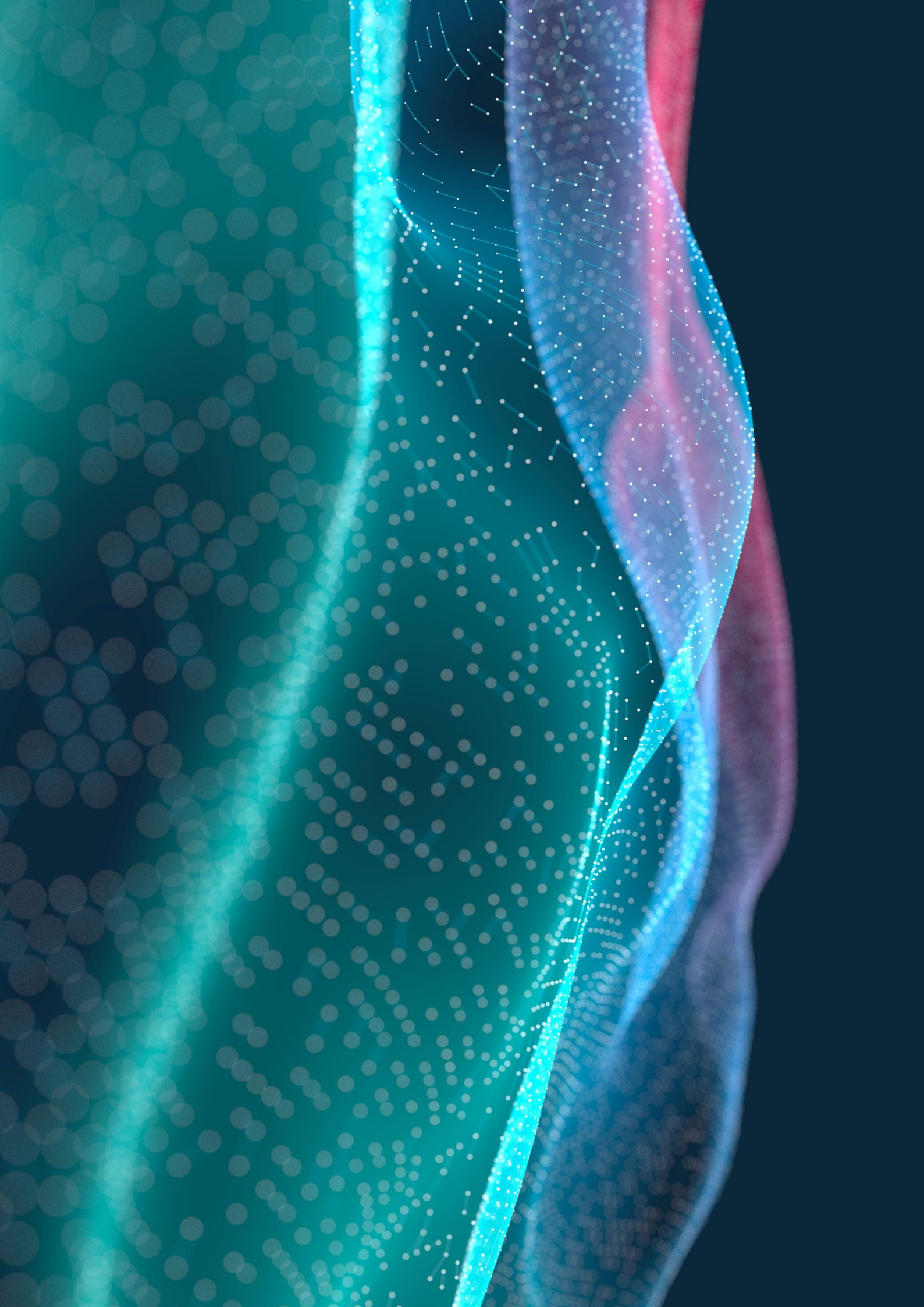
# Group Conduct Reporting & Whistleblower Policy

External Version

Apr 2022

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# Introduction

## 1. Background

- 1.1. QBE is committed to a culture grounded in respect, openness, personal accountability, trust and integrity in our business conduct. The QBE Code of Ethics and Conduct sets out the standards of professionalism and conduct expected. We take seriously any conduct that fails to meet these expectations.
- 1.2. Several avenues exist to raise or discuss conduct concerns. This document encourages and supports the raising of concerns and provides guidance regarding the reporting channels. It further sets out QBE's overarching principles and approach to Reportable Conduct ([see definitions](#)), including whistleblowing, and is to be read in conjunction with any specific information based on the location of the reporter.
- 1.3. Employees who receive and manage concerns captured by the Group Conduct Reporting & Whistleblower Policy (the 'Policy') are also required to read and apply any relevant Group and divisional standards and processes.

## 2. Purpose

- 2.1. The purpose of this Policy is to:
  - a. establish global principles for QBE's approach to managing disclosures of suspected or actual Reportable Conduct
  - b. indicate the available channels for reporting and outline the processes to be followed upon receipt of alleged Reportable Conduct
  - c. explain how a person raising Reportable Conduct will be protected, including not being subjected to Detrimental Treatment ([see definitions](#))
  - d. support QBE's culture in conducting its business with honesty and integrity, and
  - e. outline consequences for non-compliance with this Policy.

## 3. Scope/Application

- 3.1. The Policy applies to all QBE employees, officers and directors ('employees'), excluding those based in International-European Operations locations (employees based in those locations are subject to a separate internal only policy or policies). Where supported, it may extend to contractors, contingent workers, brokers, suppliers, relatives of employees, former employees and similar.
- 3.2. This is the external version of QBE Group's Policy. Where required, location specific information for jurisdictions outside Australia are available in internal Appendices to the Group Policy and are subject to local legislative requirements in the relevant Division. Where there are additional or specific local requirements these will apply in addition to this Policy.
- 3.3. Non-employees with information about suspected or actual Reportable Conduct are encouraged to raise a concern. The extent to which this and local policies can be applied will however depend on the circumstances, such as the Reportable Conduct and applicable law.
- 3.4. If you have a query in relation to the interpretation or operation of this Policy, please contact Group Conduct at [conduct@qbe.com](mailto:conduct@qbe.com).

Employees and suppliers of any of QBE's Australian entities, including Group Head Office, should also refer to [Appendix C](#) - Whistleblowing Laws Australian entities.

'Eligible Recipients' do not need to be employed by or associated with an Australian entity and can include individuals of any of QBE's companies, including any of our related companies or any Divisions, as outlined in Appendix C. Please refer to Appendix C to confirm if you are captured by this and for further details, including definitions of these terms.



- 3.5. This Policy should be read in conjunction with other QBE policies, including but not limited to, the Code of Ethics and Conduct.

## Approach

### 4. Concerns about conduct

- 4.1. This Policy supports those who have concerns of Reportable Conduct based on Reasonable Belief ([see definitions](#)).

#### ***Reasonable Belief***

- 4.2. A Reasonable Belief is one held by an individual based on observation, experience or information known to that individual, which can be objectively justified and would be held by a reasonable person in the same circumstances.

### 5. Reportable Conduct

- 5.1. It is important to distinguish between matters treated as Reportable Conduct, that are covered by this Policy, and other matters, such as personal work-related grievances, that are not. This is to ensure concerns raised can be managed appropriately.

#### ***Reportable Conduct addressed by this Policy***

- 5.2. Reportable Conduct is suspected or actual wrongdoing, which you have Reasonable Belief has occurred, is ongoing or likely to occur.
- 5.3. The following are examples of (but not limited to) the types of conduct or activities that fall within this Policy:
- a. a breach of any law (e.g., theft, drug sale/use, violation of human rights, violence or threatened violence and property damage); or the commission of any criminal offence
  - b. a failure to comply with, or breach of, legal or regulatory requirements or professional obligations
  - c. dishonest or corrupt conduct (e.g., offering or accepting a bribe)
  - d. conduct that endangers (or may endanger) public health, safety or the environment
  - e. financial malpractice, financial irregularities, money laundering, misappropriation of funds, impropriety, deception, forgery or fraud
  - f. conduct or activity that may cause financial or non-financial loss or may otherwise be detrimental to the interests, financial position, or reputation of QBE (e.g., substantial mismanagement of QBE's resources or impeding internal or external audit processes)
  - g. misuse of information (e.g., improper access or release, insider trading or breach of privacy)
  - h. experience of, or being threatened with, retaliation or Detrimental Treatment due to raising, or intending to raise, a concern, and
  - i. deliberate concealment, discouragement or knowingly delaying the reporting of the above.
- 5.4. If you have a Reasonable Belief relating to any of the above or any other suspected or actual wrongdoing, then you should report this promptly and without delay. A failure to do so may result in disciplinary action in some jurisdictions.
- 5.5. If you are unsure if a breach of any QBE policy, including QBEs Code of Ethics and Conduct, should be disclosed or which channel is the most appropriate, please submit a confidential 'General query or ask for guidance' report through the Ethics Hotline

#### ***Issues and concerns not covered by this Policy***

- 5.6. The following issues and concerns are not considered Reportable Conduct and sit outside this Policy:
- a. personal work-related grievances related to your own personal circumstances. These should be reported using local HR processes. Examples include, but are not limited to:
    - o disagreements or disputes between you and another employee



- o decisions relating to your engagement, promotion, remuneration, suspension, terms of employment, demotion or termination of employment or related issues (unless this is due to Detrimental Treatment for reporting concerns)
  - b. immediate threats to life or property
  - c. customer complaints, and
  - d. issues and incidents managed through QBE's risk systems.
- 5.7. Please refer to QBE's website, or if you are an employee, to relevant internal policies and documents for further information in respect to the above issues and concerns. In an emergency, such as an immediate threat to life or property, please contact relevant emergency services.

### **Mixed Concerns**

- 5.8. Not all reports will fall easily into a neat either/or category, for example a personal work-related grievance or Reportable Conduct. Some may take the form of a 'mixed' report. In these instances, QBE will respond with the most appropriate approach based on the nature of the disclosure.

## **6. Protections**

- 6.1. QBE is committed to protecting reporters. Those protections can broadly be described as a positive obligation to keep a reporter's identity confidential to the extent possible, with reasonable steps taken to prevent identification, and to protect a reporter from being subject to any Detrimental Treatment.
- 6.2. Detrimental Treatment includes, but is not limited to, dismissal, demotion, disciplinary action, discrimination, harassment, intimidation, reprisals, disadvantage, retaliation, victimisation, threats, or other unfavourable treatment connected with disclosing Reportable Conduct.
- 6.3. Similarly, employees must not subject anyone to Detrimental Treatment, or threaten to do so, because they made, or intend to make, a disclosure. If employees are involved in such activity, they may be subject to disciplinary action.
- 6.4. Employees must not seek to identify a reporter at any stage, including after an investigation has concluded.
- 6.5. You may still qualify for protection even if the allegations in your disclosure are incorrect, if your report was based on a Reasonable Belief.
- 6.6. In circumstances where a report does not qualify for protections, it may still be treated as protected at the discretion of QBE and the principles of this Policy would apply.
- 6.7. Some disclosures of Reportable Conduct will be eligible for further protections under local legislation, generally referred to as 'whistleblowing protections'. Please also refer to Appendices for additional information based on your location, including any qualifying criteria and requirements.
- 6.8. A person who raises a concern who is implicated in any Reportable Conduct, may not be entitled to all the protections outlined within this Policy.

## **7. Channels through which to raise a concern**

- 7.1. Several channels exist to raise or discuss concerns. Depending on the nature of your concern these could include your manager, Human Resources (HR), Compliance, Risk, Internal Audit or any team or individual responsible for managing Reportable Conduct in your location (also see [Nominated Individuals](#) below). The majority of concerns can and are resolved through these channels and help to identify and address issues as early as possible.
- 7.2. If you would prefer not to raise a concern with your manager or other internal team, or you have already raised this and do not believe your concerns have been properly or adequately addressed, investigated and/or remediated, an alternative reporting channel is the [Ethics Hotline](#) as outlined below.



### ***Nominated individuals***

- 7.3. In some locations specific individuals are nominated to receive disclosures of Reportable Conduct (for example, Eligible Recipients in Australia). It is important to consult location specific information before choosing a channel or individual.

### ***Ethics Hotline***

- 7.4. The QBE Ethics Hotline is an independent third-party reporting service provided by NAVEX Global.
- 7.5. Reports can be made anonymously to the QBE Ethics Hotline, however, in some countries you can only raise a concern anonymously in limited circumstances.
- 7.6. The service provides reporters the ability to communicate confidentially with the QBE individual managing their report including where it has been made anonymously.
- 7.7. Subject to where you are based, the Ethics Hotline can be accessed via a web page, phone, and QBE's intranet toolbox (see [Appendix B](#) for details).
- 7.8. This channel can also be used if you have previously raised Reportable Conduct through another channel which to the best of your knowledge was not adequately addressed or resolved or you were discouraged from raising.
- 7.9. Subject to location, the Ethics Hotline is available for external reporters.
- 7.10. Concerns submitted to the Ethics Hotline are not automatically deemed Reportable Conduct or whistleblowing and may not fall within this Policy. QBE reviews each submission and refers matters to relevant teams as needed, or as per local legislation.

## **8. Information that should be provided**

- 8.1. Reporters are encouraged to provide as much information as possible to assist QBE's assessment and any investigation that may follow. This can include, but is not limited to,
- a detailed account of the Reportable Conduct, including when it occurred or is likely to occur
  - names and/or titles of those believed to be engaging in Reportable Conduct
  - names of witnesses or individuals who may be able to provide additional information
  - any evidence you are able to provide or point to (this can be uploaded to the Ethics Hotline through the 'Attachments' section of a submitted report or another chosen channel such as via email).
- 8.2. If you are providing supporting material and (where legally permitted) are opting to do so anonymously, please ensure any data that could identify you is removed, including personal and metadata (for example who created the file).
- 8.3. In short, please provide as much of the 'who, what, when, where and why' as you can.
- 8.4. It is also helpful if you advise that you are making a disclosure under this Policy.

## **9. Anonymous reporting**

- 9.1. Subject to local restrictions, there is no obligation for you to disclose your identity and if you choose not to, QBE will respect that decision. However, QBE encourages you to share your identity when reporting concerns. This allows QBE to better understand the context of the report, follow up with you directly to clarify information or ask additional questions, and understand how the outcome of an investigation may impact you.
- 9.2. An anonymous disclosure may impact our ability to provide the same level of practical support than if you had provided your identity.

## **10. Confidentiality**

- 10.1 QBE is required to keep any reports about Reportable Conduct confidential, to the extent possible and to the extent permitted and required by law. Some information will be disclosed to enable investigation of the matter, to report appropriately on the outcomes of the investigation, and for suitable action to be recommended.



- 10.2. If you do decide to disclose your identity, those handling your report will keep your identity confidential to the extent possible and as required by local law, irrespective of which channel you used to raise your concern. Measures to protect your confidentiality are in place. There may be occasions where the nature of an investigation may link matters back to you. If this is the case, you will be advised and any parties to the matter appropriately cautioned regarding Detrimental Treatment.
- 10.3. If you have shared information about Reportable Conduct with others previously or have been provided with information on a confidential basis, it would be useful to clarify this in your report as this will assist us in determining our approach.

## 11. Investigations of Reportable Conduct

- 11.1. Once you have made a report, you will receive an acknowledgement and as appropriate, details of what further steps will be taken.

### **Review & Assessment**

- 11.2. Each disclosure is reviewed and assessed to determine the most appropriate response under this Policy.
- 11.3. Outcomes of the initial review and assessment may include:
- a recommendation to instigate an investigation
  - that the information is unclear or insufficient to proceed, in which case additional information may be requested
  - referral to another team, channel or Division as the matter is determined to not be a disclosure of Reportable Conduct
  - confirmation as a previously investigated and adequately resolved matter, or
  - a determination the report is knowingly untrue or frivolous.
- 11.4. If concluded that the alleged Reportable Conduct was known to be untrue, employees may be subject to disciplinary action where appropriate.

### **Investigation**

- 11.5. Investigations will be conducted in an independent, unbiased and timely manner.
- 11.6. QBE will determine the:
- nature and scope of the investigation
  - person(s) within and/or outside the entity that should lead the investigation
  - nature of any technical, financial, or legal advice that may be required to support the investigation, and
  - timeframe for the investigation.
- 11.7. We will keep you informed of the progress of any investigation to the extent appropriate and its likely timeframe. We will also provide you with appropriate feedback following the conclusion of any investigation. Sometimes the need for privacy and confidentiality may impact the level of detail we are able to provide relating to the investigation or any disciplinary action taken as a result. Where the report has been made anonymously, we will only be able to share very limited information.

### **Escalations**

- 11.8. There may also be a need to notify or escalate concerns to an individual(s), committee, Board, Group, or the Group Whistleblowing Committee. This can occur at any stage of the process.

## 12. Privacy

- 12.1 Any personal data QBE, or NAVEX Global collect will be processed for the purposes of investigating a report. QBE will handle personal data in accordance with applicable privacy laws and our privacy policies - <https://www.qbe.com/privacy-policy>.





## 13. Making reports to external bodies

13.1. While you are encouraged to first raise your concerns internally, nothing in this Policy is intended to hinder reporting possible violations of law or regulation to any governmental agency or entity or making other disclosures that are protected under the whistleblower provisions of relevant law or regulation. QBE employees may also be legally required to report certain matters to government or regulatory authorities.

## 14. Consequences of non-compliance

14.1. Subject to your location, failure to comply with this Policy may result in disciplinary action where appropriate, which may include termination of employment and/or significant regulatory enforcement action, fines, serious reputational damage and criminal charges, for example for a deliberate or wilful failure to report or refer concerns or breaching confidentiality.

14.2. Employees must not be subjected to Detrimental Treatment as a result of reporting any concerns. If Detrimental Treatment against an employee taken by another employee is proven, disciplinary action, including possible termination of employment may occur. In some jurisdictions, Detrimental Treatment can result in personal civil liability.

## 15. Divisional adoption & reporting

15.1. Divisions are required to report on the outcomes of Reportable Conduct and whistleblowing investigations (de-identified as required) to the Group Conduct and Risk Culture team for the purposes of Group Board/Committee reporting.

## 16. Responsibilities

### ***Group Board Audit Committee***

16.1. The Group Board Audit Committee is responsible for:

- a. reviewing and approving this Policy
- b. considering and commenting as needed on regular reports from the Chief Compliance Officer, and
- c. setting the requirement for an open, transparent and safe working environment where employees can raise concerns without Detrimental Treatment.

### ***Group Whistleblowing Committee***

16.2. The Group Whistleblowing Committee is responsible for:

- a. assessing and acting on Group or Group Head Office reports which are either of a serious nature or involve senior management or executives
- b. overseeing and/or managing matters that are escalated to them, in particular complex, multi-jurisdictional and/or recurring and related cases, and
- c. overseeing reports received across the Group to assess trends or potential knowingly untrue or frivolous reporting.

16.3. The committee currently consists of the Chief Compliance Officer, Group Executive, People and Culture, Group General Counsel & Company Secretary, Group Head of Internal Audit, with the Group Head of Conduct & Risk Culture acting as Committee Secretariat.

### ***CEOs and managers***

16.4. CEOs and managers, both at Group and within the Divisions and functions, are responsible for:

- a. supporting and actively promoting the reporting of all actual or suspected cases of wrongdoing, and
- b. treating any reports made by employees seriously and in accordance with this Policy.



### ***Teams responsible for receiving and managing Reportable Conduct***

- 16.5. Group/divisional teams who receive and manage Reportable Conduct are responsible for:
- a. implementing this Policy and ensuring it is adhered to
  - b. ensuring employees are aware of the Group Conduct Reporting & Whistleblowing Policy and any divisional Whistleblowing Policies
  - c. ensuring and maintaining confidentiality of reported matters
  - d. providing the necessary support for employees who raise concerns based on Reasonable Belief, whether they are subsequently proven true or not
  - e. reviewing and where needed improving the systems and processes in place, and
  - f. referring matters to relevant individuals and teams, including where they do not fall within this Policy.

### ***Employees***

- 16.6. Employees are responsible for:
- a. complying with all requirements within this Policy
  - b. completing all required learning related to this Policy on time and attending and proactively engaging in relevant training sessions
  - c. reporting and/or referring Reportable Conduct, including whistleblowing matters, using available channels including the QBE Ethics Hotline, and
  - d. cooperating with investigations, which includes responding to reasonable and lawful requests for information, participating in interviews, and keeping the details of investigations confidential where such requirement is permitted by law.



## 17. Definitions

17.1. For the purpose of this Policy and appendices, the following definitions and acronyms apply.

Australian Whistleblower Protection Laws	Refers to the whistleblowing amendments made to the Australian Corporations Act 2001 (Cth) and the Taxation Administration Act 1953 (Cth) and effective 1 January 2020.
Controlled Entity	As defined in Australian Accounting Standard AASB 10. Each Controlled Entity is deemed to be part of a Division. Controlled Entities include all QBE insurance and (re)insurance companies, agencies and service companies.  Note: A Controlled Entity / entity may be defined differently or broader depending on Division.
Division	One of QBE Group's operating divisions, including: <ul style="list-style-type: none"> <li>○ A USPAC (Australia, New Zealand and the Pacific)</li> <li>○ International - European Operations and Asia</li> <li>○ North America</li> <li>○ Equator Reinsurances Limited and any other reinsurance entities, and</li> <li>○ Group Head Office including the Group Shared Services Centre.</li> </ul> References to a Division also apply to countries forming part of that Division.
Detrimental Treatment	Detrimental Treatment includes, but is not limited to, dismissal, demotion, disciplinary action, discrimination, harassment, intimidation, reprisals, disadvantage, retaliation, victimisation, threats, or other unfavourable treatment connected with disclosing Reportable Conduct.
Reasonable Belief	A Reasonable Belief is one held by an individual based on observation, experience or information known to that individual, which can be objectively justified and would be held by a reasonable person in the same circumstances.
Reportable Conduct	Reportable Conduct is suspected or actual wrongdoing, which you have Reasonable Belief has occurred, is ongoing or likely to occur.
Teams responsible for receiving and managing Reportable Conduct	Depending on the location, different teams, sub-teams and nominated individuals are responsible for receiving and managing Reportable Conduct and whistleblowing. These can include, but are not limited to: <ul style="list-style-type: none"> <li>○ Compliance</li> <li>○ Conduct</li> <li>○ Corporate Investigations Unit</li> <li>○ Employee Relations</li> <li>○ Financial Crime Advice</li> <li>○ Human Resources</li> <li>○ Internal Audit</li> <li>○ Legal</li> <li>○ Risk</li> <li>○ Eligible Recipients, and/or</li> <li>○ Internal Prescribed Persons.</li> </ul>
Tier Administrator/s	Individuals with access to the Ethics Hotline and tasked with responsibility for oversight and management of the Hotline.
QBE	QBE Insurance Group Limited and its Controlled Entities.
Victimisation	Victimisation is conduct that causes any detriment to another person (or conduct that constitutes making a threat to cause detriment to another person) where the reason (or part of the reason) for the conduct is a belief or suspicion that the other person (or any other person) made, may have made, proposes to make, or could make a disclosure of improper conduct.



## Appendix B: Ethics Hotline Access Details

The Ethics Hotline can be accessed via:

- i. the web page [here](http://www.qbe.ethicspoint.com/) (http://www.qbe.ethicspoint.com/) either
  - o directly yourself, or
  - o by asking your manager or other nominated person to do so on your behalf
- ii. phone for eligible locations, with relevant local numbers available by selecting your location on the web page or referring to the below table (if you experience any difficulties connecting, please utilise the above access methods instead), or
- iii. QBE's intranet toolbox if you are an employee, which leads you to the web page.

After you complete your report you will be assigned a unique code called a "report key". Write down your report key and password and keep them in a safe place. Use your report key and password to check your report for feedback or questions.

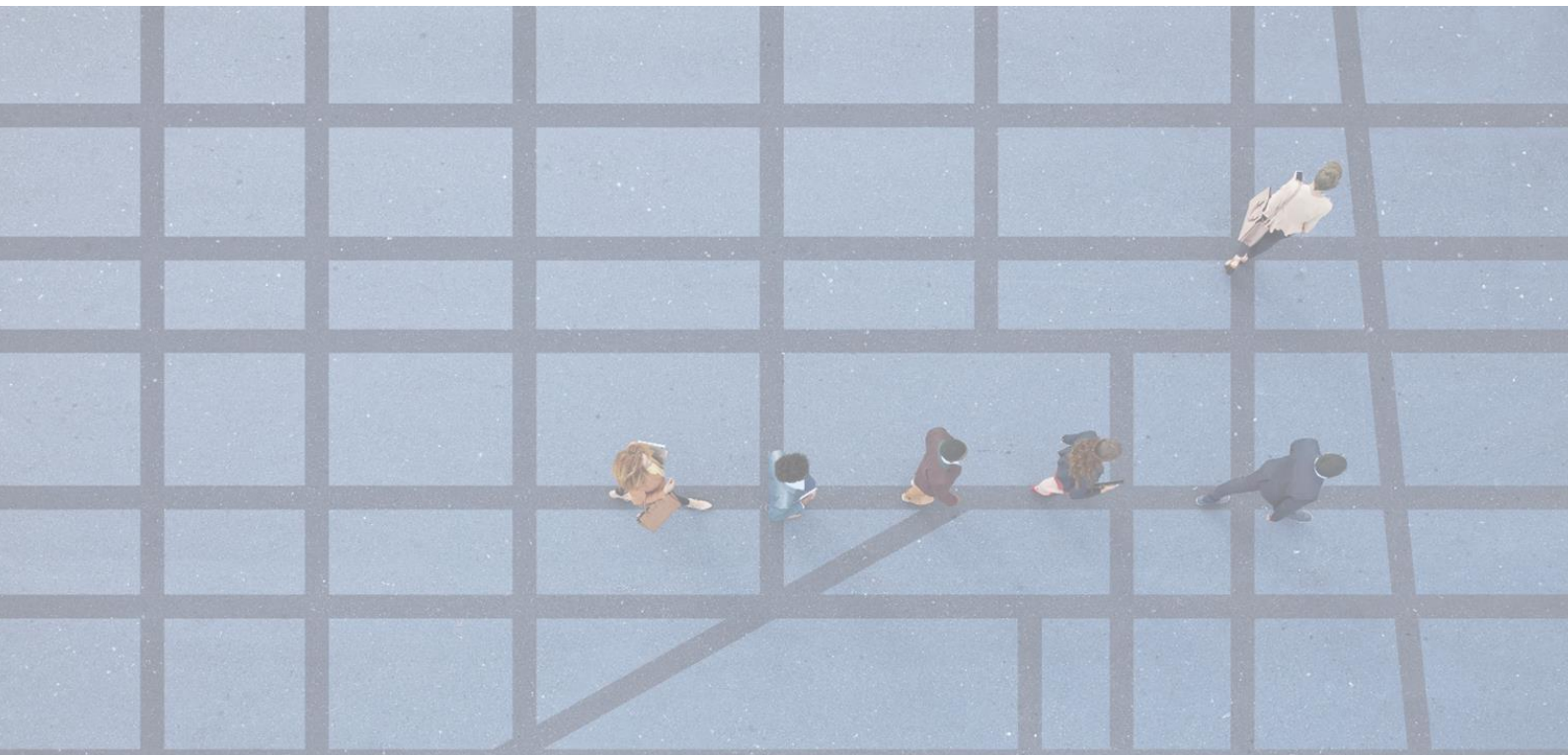
<b>Ethics Hotline Phone Numbers</b>		
Global Inbound Services (GIS)		International Toll-Free Service (ITFS)
Location	Number	From an outside line dial the...
Australia & Group Head Office Australia	1-800-290-997	ITFS number for your location
Fiji Islands	00-800 2631	OneConnect number for your location
Hong Kong	800-93-2266	direct access number for your location
	At the English prompt dial 844-241-6854	
India	000-117	direct access number for your location
	At the English prompt dial 844-241-6854	
Ireland	00-800-222-55288 (UIFN)	dial the direct access number for your location
	1-800-550-000	
	At the English prompt dial 844-241-6854	
Malaysia	1-800-80-0011	direct access number for your location
	At the English prompt dial 844-241-6854	
New Zealand & Group Head Office New Zealand	000-911	direct access number for your location
	At the English prompt dial 844-241-6854	
Papua New Guinea	00-086-1243	From an outside line dial the GIS number for your location
Philippines	1010-5511-00 (PLDT - Tagalog Operator)	From an outside line dial the direct access number for your location
	105-11 (Globe, Philcom, Digitel, Smart)	
	At the English prompt dial 844-241-6854	



Singapore	800-001-0001 (StarHub)	From an outside line dial the direct access number for your location
	800-011-1111 (SingTel)	
	At the English prompt dial 844-241-6854	
UK	0808-234-9393	From an outside line dial the ITFS number for your location
United States of America	1-844-241-6854	From an outside line dial direct for your location
Vietnam	1-201-0288	From an outside line dial the ITFS number for your location
	1-228-0288	
	At the English prompt dial 844-241-6854	

Bermuda	Reports may only be filed online for these locations.
French Polynesia	
Macau	
New Caledonia	
Solomon Islands	
Vanuatu	

Belgium	Concerns for the following locations are currently not being accepted through the Ethics Hotline. Please contact your local management to submit your concern.  You will be advised when this service is available to you.
Canada	
Denmark	
France	
Germany	
Italy	
Spain	
Sweden	
Switzerland	





# Appendix C: Whistleblowing laws – Australian entities

## Overview

### 1. Purpose

- 1.1 The purpose of this Appendix is to ensure QBE's Australian entities comply with the Australian Whistleblower Protection Laws and underline the importance of detailing QBE's approach in handling matters that are within the scope of this policy.
- 1.2 The Whistleblower Protection Laws aim to:
- encourage and protect Eligible Whistleblowers from victimisation,
  - maintain their confidentiality,
  - prevent fraud and corporate wrongdoing, and
  - strengthen corporate compliance.
- 1.3 This Appendix applies (and a report will be defined as a Protected Disclosure, which are known as 'qualifying disclosures' under Australian Whistleblower Protection Laws) when:
- the whistleblower is an **Eligible Whistleblower**, and
  - their disclosure is made to a **prescribed body** or an **Eligible Recipient**, and
  - their disclosure relates to a **Disclosable Matter**.
- 1.4 If the report is not defined as a Protected Disclosure, it may, in some circumstances, be managed as a whistleblowing report and the principles of the Policy may still apply.

### 1.5 Who is an 'Eligible Whistleblower'?

An Eligible Whistleblower is a person who is a current or former officer, employee, secondee or volunteer, an individual that has provided goods or services, an agent, an associate or a dependant or relative of any of these individuals of any Australian QBE entity ('Australian whistleblowers').

Note: An Eligible Whistleblower can be employed by an Australian entity but not actually be located in Australia.

### 1.6 Who are 'Eligible Recipients'?<sup>1</sup>

Disclosures must be made to 'Eligible Recipients' or prescribed bodies. A prescribed body may be the Australian Securities and Investments Commission ([ASIC](#)), the Australian Prudential Regulation Authority ([APRA](#)), and in relation to tax affairs, the Commissioner of Taxation.

Eligible Recipients do not need to be employed or associated with an Australian entity and can be any of the following individuals of any of QBE's companies, including any of our related companies or any Divisions:

- an officer/director or senior manager; (Board, CEO & CEO-1)\*
- an auditor, or member of an audit team conducting an audit (both internal and external);
- an actuary;
- any of QBE's tax agents (for concerns relating to tax affairs);
- the QBE Ethics Hotline (see Appendix B for access details);
- any other authorised person. For the purpose of this Appendix, individuals authorised by QBE to receive a Disclosable Matter are Australia based employees from the following functions:
  - Group Conduct and Risk Culture
  - Corporate Investigations Unit
  - Financial Crime Advice
  - Employee Relations
  - senior employees of Compliance, Risk, Legal and Human Resources (GEC-2)\*

\* excluding Executive Assistants

<sup>1</sup> Disclosures that qualify for protection can also be made to a legal practitioner for the purposes of obtaining legal advice.



- 1.7 All contact details for internal Eligible Recipients can be found in QBE systems such as QUBE or Workday. A discloser who is not employed with QBE is encouraged to utilise the Ethics Hotline. When making a report to an eligible recipient we encourage you to identify that you are intending to make the disclosure under this Policy.

1.8 **What is a 'Disclosable Matter'?**

Disclosable Matters are where there are reasonable grounds to suspect (or Reasonable Belief) of the following:

1. The information being disclosed concerns 'misconduct' and/or an 'improper state of affairs or circumstances.' These terms are broadly defined but can include failure to comply with a legal duty, gross mismanagement or waste, dishonest or unethical behaviour, fraud or other type of criminal behaviour, negligence, breach of trust, or breach of duty; and/or
2. The information being disclosed indicates that QBE (any of its companies, officers or employees) have engaged in conduct that would:
  - be an offence under Australian banking and / or financial legislation and regulation (typically any legislation or regulation regulated by ASIC or APRA);
  - constitute an offence against any other law of the Commonwealth where prison for a period of 12 months or more is the punishment; and
  - represent a danger to the public or the Australian financial system.
3. The information being disclosed relates to misconduct or an improper state of affairs that relate to tax matters under the Tax Administration Act.

- 1.9 Disclosures that are not about 'Disclosable Matters' do not qualify for protection under the Corporations Act, (or the Taxation Administration Act, where relevant), however QBE encourages employees to speak up in circumstances based on a Reasonable Belief. Disclosures can still qualify for protection even if their disclosure turns out to be incorrect, as long as the discloser had a Reasonable Belief the information being disclosed was a Disclosable Matter.

## **2. Whistleblower Policy availability**

- 2.1. This information is:
- contained in QBE's Group Conduct Reporting & Whistleblower Policy which is available on QUBE; and
  - made available, on request, from QBE, including in hard copy; and
  - accessible on QBE's public website, [www.qbe.com](http://www.qbe.com) and [www.qbe.com/au](http://www.qbe.com/au) – to ensure suppliers and other third parties are informed about making reports.

## **3. Personal work-related grievances**

- 3.1. Unless an exception applies, a personal work-related grievance is not a Disclosable Matter. A personal work-related grievance that is not a Disclosable Matter should be reported using local processes.
- 3.2. Some personal work-related grievances can involve very serious wrongdoing and will entitle the discloser to protection. This includes grievances that:
- concern a detriment to the discloser caused by alleged victimisation;
  - have been made to a legal practitioner to obtain legal advice; or
  - have significant implications for QBE and concern alleged conduct that could be an offence or contravention as set out in this Policy.

## **4. Public interest and emergency disclosures**

- 4.1. Public Interest Disclosures may be made to a journalist or a member of an Australian Parliament in certain, limited cases (excluding tax matters), if the following conditions are met:





- a) a Protected Disclosure has been previously made to a prescribed body; and
  - b) at least 90 days has passed since the first disclosure was made (not applicable to emergency disclosures); and
  - c) there are reasonable grounds to believe that action is not being or has not been taken to address the disclosed matter; and
  - d) written notification has been provided to the prescribed body to which the previous disclosure was made, providing sufficient detail to identify the previous disclosure, and explaining that there is an intent to make a Public Interest Disclosure (or Emergency Disclosure).
  - e) the information disclosed is no greater than is necessary to inform the recipient of the matter.
- 4.2. To make a Public Interest Disclosure, in addition to the above, the discloser has reasonable ground to believe that making a further disclosure of the information would be in the public interest.
- 4.3. To make an Emergency Disclosure, in addition to the above (excluding 4.1 b), there must be reasonable grounds to believe that the information to be disclosed concerns substantial and imminent danger to the health or safety of one or more people or to the natural environment.
- 4.4. QBE encourages any potential discloser to obtain their own legal advice before reporting any concern to a journalist or a member of an Australian Parliament.

### **5. Anonymous disclosures**

- 5.1. Protected Disclosures can be made anonymously. QBE encourages disclosers to provide their details as this allows QBE to better understand the context of the disclosure, however there is no obligation for Eligible Whistleblowers to disclose their identity. It is suggested that a discloser maintain communication with the entity should further information be required.
- 5.2. The QBE Ethics Hotline ('Hotline') is provided specifically for this purpose. It is an independent and confidential reporting service, including for whistleblowing, that can be used by those who feel unable to report conduct or concerns to Eligible Recipients.
- 5.3. Reports can also be made to Eligible Recipients either anonymously or by an Eligible Whistleblower identifying themselves to the Eligible Recipient and then requesting anonymity from them.
- 5.4. Where the Eligible Whistleblower has identified themselves but requested anonymity, the Eligible Recipient must ensure the identity of the Eligible Whistleblower is protected and not disclosed.
- 5.5. A discloser can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised and may refuse to answer questions that they feel could reveal their identity at any time, including during follow-up conversations.

### **6. Confidentiality**

- 6.1. QBE will keep a discloser's identity (or information likely to lead to their identity) confidential, except in the following circumstances:
- the discloser consents to this information being disclosed; or
  - during the investigation process, QBE is permitted to disclose information (other than the identity of the discloser) that is reasonably necessary for the purposes of investigating the disclosure. In such a case QBE will take reasonable steps to reduce the risk of the discloser being identified; or
  - QBE needs to disclose this information to obtain confidential legal advice or representation; or
  - the disclosure is made to ASIC, APRA, or a member of the Australian Federal Police.
- 6.2. It is illegal to identify a discloser or disclose information that is likely to lead to their identification, outside the above exceptions. If any person receives information about the identity of a discloser (whether indirectly or directly), they must keep that information confidential (except in the circumstances permitted above).



## **7. Eligible Whistleblowers' rights**

- 7.1. Eligible Whistleblowers will be protected from Victimisation ([see definitions](#)) and/or Detrimental Treatment.
- 7.2. QBE does not tolerate Detrimental Treatment of an Eligible Whistleblower and is committed to protecting persons from being victimised in the workplace as a result of an actual or potential disclosure. QBE will assess the risk of detriment or victimisation and take such steps and actions as may be necessary.

### 7.3. **What is victimisation?**

Victimisation is conduct that causes any detriment to another person (or conduct that constitutes making a threat to cause detriment to another person) where the reason (or part of the reason) for the conduct is a belief or suspicion that the other person (or any other person) made, may have made, proposes to make, or could make a disclosure of improper conduct.

Examples of Detrimental Treatment include, but are not limited to:

- dismissal or demotion of an employee;
- injury of an employee in their employment;
- changing an employee's position or duties to their disadvantage;
- discrimination between an employee and other employees of QBE;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person's property;
- damage to a person's reputation;
- damage to a person's business or financial position; or any other damage to a person.

## **8. Protections available at law, compensation and independent legal advice**

- 8.1. Where a Protected Disclosure is made, the Whistleblower Protection Laws provide that:
  - the discloser cannot be subject to any civil, criminal or administrative liability, for making a protected disclosure;
  - no contractual or other remedy may be enforced, and no contractual right may be exercised against the discloser based on the Protected Disclosure;
  - the discloser may be subject to civil, criminal or administrative liability for conduct that is revealed by the Protected Disclosure;
  - if the Protected Disclosure is to a regulator, or is a public interest or emergency disclosure as permitted under the law, the information is not admissible in evidence against the discloser in criminal proceedings, or in proceedings for the imposition of a penalty (except for proceedings in respect of providing false information).
- 8.2. An Eligible Whistleblower is entitled to seek compensation through the courts if:
  - they suffer a loss; and/or
  - QBE fails to prevent a person from causing detriment to them.
- 8.3. In these events, it is recommended that an Eligible Whistleblower should seek independent and external legal advice.

## **Report Management**

### **9. Investigation**

- 9.1. QBE will investigate all reports that it determines to be Protected Disclosures. Where disclosures have been made anonymously, QBE will be able to keep the discloser updated if the discloser maintains communication via their elected channel.



- 9.2. Investigations will be conducted by skilled individuals who hold roles in QBE with responsibility for managing whistleblowing reports. These individuals will be overseen by others who hold roles with responsibility for protecting or safeguarding Eligible Whistleblowers and for ensuring the integrity of QBE's whistleblowing program. Investigation outcomes, including findings, will be documented, and stored securely.
- 9.3. On occasions, specialised individuals may be required to assist with an investigation, for example: Human Resources, Tax, Corporate Investigation Unit, Compliance and/ or Legal. Group Internal Audit may also be required to assist on request in complex and confidential matters. Depending on the nature of the report, its complexity and / or sensitivity, external investigation firms and financial advisers may be engaged to assist.

## **10. Assessment**

- 10.1. The following process must be followed when a report is made directly to an Eligible Recipient:
- the Eligible Recipient must explain to the discloser that they can either submit their report to the Hotline directly, or that they will log the report into the Hotline on their behalf and encourage the discloser to use the Hotline going forward;
    - If the reporter opts to submit their report themselves, please agree on a timeframe and follow up to ensure this has occurred. If it has not been entered within the agreed time, please proceed with entering this.
- 10.2. For all disclosures, regardless of how they are made (to an Eligible Recipient or via the Hotline), the relevant Group Head Office (GHO) or AUSPAC Tier Administrator ([see definitions](#)), or relevant individual or committee the matter has been assigned to for review, will assess the report. This includes assessing whether the report:
- has been made by an Eligible Whistleblower; and
  - has been made to an Eligible Recipient; and
  - is a Disclosable Matter.
- 10.3. Consideration should also be given to whether the report is a personal work-related grievance, knowingly untrue or frivolous, incomplete or wide-ranging.
- 10.4. The GHO or AUSPAC Tier Administrator, or relevant individual the matter has been assigned to for review, will then determine whether the report:
- is a Protected Disclosure and an investigation should occur; or
  - is not a Protected Disclosure but still should be referred for investigation by the relevant business unit, for example Human Resources; or
  - is not a Protected Disclosure and investigation is not required.
- 10.5. Decisions on what to do with a report post-assessment must be endorsed by a member of Group Conduct or an AUSPAC Tier Administrator.

## **11. Knowingly untrue reports**

- 11.1. Employees who raise knowingly untrue reports may face disciplinary action, which in some cases could result in suspension or dismissal from QBE employment.

## **12. Incomplete, wide-ranging and/or non-specific reports ('incomplete reports')**

- 12.1. Where incomplete reports are received, further information should be sought from the discloser (either by the AUSPAC or GHO Tier Administrator or the Eligible Recipient).
- 12.2. If no further information is received, a decision can be made not to investigate the report.



12.3. Where possible, the reasons not to investigate should be provided to the discloser – either through the Hotline or via the Eligible Recipient.

### **13. Frivolous reports**

13.1. Where reports are received that raise concerns of a frivolous nature, QBE can decide not to investigate the report.

### **14. Investigation – Protected Disclosures**

14.1. Investigation of a Protected Disclosure must commence within seven business days of report receipt.

14.2. The AUSPAC or GHO Tier Administrator is responsible for nominating an Investigator and communicating with the Eligible Whistleblower (either through the Hotline or the Eligible Recipient) or providing the investigator with access to the case so they can directly communicate with the Eligible Whistleblower.

14.3. Employees of the company who are mentioned in Protected Disclosures, or to whom disclosures relate, are ensured fair treatment through the processes in place, including being provided an opportunity to respond to allegations where a matter progresses to investigation. Investigations will be conducted in a procedurally fair manner.

14.4. Depending on complexity, QBE aims to manage and investigate Protected Disclosures to an appropriate conclusion and remediation to take place within 60 business days. Ongoing reasonable explanations will be provided to the Eligible Whistleblower if the investigation is ongoing past this period.

### **15. Investigation – other disclosures**

15.1. Where a report is not defined as a Protected Disclosure, but recommended to be investigated by another business unit, the AUSPAC or GHO Tier Administrator must refer the disclosure to that business unit.

### **16. Communication**

16.1. Communications with an Eligible Whistleblower must occur securely and confidentially, using the Hotline if possible.

16.2. Where the Protected Disclosure is received by an Eligible Recipient, and the Eligible Whistleblower does not want the report logged in the Hotline, communications can take place between the two using agreed communication channels (secure email, telephone etc). Confidentiality must be maintained.

### **17. Support to the Eligible Whistleblower**

17.1. QBE will offer support to Eligible Whistleblowers while an investigation is conducted. For anybody currently working at QBE and their immediate family members this includes access to the employee assistance program REACH My Best.



