



OFX Group Limited Whistleblower Policy

Owner: Company Secretary
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Approved by: OFX Group Limited Board

Purpose of this Policy

This Whistleblower Policy (**Policy**) supports the commitment of OFX Group Limited and its related bodies corporate (together **OFX**) to the highest standards of ethical conduct in all its business activities. It applies to the activities of OFX Group Limited and its subsidiaries and affiliates anywhere in the world.

OFX encourages a culture of reporting actual or suspected conduct which is illegal, unacceptable or undesirable and any person who reports conduct as a whistleblower who is acting honestly, reasonably and with a genuine belief about the conduct will be supported and protected.

Who is covered by this Policy?

In countries other than the United Kingdom whistleblowers who are protected by this Policy (**Eligible Whistleblowers**) include all current and former:

- employees of OFX;
- officers of OFX;
- individuals who supply goods or services to OFX;
- employees of any supplier of goods or services to OFX;
- associates (e.g. partners) of OFX; and
- relatives, spouses, children or dependants of any of the above.

In the United Kingdom, only 'workers', being employees, self-employed workers, agency staff and trainees of OFX are Eligible Whistleblowers.

What conduct can be reported under this Policy?

To be protected under the Policy, the Eligible Whistleblower needs to have objectively reasonable grounds to suspect that **Disclosable Conduct** exists. That is, in relation to OFX :

- misconduct is happening, has happened or will happen; or
- an improper state of affairs or circumstances exists, existed or will exist.

As a general rule conduct that can be reported as **Disclosable Conduct** includes conduct that:

- is dishonest, corrupt or illegal;
- constitutes fraudulent activity;
- constitutes harassment, discrimination or bullying;
- is unethical or otherwise has the potential to damage OFX's reputation;
- abuses human rights, including modern slavery or human trafficking within OFX's supply chain or customers;
- breaches OFX's policies or Code of Conduct;
- is a contravention of the *Corporations Act 2001 (Cth)*, the *Australian Securities and Investments Commission Act 2001 (Cth)*, the *Competition and Consumer Act 2010 (Cth)*; or
- represents a danger to the public or the financial system.

Examples of Disclosable Conduct include failure to comply with a financial services license and failure to comply with reporting obligations under anti-money laundering or counter-terrorism financing laws in any country where OFX is operating.

Disclosable matters include conduct that may not involve a contravention of a particular law. For example, 'misconduct or an improper state of affairs or circumstances' may not involve unlawful conduct in relation to OFX generally but may indicate a systemic issue that the relevant regulator should know about to properly perform its functions. It may also relate to dishonest or unethical behaviour and practices, conduct that may cause harm, conduct that is contrary to human rights or conduct prohibited by OFX's Code of Conduct or policies.

Retaliation against any person who raises concerns of actual or suspected Disclosable Conduct under this Policy or against anyone who helps address a concern that is raised is also Disclosable Conduct.

If you are unsure whether something you are concerned about is Disclosable Conduct, you may seek confidential guidance from a Whistleblower Protection Officer.

Eligible Whistleblowers may only disclose Disclosable Conduct based on information that is directly known to them. The Eligible Whistleblower must have reasonable grounds to suspect the alleged Disclosable Conduct has occurred or is likely to occur. This does not include rumours of Disclosable Conduct or hearsay.

Disclosure that is not covered by this Policy

Disclosure of information that is not related to Disclosable Conduct is not covered by this Policy and does not qualify for protection under the applicable legislation.

In particular, this Policy does not cover disclosure that relates solely to a person's employment or former employment with OFX which has implications for that employee personally but:

- does not have significant broader implications for OFX; and
- does not relate to anything done or alleged to be done by the person in relation to Disclosable Conduct.

Matters that might constitute **personal work-related grievances** that are not covered by this Policy include:

- a decision relating to an employee's engagement or the terms and conditions of engagement, including a decision regarding any transfer or promotion applied for;
- raising with an employee matters relating to their performance in their role, or any other matters arising in the ordinary course of their engagement;
- any investigation of alleged misconduct by an employee, or a decision to take disciplinary action, suspend or terminate their engagement; or
- an interpersonal conflict between an employee and another employee.

Sometimes a disclosure about one of these matters may also constitute a report about Disclosable Conduct, for example if the disclosure relates to information that suggests misconduct beyond the discloser's own circumstances or a larger or more systemic issue about the culture or environment of OFX.

If you do have a personal work-related grievance that does not involve any Disclosable Conduct but would like internal assistance to resolve that grievance, then please contact your direct reporting manager or your People and Culture Manager.

Who should you report your concern about Disclosable Conduct to?

Eligible Whistleblowers are encouraged to report any concerns about Disclosable Conduct to any of the following **Eligible Recipients**:

- through the normal reporting channels to your immediate or next higher-level manager;
- if you feel uncomfortable or are unable to raise the concern through the normal reporting channels, to one of the following Whistleblower Protection Officers at OFX:
 - the Chief Legal Officer and Company Secretary; or
 - the Chief People and Culture Officer; and
- if you feel uncomfortable or are unable to raise the concern to a Whistleblower Protection Officer, through the OFX Online Reporting Portal – Whispli: <https://ofx.whispli.com/speakup>; and
- concerns may also be raised to any director or senior manager of OFX or OFX’s internal or external auditor (including a member of an audit team conducting an audit).

Eligible Whistleblowers will also qualify for protection if Disclosable Conduct is disclosed to a lawyer, the police or a regulatory body. OFX will not discourage disclosure to the police or a regulatory body, but you are encouraged to contact a Whistleblower Protection Officer or independent legal practitioner prior to making a “public interest” or “emergency” disclosure in order to properly understand the criteria that qualifies those types of disclosures for protection.

Protection may also be available in exceptional circumstances to an Eligible Whistleblower who makes a report to a member of parliament or journalist where the Eligible Whistleblower reasonably believes there is an imminent risk of serious harm or danger to public health or safety, or to the financial system if the information is not acted on immediately, and if a reasonable period has passed since the Eligible Whistleblower first disclosed the Disclosable Conduct to an Eligible Recipient. Again, it is recommended that you contact a Whistleblower Protection Officer or independent legal practitioner prior to making such a disclosure to obtain advice regarding whether the disclosure qualifies for protection.

Notwithstanding the above, for the disclosure to be protected by the applicable whistleblowing laws in the United Kingdom, the report should be made through OFX, but it can also be made through various ‘prescribed persons’. A list of prescribed persons can be found at: <https://www.gov.uk/government/publications/blowing-the-whistle-list-of-prescribed-peopleand-bodies--2>.

How do you submit a report?

To submit a formal report of Disclosable Conduct, an Eligible Whistleblower can:

- complete an Online Disclosable Conduct Form accessible through the OFX Online Reporting Portal (<https://ofx.whispli.com/speakup>), which is available to internal and external parties;
- report the matter to a Whistleblower Protection Officer by phone, email (whistleblower@ofx.com) or letter (ATT: Whistleblower Protection Officer, OFX, Level 19, 60 Margaret Street, Sydney NSW 2000, Australia); or
- for the United Kingdom only, contact Public Concern at Work, an independent whistleblowing charity in the United Kingdom which provides free help to prospective whistleblowers and advice on whistleblowing laws:
 - E-mail: whistle@pcaw.co.uk
 - Website: www.pcaw.co.uk

Eligible Whistleblowers are encouraged to clearly communicate that they are making a disclosure of Disclosable Conduct and to provide as much information as possible, including any known details related to the Disclosable Conduct and the steps (if any) that have been taken to disclose the matter elsewhere in an attempt to resolve the concern.

Eligible Whistleblowers are not expected to investigate their concerns or to provide details of their validity prior to making a disclosure of Disclosable Conduct.

How can you make a report anonymously?

Disclosable Conduct may be reported anonymously, confidentially, securely and outside of business hours.

An Eligible Whistleblower can make an anonymous report through the OFX Online Reporting Portal (<https://ofx.whispli.com/speakup>) by choosing to remain anonymous or by sending an anonymous written report directly to a Whistleblower Protection Officer at Level 19, 60 Margaret Street, Sydney NSW 2000, Australia.

What happens after you make a report?

If an Eligible Whistleblower discloses Disclosable Conduct to an Eligible Recipient the following process will apply:

- the Eligible Recipient will notify a Whistleblower Protection Officer as soon as reasonably possible (with the Eligible Whistleblower's consent if known);
- if the Eligible Whistleblower can be contacted, the Whistleblower Protection Officer will acknowledge the disclosure within a reasonable period after the disclosure is received;
- the Whistleblower Protection Officer will determine whether further investigation is appropriate;
- if it is determined that there is insufficient information or evidence to warrant further investigation, the Eligible Whistleblower will be informed at the earliest possible opportunity (if the disclosure was not confidential) and no further action will be taken;
- if it is determined that further investigation is appropriate, the matters will be referred by the Whistleblower Protection Officer to an individual that is a specialist with appropriate knowledge and objectivity to investigate (**Whistleblower Investigation Officer**) and the following will occur;
 - if the Eligible Whistleblower can be contacted the Whistleblower Investigation Officer will contact the Eligible Whistleblower as soon as practicable:
 - to acknowledge receipt of the disclosure;
 - to discuss the Eligible Whistleblower's welfare; and
 - to establish a process, including expected timeframes, for reporting to the Eligible Whistleblower on the progress of dealing with the disclosure;
 - the Whistleblower Investigation Officer will undertake a formal investigation as soon as

practicable that is objective, fair, thorough, confidential and without bias. Investigations will be independent of the business unit in respect of which allegations have been made, the Eligible Whistleblower, or any person who is the subject of the Disclosable Conduct; and

- the Whistleblower Investigation Officer will advise the Eligible Whistleblower of the final outcome of the investigation, where appropriate and possible.

Where investigations substantiate an allegation arising from the disclosure of Disclosable Conduct, the matter will be dealt with in accordance with established administrative or disciplinary procedures, which may result in disciplinary action, including termination of employment or engagement and matters may be referred to external parties where appropriate (e.g. in matters that may involve criminal behaviour).

Will your report be treated confidentially?

OFX is committed to ensuring that all whistleblower reports are managed with appropriate confidentiality and in accordance with statutory confidentiality regimes in the *Corporations Act 2001* (Cth) and the Tax Administration Act where applicable.

Subject to compliance with legal reporting obligations when implementing this Policy, OFX will:

- obtain the Eligible Whistleblower's consent before disclosing any particulars of a reported matter that suggest the identity of the Eligible Whistleblower;
- ensure that any disclosure with the Eligible Whistleblower's consent is on a strictly confidential basis to a restricted number of people who are directly involved in handling and investigating the disclosure;
- take reasonable steps to reduce the risk that an Eligible Whistleblower is identified as part of any process conducted under this policy; and
- retain all files and records created from an investigation under strict security and confidentiality.

Nothing in this Policy prevents OFX for any person disclosing information required by law.

Subject to relevant laws, the unauthorised release of information without an Eligible Whistleblower's consent to any person not involved in the investigation is a breach of this Policy.

What protection will you receive if you submit a report?

OFX will support Eligible Whistleblowers who raise genuine concerns under this Policy to an Eligible Recipient, even if they turn out to be mistaken (provided the report was not made in bad faith or for an improper purpose). In addition, OFX will not tolerate any retaliation against any person who raises a report of Disclosable Conduct or helps to address a concern raised.

OFX will take disciplinary action, which may include dismissal, against any person who causes detriment or threatens to cause detriment to a person because they believe or suspect that the person has made, proposes to make or could make a disclosure under this Policy.

For the purposes of this Policy, '**detriment**' includes but is not limited to dismissal, injury of a person in his or her employment or engagement, alteration of a person's position or duties to his

or her disadvantage, discrimination, harassment, intimidation, harm or injury to a person including psychological harm, damage to a person's property, reputation, business or financial position, and any other damage to a person.

OFX is also committed to providing appropriate support to any person who reports Disclosable Conduct. The nature of the support that may be offered will depend on the nature of the conduct reported and the personal circumstances of the person who discloses the Disclosable Conduct.

Examples of the support provided by OFX include:

- the provision of the whispli hotline as outlined above;
- a fair and objective investigation process;
- support from People and Culture where reasonably required.

Eligible Whistleblowers have certain protections granted to them under relevant legislation, including the *Corporations Act 2001 (Cth)* and the *Taxation Administration Act 1953 (Cth)*

Fair treatment of employees mentioned in a report

Any OFX employee who is the subject of, or mentioned in, a report of Disclosable Conduct will be:

- informed about the matter in accordance with the principles of natural justice and procedural fairness;
- given a reasonable opportunity to put their case to the Whistleblower Investigation Officer if any investigation is conducted; and
- informed of the outcome of the investigation (but will not be given a copy of the investigation report).

Where an investigation does not substantiate a disclosure made in a report, the fact that an investigation has been carried out, the results of the investigation, and the identity of any person the subject of the report will remain confidential, unless the subject of the report requests otherwise.

False reporting

OFX will treat all reports of Disclosable Conduct seriously and will ensure that Eligible Whistleblowers who raise concerns in accordance with this Policy will have the benefit of the protections afforded by this Policy. However, deliberate false reporting will not be tolerated.

False reports could have significant effects on the reputation of OFX and the personal reputations of other people. Any person found to have made a deliberate false report will be subject to disciplinary action.

Reporting

A Whistleblower Protection Officer must report to the Audit, Risk and Compliance Committee of the OFX Group Limited Board on reports of Disclosable Conduct received and investigations undertaken. The Audit and Risk Committee must provide a report to the OFX Limited Board with details of all reports of Disclosable Conduct received and investigations undertaken.

Any material breach of this Policy must be reported immediately to the Chair of the OFX Limited Board.

If a person who makes a disclosure of Disclosable Conduct considers that their disclosure has not been dealt with in accordance with this Policy, or that they have been subject to retribution or other detriment as a result of making the disclosure, the matter should be escalated to the Whistleblower Investigation Officer in the first instance or otherwise to the Chair of the Audit, Risk and Compliance Committee. The Whistleblower Investigation Officer, in consultation with the Chair of the Audit & Risk Committee, will determine the most appropriate course for handling the matter, which may include informal resolution options or a formal investigation.

Any matters of a criminal nature will be reported by a Whistleblower Protection Officer, in consultation with the Chair of the Board, to the police and, if appropriate, other appropriate regulatory authorities.

Access to this Policy

This Policy is available in the Corporate Governance section of the OFX website. A copy may also be obtained from a Whistleblower Protection Officer.

Training

OFX will provide training to employees in respect of their rights and obligations under this Policy and will provide training to managers and others who may receive disclosures made under this Policy on how to handle those disclosures.

Review of this Policy

This Policy and related procedures will be reviewed periodically and at least every year to ensure that whistleblower reports are being appropriately recorded, investigated and responded to and to consider whether any changes are required to the Policy or procedures.

Amendment of this policy

This Policy can only be amended with the approval of the OFX Group Limited Board.