

Whistle-blower Policy

Version Control

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Contents

1. Scope and Purpose	4
2. Objectives of this policy	4
3. Who does this policy apply to	4
4. Who may make a disclosure.....	5
5. What misconduct should be disclosed.....	5
6. All Arab Bank Australia employees.....	6
7. Making a disclosure internally to our organisation.....	6
8. Making a disclosure to independent service provider- Your Call.....	7
9. Confidentiality.....	8
10. Managing the welfare of the Whistleblowers	9
11. Every person's responsibility	10
12. Review of this policy	11
13. Communication	11
14. Report to the board and other external authorities	11
Appendix A – The Procedure	12

1. Scope and Purpose

Recognising the expectations of the Arab Bank Australia Limited (the Bank) shareholders, employees, customers, regulators and the community, the Board of Directors, the Bank's governing body, is committed to ensuring the highest standard of ethical behaviour.

This policy directs the management of reports made by Bank employees with respect to suspected improper conduct or misconduct or contravention with federal laws within the Bank, and the protection of the individuals making those reports. Designed to maintain a culture of openness and transparency, the policy is consistent with the Bank's Code of Conduct and complies with the relevant legislation.

We recognise the value of keeping the laws and standards that apply to us in our work and we encourage everyone to report misconduct.

2. Objectives of this policy

Our objectives are to:

- encourage and allow persons to disclose misconduct
- ensure disclosures are properly and lawfully dealt with
- support and protect everyone involved in the disclosure from victimisation and retaliation
- ensure the identity of those making a disclosure (Whistleblower) and the content of the disclosure are kept confidential

3. Who does this Policy apply to

This policy applies to anyone who has or is working for the Bank or doing something in connection with their work for us.

It includes past and current:

- officers and managers
- board members
- employees
- volunteers
- individuals who supply goods and services to us, and, their employees
- work experience students
- commissioned agents and consultants
- a relative of an individual referred to above
- a dependent of an individual referred to above or of such an individual's spouse

4. Who may make a disclosure

Any person defined as a discloser in the paragraph above may make a disclosure under this policy.

For the purpose of this policy, whistleblowing is defined as:

"the deliberate, voluntary disclosure of individual or organisational wrongdoing by a person or persons who have or had privileged access to data, events or information about an actual, suspected or anticipated wrongdoing within or by an organisation that is within its ability to control."

5. What misconduct should be disclosed

If you have seen or have reasonable grounds to suspect misconduct, or an improper state of affairs or circumstances, concerning our organisation report it. (Disclosure)

Misconduct includes but is not limited to:

- dishonest, corrupt or illegal conduct
- theft, fraud or misappropriation
- failure to comply with any law administered by ASIC and/or APRA;
- serious breach of our policies and procedures or the law
- causing substantial financial or non-financial loss or detriment to ABAL
- conduct that is likely to prejudice the reputation, credibility and standing of the Bank and or it's shareholder;
- breaches of internal and/or external rules and regulations;
- a substantial mismanagement of Bank resources;
- conduct involving substantial risk to public health or safety; or
- conduct involving substantial risk to the environment;
- any other unsafe practices that jeopardise the welfare and safety of Bank employees or customers.
- damage/sabotage, violence, drug & alcohol sale/use
- serious inappropriate or unethical conduct
- bullying, discrimination, harassment or other serious unacceptable behaviour
- victimising someone for making or involved in a disclosure

Personal work-related grievance disclosures are excluded from protection under the new regime except where:

- they concern alleged victimisation of WB
- the disclosure has significant implications extending beyond the WB, or
- the disclosure is made to a legal practitioner for the purposes of obtaining legal advice or legal representation

6. All Arab Bank Australia Employees

The Bank's employees are encouraged, and have the responsibility to report any known or suspected incidences of improper conduct by making a protected disclosure in accordance with this policy and have several avenues in relation to making such reports.

[How do I make a protected disclosure?](#)

A disclosure may be made:

- internally
- to independent whistleblower service provider – Your Call
- to external authorities and entities

7. Making a disclosure internally to our organisation

We support openness and teamwork. This policy is not intended to replace our first obligation to resolve issues quickly and internally where appropriate. All reasonable attempts to resolve an issue should first be tried. You are encouraged to raise misconduct at any time with your supervisors and managers and to resolve misconduct informally and internally.

If you do not feel safe or able to raise misconduct with your supervisor or manager you may make a disclosure to:

- an officer or senior manager of our company or related company
- an auditor, or a member of an audit team conducting an audit of our company or related company
- a person authorised by our company to receive disclosures

The Bank's Disclosure Officers to whom you may make a disclosure and their contact details are set out below.

Name and position	Location	Contact details
James Gow Chief Risk Officer	Head Office	Office Tel: (02) 9377 8919 Email: James.Gow@arabbank.com.au
Taj Singh Human Resources Manager	Head Office	Office Tel: (02) 9377 8908 Email: Taj.Singh@arabbank.com.au

Any whistleblower also has the option to report any matter directly to the Chairman of the Board, Geoffrey Wild, AM (Geoffrey.Wild@arabbank.com.au)

8. Making a disclosure to independent service provider - Your Call

If for any reason you do not feel safe or able to make a disclosure internally you may do so to independent whistleblower service provider, Your Call.

This is done via the use of an online anonymous Message Board which the whistleblower will have access to after making a disclosure.

The Message Board allows you to:

- communicate with Your Call and/or the Bank without revealing your identity
- securely upload any relevant documentation and/or material that you wish to provide
- receive updates
- request support or report victimisation

This option allows you to:

- remain completely anonymous if you wish
- identify yourself to Your Call only
- identify yourself to both Your Call and the Bank

Your Call reporting options include:

- Website: <https://www.yourcall.com.au/report>
Available 24/7
- Telephone: 1300 798 101
Available 9am and 12am on recognised Australian national business days (AEST)

In the event a disclosure received by Your Call relates to a Disclosure Officer, Your Call will exclude that Disclosure Officer from all communications when providing the disclosure to our organisation.

Please Note: Your Call is not the decision maker. All decisions relating to dealing with the disclosure including the investigation and resolution of the disclosure are entirely the responsibility of Arab Bank Australia.

Your Call remains an independent intermediary at all times and will only communicate with those authorised within our organisation.

[Legal Practitioner](#)

Employees have the right to contact a legal practitioner for the purpose of obtaining legal advice or representation on the relevant disclosure. Please note, this is the employee's choice and any cost associated with legal advice is covered by the employee. The Bank takes no responsibility for any costs associated with this option.

[Making a disclosure to external authorities and entities](#)

Concerning misconduct under the Act

If the misconduct relates to the Corporations Act 2001 Section 1317AA (1) you may make disclosure to:

- ASIC
- APRA

Concerning public interest disclosures

You may make a disclosure in the public interest to a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory or a journalist if

- you have previously made a disclosure of that misconduct, and
- at least 90 days have passed since the previous disclosure was made; and
- you do not have reasonable grounds to believe that action is being, or has been, taken to address the misconduct to which the previous disclosure related; and
- you have reasonable grounds to believe that making a further disclosure of the misconduct would be in the public interest; and
- after the end of the 90 day period you give the person to whom you made the previous disclosure a written notification that:
 - includes sufficient information to identify the previous disclosure; and
 - state that you intend to make a public interest disclosure;

The public interest disclosure is made to:

- a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or a journalist; and
- you have reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and

Note: Journalist means a person who is working in a professional capacity as a journalist for any of the following:

- a newspaper or magazine;
- a radio or television broadcasting service;
- an electronic service (including a service provided through the internet) that:
 - is operated on a commercial basis, or operated by a body that provides a national broadcasting service (within the meaning of the Broadcasting Services Act 1992); and
 - is similar to a newspaper, magazine or radio or television broadcast.

9. Confidentiality

9.1 Confidentiality and Privacy

The Bank will treat disclosures in the strictest confidence. All reports and records relating to a disclosure will be stored securely and able to be accessed only by authorised staff.

The confidentiality provisions do not preclude anyone involved in the disclosure from sharing the information with their representative or support person.

Your identity will not be disclosed by the Bank unless:

- you consent to disclosing your identity
- the disclosure is required by law
- it is necessary to prevent a serious threat to a person's health or safety

An unauthorised disclosure of:

- the identity of a whistleblower
- information that is likely to lead to the identification of the whistleblower where the information was obtained because of the disclosure will be regarded as a disciplinary matter and will be dealt with in accordance with the Banks disciplinary procedures.

Note: It is also an offence/contravention under the Act which carries serious penalties for individuals and companies.

10. Managing the Welfare of the Whistleblowers

10.1 Commitment to protecting Whistleblowers

The Bank is committed to the protection of genuine Whistleblowers against action taken in reprisal for the making of protected disclosures.

A person reporting a breach (whistleblower) will be protected against:

- criminal and civil liability;
- any action in contract (for example, for breach of confidentiality agreement);
- liability for defamation;
- termination of contract, reduction in employment conditions, demotion or unfair or unequal treatment; and
- any other actual or threatened detriment as a consequence of the disclosure.

The Bank acknowledges that the act of whistle blowing should not shield whistleblowers from the reasonable consequences flowing from any involvement in improper conduct. All Bank employees also have an important responsibility concerning the welfare of the Whistleblowers within the organisation. All Arab Bank Australia personnel must refrain from any activity that is, or could be perceived to be, victimisation or harassment of a person who makes a protected disclosure.

If necessary Arab Bank Australia will appoint a Welfare Officer to arrange or coordinate support for anyone who has or is in the process of making a disclosure. The support may include a support person and or other support services as may be appropriate based on the circumstances.

As a first step, employees can contact:

[D'Accord.](#)

ABAL will not tolerate any retaliatory action or threats of retaliatory action against any person who has made or who is believed to have made a report of wrongdoing, or against that person's colleagues, employer (of a contractor) or relatives.

For example, the person must not be disadvantaged or victimised by having made the report by:

- Dismissal
- Injury in their employment
- Alteration of their position to their disadvantage
- Discrimination - between the employee and other employees of the same employer
- Harassment or intimidation
- Hard or injury to a person, including psychological
- Damaging their property
- Damaging their reputation
- Damaging their business or financial position; and
- Other means and ways of damaging a person

ABAL encourages all Whistleblowers that may experience any of the above retaliatory action to speak to the HRM and/or the CRO.

Any such retaliatory action or victimisation in reprisal for a report being made under this policy will be treated as serious misconduct and will result in disciplinary action, which may include dismissal.

If the Bank engages in victimisation against a whistleblower, any officer or employee involved also commits a contravention. The penalty for this offence can be monetary, imprisonment, or

both. In addition, a whistleblower that is victimised has a right to compensation from the Bank and from any officer or employee involved in a contravention.

10.2 Whistleblowers implicated in improper conduct

The Bank acknowledges that the act of whistleblowing should not shield whistleblowers from the reasonable consequences flowing from any involvement in improper conduct. A person's liability for his or her own conduct is not affected by the person's disclosure of that conduct. However, in some circumstances, an admission may be a mitigating factor when considering disciplinary or other action.

If a person who makes a report is implicated in the wrongdoing, that person must not be subjected to any actual or threatened retaliatory action or victimisation in reprisal for making a report under this policy.

11. Every person's responsibility

Every person to whom this policy applies has a responsibility to:

- remain alert to misconduct
- report known or suspected misconduct in accordance with this policy
- act in a way that reduces, prevents or stops misconduct
- support (and not victimise) those who have made or intend to make a disclosure
- ensure the identity of the Whistleblower and the person/s who is the subject of the disclosure are kept confidential

12. Review of Policy

This policy will be reviewed annually to ensure it complies with relevant laws and remains relevant and effective. Completion of this review will be the responsibility of the Human Resources Manager. Amendments to the policy may be made at the discretion of the Board of Directors of the Bank.

13. Communication

This policy and associated procedures will be made available to all employees on the Bank's intranet site (COIN).

14. Report to the Board and other external authorities

The Human Resources Manager and CEO will arrange for the compilation of a report to the Board at least once a year on the effectiveness of this policy.

Subject to privacy and confidentiality the report will include:

- a brief description of the disclosure
- the action taken in response to the disclosure
- the outcome
- the timeframe in resolving/finalising the disclosure

Arab Bank Australia will also refer:

- the information in the disclosure
- the findings of an investigation
- which revealed conduct that may constitute a legal or criminal offence or when required to so by law
- to the relevant external agency, such as the police, ASIC or APRA.

APPENDIX A

ARAB BANK AUSTRALIA LIMITED WHISTLEBLOWER PROCEDURES

THE PROCEDURE

Procedures Statement

To supplement the “Whistleblower” policy Arab Bank Australia Limited (the Bank) provides the following procedures for raising and handling concerns of any malpractice by employees. These procedures have been developed taking into account the requirements of the Bank, Arab Bank plc and Australian regulatory authorities. This framework provides the following guidelines:

1. Raising a Concern:

Employees are encouraged to initially discuss any concerns with their immediate Supervisor/Manager and/or Head of Department, who if after completing an initial assessment find the concerns warrant further investigation and have reasonable ground will then raise the matter with the CRO and HRM.

The following list can help an employee decide if an allegation should be reported:

- Does the action comply with the Bank's policies and procedures?
- Is the action fair and ethical?
- Is the action truthful?
- Does the employee's action have the appearance of being loyal to the Bank?
- Is the action legal?
- Is the action consistent with Bank's practices?
- Will the action bring credit to the employee if disclosed to the public?
- Can the action be properly defended to a supervisor, other employees, and to the general public?
- Does the action conform to the spirit of the Bank's Code of Conduct?
- How would the action look to family and friends, our customers, and the general public if it were published on the front page of the newspaper?

2. What will the Bank do with the disclosure?

The Disclosure Officer has been appointed by the Bank to receive the disclosure directly from you (if you make an internal disclosure or from Your Call (if you make an external disclosure to Your Call)).

The Disclosure Officer will:

- carefully assess the information provided to decide the best action to take, including whether an investigation is required, to determine whether the misconduct is proven or not proven
- keep the information provided in a confidential and secure system
- coordinate and oversee the investigation where an investigator has been appointed
- appoint a Welfare Officer to support and protect the Whistleblower, if necessary, from victimisation
- advise the Whistleblower (through Your Call where anonymity is requested) of the progress of the matter to the extent it is legally permissible and appropriate to do so
- take all reasonable steps to ensure the identity of the Whistleblower and the person/s who is the subject of the disclosure are kept confidential

Reporting via the Web:

- This is available 24/7 and can be accessed by logging on to www.your-call.com.au . Employee identity, information and privacy will be protected by secure 256-bit encryption.
- Once on the website employees must click on the 'click here to make a secure report' button on the right hand side of the screen.
- Employees enter the company/organisation unique code – ABAL2013
- Employees follow the prompts and complete the electronic form which is entirely between the employee and Your-Call.
- Employees have the ability to upload documentation and/or other evidence that may support their information.

Reporting via telephone:

- Call 1300 798 101 between the hours of 8.30am – 10pm, Monday – Friday (AEST excluding public holidays)
- 'Your-Call' does NOT have telephone number identification for either inbound or outbound telephone calls.

A report will be generated from 'Your-Call' back to the Bank within 4 hours of an employee submission. The report is sent to the CRO and HRM and the same procedure will be followed as above in relation to resolution.

3. Investigation of the disclosure

The Disclosure Officer/Other will carefully assess and use the information provided in the disclosure to decide the best action to take, including whether an investigation is required and, if so, determine the appropriate investigation process, including:

- the nature and scope of the investigation
- who will conduct the investigation and whether that person should be external to our organisation
- the nature of any technical, financial or legal advice that may be required
- a timeframe for the investigation (having regard to the level of risk)

How will the investigation be conducted?

The investigation must be conducted in a constructive, impartial and lawful way according to the principles of natural justice and procedural fairness.

The Investigator will:

- gather information, material and documentation concerning the disclosure as quickly as possible. (This may involve taking steps to protect or preserve documents, materials and equipment.)
- take a statement or record of interview and or tape formal interviews with witnesses as required (Where the whistleblower wishes to remain anonymous and does not wish to make a statement they will not be asked to do so.)
- keep information gathered in the investigation securely
- take all reasonable steps to protect the identity of the Whistleblower. (Where disclosure of the identity of the whistleblower cannot be avoided due to the nature of the allegations, the investigator will warn the whistleblower of this probability)
- complete the investigation and provide a report of their findings as soon as is reasonably practical

Investigator's Report

At the conclusion of the investigation, the investigator will provide a written report to the Managing Director and/or the Chief Risk Officer including:

- a finding of all relevant facts
- whether the disclosure is proven, not proven or otherwise
- recommendation/s, when requested to do so, as to any action that may be taken in respect of the findings

The Bank will use the report to determine the action (if any) to be taken including disciplinary action.

The findings will be communicated to the relevant parties involved to the extent that it is legally permissible and appropriate to do so.

4. Reporting the matter to external authorities

The Bank will refer:

- the information in the disclosure
- the findings of an investigation
- which revealed conduct that may constitute a legal or criminal offence or when required to so by law
- to the relevant external agency, such as the police, ASIC or APRA.

5. Breaches of the Procedure

Employees of the Bank that blatantly breach this policy and procedure will be subject to disciplinary action. Any employees engaging in victimisation against a whistleblower will also be subject to disciplinary action.

6. False, Malicious or Vexatious Claims or Statements

Employees who file reports or provide evidence, which they know to be false, malicious or vexatious or without reasonable belief in the truth and accuracy of such information will not be protected by this Policy and may be subject to disciplinary action including dismissal. The disciplinary action will depend on the severity, nature and circumstances of the false disclosure.

7. How will this policy be made available to ABAL officers and employees

This policy is available to all ABAL employees and officers on the Banks intranet (COIN) and website.

8. Attachment 1 – Whistleblower Policy Employee Declaration

I acknowledge that I have read and understood the above named policy and procedures and accept it as part of my employment with Arab Bank Australia Limited.

Name	Signature	Date
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