



**Oneview Healthcare PLC (ASX: ONE)**

**ABRN: 610 611 768**

## **Whistleblowers Policy**

**Oneview Healthcare PLC is an Irish company registered under the Companies Act 2014 as a public limited company (513842). It is registered under the Corporations Act 2001 (Cth), Australian Registered Body Number 610 611 768.**

# Whistleblowers Policy

## Oneview Healthcare PLC and its subsidiaries (the Company)

---

### 1. Introduction and Purpose

#### 1.1 Background

The Company is committed to promoting and supporting a culture of corporate compliance and ethical behaviour.

#### 1.2 Purpose

The purpose of this Whistleblowers Policy (**Policy**) is to:

- (a) Encourage Workers to raise any concerns and report instances of Relevant Disclosures where there are reasonable grounds to support such action, without fear of intimidation, disadvantage or reprisal;
- (b) outline the mechanisms for the reporting and investigation of reported matters;
- (c) outline the measures in place to protect a whistleblower; and
- (d) outline the additional procedures and protections that apply to whistleblowers under the Protected Disclosures Act 2014 ("the Act"). Paragraph 5.2 of this Policy explains these procedures and protections.

It is expected that Workers will report known, suspected or potential cases of Relevant Wrongdoings. Failure to raise issues could result in disciplinary action.

It is also expected that Workers should act in good faith when making a disclosure. In the unlikely event that we conclude that a Worker did not have a reasonable belief that a relevant wrongdoing has been, is being, or it likely to be committed and has knowingly made false allegations (including those made vexatiously or maliciously, in bad faith or with a view to personal gain) then that Worker may be subject to disciplinary action. For employees, this may be regarded as gross misconduct and may lead to disciplinary action up to and including dismissal, or in the case of non-employees, suspension or cessation of the relevant contract for services.

#### 1.3 Definitions

Capitalised terms used in this Policy are defined in the Schedule.

---

### 2. Scope

This Policy applies to all Workers who wish to report Relevant Wrongdoings regarding the Company's activities.

This Policy does not deal with staff grievances (such as complaints relating to your personal circumstances or the way you have been treated at work) which do not constitute Relevant Wrongdoings. Note that separate procedures exist to address such staff grievances.

---

### 3. Reporting conduct

#### 3.1 How to report conduct

Workers can report Relevant Wrongdoings to:

- (a) their immediate General Manager; or
-

- (b) if the Worker feels unable to raise the Relevant Wrongdoing with their General Manager, the Whistleblower Protection Officer identified in paragraph 3.3 of this Policy.

Following the investigation and in circumstances where all internal procedures have been exhausted, if the whistle-blower is not satisfied with the outcome of the investigation, the Company recognises the rights of Workers to make disclosures to prescribed persons (as defined in the Act) or, where justified, elsewhere. The Act provides for external reporting of wrong-doing to appropriate authorities in certain circumstances where:

- (a) The worker reasonably believes that the information disclosed and any allegations contained are "substantially true"; and
- (b) The wrong-doing falls within matters in respect of which there is a "Prescribed Person" within the meaning of the Act.

## **3.2 Confidentiality of reported conduct**

We hope that Workers will feel able to make disclosures openly under this Policy. However, if you want to raise your concern confidentially, we will make every effort to keep your identity secret. If it is necessary for anyone investigating your concern to know your identity, we will discuss this with you.

Circumstances where it may be necessary to disclose the identity of a whistleblower could include, for example, where:

- The person to whom the disclosure was made or referred reasonably believes that disclosing any such information is necessary for:
  - (i) The effective investigation of the relevant wrongdoing concerned;
  - (ii) The prevention of serious risk to the security of the State, public health, public safety or the environment; or
  - (iii) The prevention of crime or prosecution of a criminal offence.
- The disclosure is otherwise necessary in the public interest or is required by law.

If such a situation arises where we are not able to resolve or further investigate a potential relevant wrongdoing without revealing your identity, we will discuss with you how we can best proceed.

We do not encourage anonymous disclosures. Proper investigation may be more difficult, or even impossible, if we cannot obtain further information from you. A whistleblower who is concerned about a possible reprisal if his/her identity is revealed should raise this with the Chief People and Culture Officer or his/her designees.

## **3.3 Whistleblower Officer**

The Company's has nominated its initial Whistleblower Protection Officer as Mr Mark Cullen. Mark is an independent non-Executive Director of Oneview and Chairman of the Oneview Audit and Risk Management Committee and may be contacted in confidence in the first instance by email at [mh.cullen@me.com](mailto:mh.cullen@me.com).

---

## **4. Handling of reports**

### **4.1 Timely review of reported conduct**

All reports of Relevant Wrongdoings will be investigated by a Whistleblower Protection Officer on a timely basis. Appropriate corrective action will be taken as warranted by the investigation.

## **4.2 Role of Whistleblower Protection Officer**

The Whistleblower Protection Officer is responsible for:

- (a) coordinating the investigation into any report received from a whistleblower;
- (b) documenting and handling all matters in relation to the report and investigation; and
- (c) finalising all investigations.

The Whistleblower Protection Officer will, at all times, have direct and unrestricted access to reasonable financial, legal and operational assistance when this is required for any investigation.

## **4.3 Rights of person who is alleged to have acted improperly**

A person who is the subject of an investigation is entitled to be:

- (a) informed as to the substance of any adverse comment that may be included in a report or other document arising out of any such investigation; and
- (b) given a reasonable opportunity to put their case to the Whistleblower Protection Officer who is investigating the report.

## **4.4 Whistleblower will be kept appropriately informed**

The whistleblower will be kept appropriately informed of the progress of action taken in respect of their report. At the conclusion of the investigation, they will be informed of the outcome.

## **4.5 Confidentiality**

The Company and any persons receiving reports will not disclose particulars of reported matters that would suggest the identity of the whistleblower without obtaining the whistleblower's prior consent, subject to any requirements of applicable law. Any such disclosure to which the whistleblower consents will be made on a strictly confidential basis.

All files and records created from an investigation will be retained under strict security. The unauthorised release of information (without a whistleblower's consent) to any person not involved in the investigation (other than the Audit & Risk Management Committee) is a breach of this Policy, subject to any requirements of applicable law.

The Audit & Risk Management Committee will receive copies of all investigation reports from Whistleblower Protection Officers. Anonymity and confidentiality requirements will be observed by the Audit & Risk Management Committee.

---

# **5. Protection of whistleblowers**

## **5.1 General protections**

Whistleblowers that report a concern in good faith under this Policy must not be personally disadvantaged by:

- (a) dismissal;
- (b) demotion;
- (c) any form of harassment;
- (d) discrimination; or
- (e) current or future bias.

The whistleblower is not, however, protected from civil or criminal liability for any of his or her conduct which may be revealed by the report. However, if a whistleblower reports such conduct and actively cooperates in an investigation in which they may be implicated, there may be some cases where the fact they have made a report will be taken into account as a mitigating factor when determining actions which may be taken against them.

## **5.2 Protection under Legislation**

The Act provides additional protections in relation to the reporting of information. A disclosure of information by a person qualifies for protection under the Act if the whistleblower:

- (a) is a Worker;
- (b) who reasonably believes that the disclosure of information tends to show one or more relevant wrongdoings is occurring, has occurred or is likely to occur; and
- (c) the information came to the attention of the Worker in connection with his or her employment or engagement by the Company.

The Act provides for redress for employees who are dismissed or otherwise penalised for having reported possible wrongdoing in the workplace. Workers may also, under the Act, be entitled to legal immunity from any civil or criminal liability arising from making any disclosures.

The Company and its subsidiaries are committed to full compliance with the Act.

Workers are strictly prohibited from engaging in any behaviour or act which may cause detriment to those making a disclosure. Where any employee engages in such behaviour, this may be regarded as gross misconduct and may lead to disciplinary action up to and including dismissal, or in the case of non-employees, suspension or cessation of the relevant contract for services.

---

## **6. Other matters**

### **6.1 Amendment of Policy**

This Policy does not form part of any employee's contract of employment and may be amended at any time in line with changes in legislation and best practice.

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

### **6.2 Adoption of Policy and Board review**

This Policy was adopted by the Board on 17<sup>th</sup> February 2016 and takes effect from that date and replaces any previous policy in this regard.

The Board will review this Policy periodically. The Company Secretary will communicate any amendments to Workers as appropriate.

## Schedule 1 Definitions

For the purposes of this Policy:

**Worker** includes permanent and fixed-term employees, consultants, contractors, volunteers/interns, trainees, work experience students, interns, part-time, full-time and casual workers and temporary agency workers.

**General Manager** means a member of the Senior Management Team

**Group** means the Company and its subsidiaries.

**Relevant Wrongdoing** is defined (in accordance with the Protected Disclosures Act 2014) as one or more of the following:

- (a) That an offence has been, is being or likely to be committed;
- (b) That a person has failed, is failing or is likely to fail to comply with any legal obligation, other than one arising under the Worker's contract of employment or other contract whereby the Worker undertakes to do or perform personally any work or service;
- (c) That a miscarriage of justice has occurred, is occurring or is likely to occur;
- (d) That the health or safety of any individual has been, is being or is likely to be endangered;
- (e) That the environment has been, is being or is likely to be damaged;
- (f) That an unlawful or otherwise improper use of funds or resources of a public body, or other public money, has occurred, is occurring or is likely to occur;
- (g) That an act or omission is oppressive, discriminatory or grossly negligent or constitutes gross mismanagement; or
- (h) That information tending to show any matter falling within any of the preceding subparagraphs has been, is being or is likely to be concealed or destroyed.

**whistleblower** means an Employee who alerts the Company and/or a regulatory authority to Relevant Wrongdoing.

**Whistleblower Protection Officer** means a General Manager or other person nominated by the Company whose key responsibilities include protecting whistleblowers who report concerns under this Policy. The names and contact details of the Company's current Whistleblower Protection Officers, other than the General Managers, are identified in paragraph 3 of this Policy.