

**Shaver Shop Group Limited**  
ACN 150 747 649

# Whistleblowing Policy

## 1 Policy overview

Shaver Shop Group Limited (**Shaver Shop**) and its subsidiaries are committed to conducting its business with honesty and integrity and in accordance with its values.

This policy is intended to encourage our staff and others who work with us to disclose Improper Conduct that they become aware of. Your disclosure can be made anonymously and your identity will be kept confidential (except in certain limited circumstances). We are committed to ensuring that anyone who reports such conduct is not victimised as a result.

In Australia, the *Corporations Act 2001* (Cth) (**Corporations Act**) and *Taxation Administration Act 1953* (Cth) (**Taxation Act**) (together, **Whistleblower Protection Laws**) protect whistleblowers from detrimental treatment. These protections are available under this policy and at law, provided:

- you have a connection with Shaver Shop, as set out at paragraph 2 of this policy;
- you have reasonable grounds for your concern;
- your concern relates to the types of matters set out at paragraph 3 of this policy as Improper Conduct; and
- you raise your concern directly with one of the recipients set out at paragraph 4 of this policy.

Provided you have reasonable grounds for suspecting Improper Conduct (and meet the other requirements above), the whistleblower protections apply even if your disclosure turns out to be incorrect.

This policy summarises the legal requirements of the Whistleblower Protection Laws and is to be read subject to those requirements.

This policy applies to disclosures of Improper Conduct made in accordance with the policy irrespective of when the Improper Conduct is said to have occurred.

## 2 Who can make a disclosure under this policy?

A broad range of people may make a disclosure under this policy, including any of the following:

- (1) current and former officers, employees and associates;<sup>1</sup>
- (2) current and former contractors, suppliers and agents, and their current and former employees (and their relatives); and

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<sup>1</sup> An associate means an individual who is an associate of Shaver Shop within the meaning of the *Corporations Act 2001* (Cth) (**Corporations Act**), and in this context means directors and company secretaries of any related body corporate of Shaver Shop.

- (3) family members or spouses of any of the above individuals.

### 3 What is Improper Conduct?

You can make a disclosure if you have reasonable grounds to suspect that the information concerns the following **Improper Conduct**:

- (1) ***misconduct in the provision of Shaver Shop's services*** – this may include fraud, negligence, default, breach of trust, breach of duty, deliberate or negligent breaches of laws;
- (2) ***improper state of affairs or circumstances in the provision of Shaver Shop's services*** – this may include unethical conduct; conduct which may cause financial loss to us or be detrimental to our services; systemic or serious breaches of Shaver Shop's policies, including breaches of Shaver Shop's Code of Business Ethics, Anti-bribery and Corruption Policy, etc;
- (3) ***conduct by Shaver Shop, or our officers or employees that breaches any relevant laws or regulations;***
- (4) ***conduct by Shaver Shop, or our officers or employees, that represents a danger to the public or the financial system;***
- (5) ***misconduct or an improper state of affairs or circumstances, in relation to our tax affairs;***
- (6) ***breach of conduct that is prescribed by regulations;*** and
- (7) ***any attempt to delay or conceal reporting any of the above conduct.***

A personal work-related grievance can be reported under this policy if it relates to a systemic issue or it involves victimisation in breach of this policy. Otherwise, in most instances, personal work-related grievances should be progressed via the Director of Human Resources, the Company Secretary or the CEO.

Personal work-related grievances comprise interpersonal conflict between the discloser and another person, a decision relating to engagement, transfer or promotion of the discloser, a decision relating to the terms of engagement of the discloser, or a decision relating to suspension, termination or discipline of the discloser.

### 4 How can a report be made?

To receive protection, your disclosure must be made to one of the following:

- (1) **Internally**: Directly to an eligible recipient within Shaver Shop, as follows:
  - (a) Director of Human Resources, Chief Financial Officer (**CFO**) or Chief Executive Officer (**CEO**);
  - (b) officers – this includes directors and the company secretary;
  - (c) senior managers – this includes a person (other than a director or company secretary) who makes, or participates in making, decisions that affect the whole, or a substantial part, of Shaver Shop's business; or has the capacity to affect significantly Shaver Shop's financial standing;
  - (d) auditors;

- (e) Chair of the Audit and Risk Committee; or
  - (f) in relation to tax matters – in addition to any of the above, a senior member of Shaver Shop's finance team (Finance Manager or CFO) and a registered tax agent of Shaver Shop.
- (2) Externally:
- (a) ASIC;
  - (b) APRA; or
  - (c) Australian Taxation Office, if the disclosure relates to Shaver Shop's tax affairs.

The Corporations Act also enables you to make a public interest disclosure or an emergency disclosure to a journalist or a member of parliament in certain limited circumstances, and subject to following strict statutory requirements. We recommend you contact our internal eligible recipients and seek independent legal advice before making an external report.

A disclosure to a legal practitioner to obtain legal advice or representation about the operation of the whistleblower laws is protected.

## **5 Can I make an anonymous disclosure?**

Disclosures can be made anonymously. However to enable us to properly investigate and respond to disclosures, we encourage disclosers to provide their name when making a disclosure.

## **6 Will my identity be kept confidential?**

Your identity (or information likely to lead to you being identified) will be kept confidential, except where:

- (1) you consent to this information being disclosed;
- (2) we need to disclose information (other than your identity) that is reasonably necessary for the purposes of investigating the disclosure – we will take reasonable steps to reduce the risk of you being identified;
- (3) we need to obtain confidential legal advice or representation; or
- (4) we need to disclose the information to prevent a serious and imminent threat to life, health or property.

We will keep files and records relating to disclosures confidential and store them securely.

## **7 How will we investigate disclosures**

The way we will investigate a disclosure of Improper Conduct will depend on who raises the concern, the seriousness and nature of the conduct disclosed, and who receives the disclosure. The objective of an investigation is to determine whether there is evidence which substantiates the concern raised in the disclosure.

If the disclosure is appropriately dealt with under this policy, we will endeavour to:

- (1) investigate the disclosure within a reasonable period of time;
- (2) ensure that any investigation is confidential, fair and objective;
- (3) conduct a risk assessment on the likelihood of any negative treatment occurring to the discloser and to any employees mentioned in the disclosure;
- (4) avoid conflicts of interest in carrying out any investigation; and
- (5) keep information relating to disclosures (including the identity of the discloser) confidential, except as required by law and permitted under this policy.

The steps we take to respond to a disclosure may include:

- (1) determining whether the disclosure should be dealt with under this policy or another policy (for example, if it is a personal work-related grievance matter, it would be referred to the Director of Human Resources);
- (2) determining the appropriate people to investigate the matter, which could include external investigators;
- (3) speaking to witnesses, reviewing other records, analysing the information and, if possible, speaking with the individual who has made a disclosure; and
- (4) deciding whether the disclosure is substantiated or not.

The outcome of an investigation will be reported on a confidential basis to Shaver Shop's Audit and Risk Committee. Also, where possible, the person who has made the disclosure may be informed that the matter has been investigated and concluded. If the investigation substantiates the disclosure, Shaver Shop is committed to addressing any wrongdoing, to the extent practicable in the circumstances.

## **8 How do we ensure fair treatment of employees mentioned in a disclosure?**

In addition to investigating disclosures in a confidential, fair and objective manner, we will endeavour to:

- (1) maintain the privacy of employees mentioned in a disclosure or to whom a disclosure relates; and
- (2) provide employees mentioned in a disclosure or to whom a disclosure relates, the opportunity to respond (where appropriate and subject to our requirements to maintain confidentiality).

## **9 What are the protections available to whistleblowers?**

We will not engage in victimisation of whistleblowers. We will endeavour to ensure that our employees and contractors do not engage in victimisation of persons who are, or may be, whistleblowers.

If you consider that you have been victimised or subjected to detrimental treatment because you have made, or in the belief that you have made, or may make, a disclosure, you should immediately report this to a recipient in section 4(1). You can also report victimising conduct under this policy.

Detrimental treatment includes a wide range of negative conduct such as dismissal, demotion, altering an employee's position or duties to their disadvantage, harming or injuring a person, including causing psychological harm damaging a person's property, reputation, business or financial position or causing any other damage to a person. However it does not include reasonable management action to protect a person from detriment (for example reallocating duties or reporting lines) or to manage unsatisfactory performance of a person who is or may be a discloser.

If your complaint is not anonymous, we may also explore options such as taking leave or relocation while the disclosure is investigated.

If your disclosure is a protected disclosure as defined under the Whistleblower Protection Laws, these laws provide that:

- you 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 or other right may be exercised against you on the basis of the protected disclosure;
- however you may be subject to civil, criminal or administrative liability for conduct that is revealed by the protected disclosure; and
- if the protected disclosure is to an external party as permitted under the Corporations Act, the information is not admissible in evidence against you in criminal proceedings, or in proceedings for the imposition of a penalty, except for proceedings in respect of providing false information.

If you have been victimised for making a protected disclosure under the Whistleblower Protection Laws or in the belief that you have, or may make such a disclosure, possible remedies available under the Whistleblower Protection Laws include reinstatement, compensation, an order prohibiting the victimisation or an apology. The victimiser can be ordered to pay substantial monetary fines or imprisoned. Protections for Shaver Shop's employees may also exist under the *Fair Work Act 2009* (Cth). These are enforceable as a matter of statute and do not form part of this policy.

If you have made, or are considering making a report, you can seek independent legal advice.

## 10 What are the consequences of contravention of whistleblower protections?

Civil and criminal penalties may apply to Shaver Shop and any staff members who contravene the Whistleblowing Protection Laws.

### **WE WILL NOT TOLERATE VICTIMISATION.**

Any staff engaging in detrimental conduct will be subject to disciplinary action, including termination of their employment or engagement.

You may be liable to disciplinary or other form of appropriate corrective action if we conclude that you have made a disclosure maliciously and without having reasonable grounds to do so. The protections under the Whistleblower Protection Laws are not available if a disclosure is made without reasonable grounds and is deliberately false.

## **11 How will this policy made available?**

This policy is located on our website and on World Manager – Shaver Shop’s Training Portal.

Training on this policy will be imparted regularly.

If you have any queries about this policy, please contact Human Resources Department at [humanresources@shavershop.com.au](mailto:humanresources@shavershop.com.au).