

Whistleblower Policy



Origin is committed to its Purpose, Values and Behaviours together with its Code of Conduct, which guide directors, employees and other people that act on behalf of Origin to perform their jobs in line with ethical standards and applicable legal requirements.

1 Purpose

Origin encourages the reporting of any instance or suspicion of misconduct or an improper state of affairs or circumstances involving its businesses and provides protections and measures so that those persons who make a report may do so confidentially and without fear of reprisal, victimisation or detriment.

To achieve this, this policy sets out:

- how to report whistleblower concerns;
- how the whistleblower will be protected from reprisal, victimisation or detriment; and
- the process for investigating and responding to whistleblower concerns reported under this policy.

2 Scope

This policy applies to a disclosure of information when a discloser has reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs or circumstances in relation to Origin or its related bodies corporate, including if employees, officers or contractors have engaged in:

- an illegal activity or breach of a relevant law, licence, code or regulation;
- conduct considered dangerous to the public or to the financial system; or
- any other misconduct, including but not limited to fraud, negligence, default, breach of trust, breach of duty, corruption, false accounting, misappropriation of funds and collusion with customers or suppliers, (**'Disclosable Matters'**).

A Disclosable Matter does not have to involve unlawful conduct.

This policy, and its related protections, does not generally apply to reports that are solely related to personal work-related grievances. See Attachment 1 for more information on personal work-related grievances.

The roles and responsibilities of key stakeholders under this policy are set out in Attachment 2.

3 Who the policy applies to

This policy applies to:

1. current and former employees and officers of Origin or a subsidiary company;
2. current and former suppliers and service providers to Origin or a subsidiary company or their employees;
3. current and former associates of Origin;
4. relatives, dependents, or dependents of the spouse of an individual referred to in 1 to 3 above.

For the purpose of this policy, any of the people above who make a disclosure relating to a Disclosable Matter to an Eligible Recipients (defined below) are described as **'Eligible Whistleblowers'**.

4 Who can receive a disclosure and how to make a disclosure

So that reports made under this policy can be appropriately escalated and investigated, Eligible Whistleblowers are requested to report their concerns by either contacting:

- the Company Secretary
- the Head of Risk Governance; or
- Origin's ConcernLine.

Eligible Whistleblowers may also raise the matter with an officer or senior manager of Origin, which includes a director, a member of the Executive Leadership Team (ELT) or one of their direct reports, or an auditor or actuary of Origin. Other parties to whom protected disclosures can be made are included in Attachment 1.

Together, these are '**Eligible Recipients**' of whistleblower reports for Origin.

An Eligible Whistleblower must make a disclosure of a Disclosable Matter directly to an Eligible Recipient to qualify for protections as a whistleblower under the Corporations Act.

Origin's ConcernLine is an external service that offers:

- telephone, email, web-based and facsimile reporting options, available at all times;
- the choice to have the concern dealt with in confidence or to remain anonymous; and
- the option for Eligible Whistleblowers to follow up their concerns, even if they remain anonymous to Origin.

ConcernLine	
Telephone	1800 780 104 / +61 3 6111 3588
Website	www.originconcernline.deloitte.com.au
Email	originconcernline@deloitte.com.au
Fax	+61 3 9691 8182
Mail	Origin ConcernLine, Reply Paid, 12628 A'Beckett Street, Victoria 8006

The Origin ConcernLine operator will provide the details of the disclosure to a person nominated by Origin to receive such reports.

Eligible Whistleblowers have the option to remain anonymous in their disclosures through the Origin ConcernLine, and anonymous disclosures will be protected. However, choosing to remain anonymous may impact Origin's ability to confirm information, conduct a thorough investigation and provide Eligible Whistleblowers with updates and/or monitor their wellbeing. An Eligible Whistleblower's name and contact details will only be provided to the Origin nominee by the Origin ConcernLine operator if it has the Eligible Whistleblower's consent.

Eligible Whistleblowers must have reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs or circumstances before reporting a concern, and they should be prepared to describe what, how, where and when the reported matter occurred as well as who was involved.

The protections in this policy will apply to disclosures made by an Eligible Whistleblower even if the matters disclosed were not correct, provided that there were reasonable grounds to suspect that the misconduct or an improper state of affairs or circumstances did exist.

5 Handling and investigating a disclosure

Origin's response to a disclosure will vary depending on the nature of the disclosure and the amount of information provided. Disclosures may be addressed and resolved informally or through formal investigation.

An Investigation Facilitation Officer will oversee the investigation so that it is conducted in a timely and confidential manner by appropriately trained people. If the report is not anonymous,

a Whistleblower Protection Officer may, with the Eligible Whistleblower's consent, be assigned to put in place protocols to safeguard the Eligible Whistleblower and ensure the integrity of the reporting mechanism. A Wellbeing Officer may also be assigned to monitor the Eligible Whistleblower's wellbeing. Where appropriate, Origin will provide the Eligible Whistleblower with feedback regarding the investigation's progress and/or outcomes.

The investigation will seek to gather relevant evidence to substantiate or refute the matters reported. The matter will be handled in a private and confidential manner and, where appropriate, under legal privilege.

Anyone implicated in a disclosure will be treated fairly and the matter investigated carefully to ensure that unsubstantiated or wrongly attributed disclosures do not harm innocent parties. Where appropriate and without breaching confidentiality, they will also be made aware of the allegations relating to or mentioning them, provided with an opportunity to respond and kept informed of the progress of the investigation.

The findings of the investigation will be made available through the Whistleblower Protection Officer, the ConcernLine or another way agreed with the Eligible Whistleblower. Origin will endeavour to provide feedback to the Eligible Whistleblower in approximately 7 days following the initial disclosure and every month thereafter through the ConcernLine. Origin will complete its investigation in a timely fashion, though the duration of the investigation may vary depending on the nature and complexity of the investigation and the information available including those provided by the Eligible Whistleblower.

Eligible Whistleblowers may be asked for additional information to assist an investigation. If the Eligible Whistleblower does not wish to provide this information, or it is not provided within a reasonable time, Origin will continue and be entitled to complete the investigation based on the information then available.

If the Eligible Whistleblower is not satisfied with the outcome of an investigation, he/she can contact an Eligible Recipient or the ConcernLine to ask for it to be reviewed.

If required, Origin staff members and their family also have 24/7 access to the Employee Assistance Program.

6 Protections for Eligible Whistleblowers

An Eligible Whistleblower will be protected from:

- any civil, criminal or administrative liability for making the report of a Disclosable Matter, although this does not prevent the Eligible Whistleblower from being subject to civil, criminal or administrative liability for the conduct of the Eligible Whistleblower revealed in a report;
- Origin exercising any contractual right, or seeking any contractual remedy against them on the basis that the Eligible Whistleblower made the report; or
- being subjected to any form of detriment or reprisal for making the report.

Protection of identity

Origin is legally obliged to protect the confidentiality of an Eligible Whistleblower's identity. Subject to limited exceptions, it is illegal for a person to identify a discloser or disclose information that is likely to lead to the identification of the discloser. A contravention of this requirement may lead to disciplinary action, including termination of employment, as well as imprisonment and fines.

An Eligible Whistleblower's identity or information likely to reveal his/her identity will only be disclosed if:

- he/she consents to it,
- it is reported to a relevant regulator or otherwise authorised by law; or

- it is raised with a lawyer for the purpose of obtaining legal advice or representation about the whistleblower protection laws.

Origin can disclose the information contained in a disclosure without the Eligible Whistleblower's consent if:

- the information does not include the discloser's identity;
- Origin has taken all reasonable steps to reduce the risk that the discloser will be identified as a result of the disclosure; and
- it is reasonably necessary for investigating the issues raised in the disclosure.

Protection of records

Information regarding the reported matter will be securely stored and only disclosed to the relevant people as required or allowed by this policy and the law. The information will be managed in accordance with Origin's information security and confidentiality policies which impose controls such as access control and methods for storage and distribution. Any inappropriate disclosure of information may lead to disciplinary action, including termination of employment, as well as imprisonment and fines. Each person involved in handling and investigating a disclosure will be reminded of their obligations as well as consequence for breach.

Protection from detrimental conduct

Eligible Whistleblowers are protected from detrimental conduct or the threat of detrimental conduct against them as a result of making a disclosure under this Policy. A threat may be express or implied or conditional or unconditional.

Examples of detrimental conduct which are prohibited include dismissal of an employee, changes to employment or terms of employment, harassment or intimidation, and damage to property or reputation.

Provided a disclosure is not anonymous, an assessment for the risk of detriment against the Eligible Whistleblower will be conducted as soon as possible after receiving the disclosure, and the practical protections made available will depend on the circumstances. These protections may include monitoring and managing the behaviour of other employees or relocating employees to a different team or location. The Wellbeing Officer may also assist the Eligible Whistleblower by referring him/her to relevant support services and providing strategies to minimise and manage stress, time, performance impacts, or other challenges resulting from the disclosure or its investigation.

If any Eligible Whistleblower thinks they have suffered from detrimental conduct, he/she should inform the Whistleblower Protection Officer, the Wellbeing Officer, or raise it in accordance with this section. A different investigation officer will then be assigned to investigate these claims and provide the findings to the Board or a Board Committee.

If detriment has already occurred, then Origin may consider providing relief, such as allowing the Eligible Whistleblower to take extended leave or developing an alternate career development plan, including new training and career opportunities. Disciplinary action may also be taken against the offender(s).

The Corporations Act gives special protection to "protected disclosures" provided certain conditions are met. Further information is set out in Attachment 1.

The Taxation Administration Act also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met. Further information is set out in Attachment 1.

If you are an Eligible Whistleblower and you consider that you have suffered detrimental conduct which is prohibited by the law, then you should seek independent legal advice.

7 Access to this policy

Anyone can access this policy via the [Origin website](#).

Origin staff will also be made aware of their rights under this policy as well as any changes to the policy and procedures through internal communications and their mandatory Code of Conduct training.

Eligible Recipients will also be made aware, through regular internal communication and training, of their responsibilities under this policy to receive concerns and provide an environment that protects Eligible Whistleblowers from victimisation, reprisal or detriment.

Suppliers and service providers will be made aware of the policy and the ConcernLine process through [Our Supplier Code](#).

8 Reporting and review

The Board or a Board Committee will be informed of material concerns raised under this policy through regular reporting.

This policy and any supporting procedures will be monitored and reviewed at least every two years so that it remains effective and appropriate for Origin's circumstances.

Attachment 1 – Whistleblower laws

If you make a “protected disclosure” under the law, you will be entitled to legal protections (even if that disclosure did not follow the processes in this Policy). Certain information that is disclosed to certain people is protected by law. Examples are outlined in the table below.

Information reported or disclosed	Recipient of disclosed information
<p>General Disclosable Matters</p> <ul style="list-style-type: none"> • Information about actual or suspected misconduct, or an improper state of affairs or circumstances in relation to Origin or a related body corporate • Information that Origin or a related body corporate or any officer or employee of Origin or a related body corporate has engaged in conduct that: <ul style="list-style-type: none"> ○ contravenes or constitutes an offence against certain legislation (e.g. the Corporations 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 	<p>Recipients for any general Disclosable Matters</p> <ul style="list-style-type: none"> • A person authorised by Origin to receive protected disclosures • An officer or senior manager of Origin or a related body corporate • An auditor, or a member of an audit team conducting an audit, of Origin or a related body corporate • An actuary of Origin or a related body corporate • ASIC, APRA or another Commonwealth body prescribed by regulation • A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions
<p>Tax-related Disclosable Matters</p> <ul style="list-style-type: none"> • Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Origin or an associate, which the employee considers may assist the recipient to perform functions or duties in relation to the tax affairs of Origin or an associate 	<p>Recipients for any tax-related Disclosable Matters</p> <ul style="list-style-type: none"> • A person authorised by Origin to receive reports of tax-related Disclosable Matters • An auditor, or a member of an audit team conducting an audit, of Origin • A registered tax agent or BAS agent who provides tax services or BAS services to Origin • A director, secretary or senior manager of Origin • An employee or officer of Origin who has functions or duties that relate to the tax affairs of Origin • A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions
<p>Further tax-related information</p> <p>Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to Origin</p>	<p>Recipients for any further tax-related information</p> <ul style="list-style-type: none"> • Commissioner of Taxation • A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions

The law also protects certain disclosures made in “emergency” and “public interest” situations, in which case disclosures can be made to a journalist or a parliamentarian under certain circumstances. Please contact Origin’s Company Secretary or seek your own independent legal advice if you would like more information about these types of disclosures.

Personal work-related grievances

Legal protection for disclosures about solely personal employment related matters are only available under the law in limited cases. In summary, a disclosure will remain protected if it concerns detriment to you because you have made or may be considering making a disclosure under this Policy, or it is made to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions.

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

- has significant implications for Origin under the law that do not relate to the Eligible Whistleblower;
- 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;
- concerns conduct that represents a danger to the public or financial system; or
- concerns conduct prescribed by the regulations.

Additional protections under the law

Additional legislative protections may also be available. For example:

- you may be entitled to compensation for loss, damage or injury suffered as a result of detrimental conduct;
- you may obtain an injunction from a court to prevent, stop or remedy the effects of the detrimental conduct or any other order the court thinks appropriate; and
- you will not be subject to civil, criminal or administrative liability for making the disclosure. (however, these protections do not grant immunity for any misconduct you have engaged in that is revealed in your disclosure).

Attachment 2 – Roles and Responsibilities

Role	Responsibility
ConcernLine	<ul style="list-style-type: none"> An external service provider that can act as an Eligible Recipient on behalf of Origin.
Eligible Recipient	<ul style="list-style-type: none"> Those people who can receive a concern raised according to the whistleblowing laws. Responsible for documenting the disclosure received and passing it onto the Internal Team.
Eligible Whistleblower	<ul style="list-style-type: none"> Encouraged to report any instances or suspicions of misconduct or an improper state of affairs or circumstances.
Head of Risk Governance	<ul style="list-style-type: none"> An Eligible Recipient who acts as a contact point where Eligible Whistleblowers can seek accurate and confidential advice or information about the following, without making a disclosure: <ul style="list-style-type: none"> how Origin's whistleblower policy works; what the policy covers; and how a disclosure might be handled. Owner of the whistleblower policy and is responsible for oversight and monitoring of the policy. Responsible for periodically reviewing and updating the whistleblower policy, processes and procedures, and for implementing and overseeing any change.
Internal Team	<ul style="list-style-type: none"> Comprised of the Whistleblower Protection Officer, Investigation Facilitation Officer and Wellbeing Officer. Responsible for facilitating the investigation, protecting anonymity if requested, monitor your wellbeing, and advising you of any updates, where requested.
Investigation Facilitation Officer	<ul style="list-style-type: none"> Origin's Head of Risk Governance or a nominated alternate. Lead the investigation process.
Legal Counsel and Human Resources Staff	<ul style="list-style-type: none"> May assist with specific investigations as required by the Investigation Facilitation Officer.
Origin Board or Committee	<ul style="list-style-type: none"> Responsible for reviewing any material concerns raised under this Policy. Responsible for approving updates to the policy, processes and procedures.
Other third-party service providers (such as investigation firms, financial and legal advisers)	<ul style="list-style-type: none"> May assist with specific investigations as required by the Investigation Facilitation Officer.
Wellbeing Officer	<ul style="list-style-type: none"> Origin's Head of Specialist Services, People & Culture, or a nominated alternate. Responsible for monitoring the wellbeing of the Eligible Whistleblower.
Whistleblower Protection Officer	<ul style="list-style-type: none"> Origin's Company Secretary or a nominated alternate. Responsible for safeguarding Eligible Whistleblower and ensuring the integrity of the reporting mechanism.