

S O L O T E L

1. Purpose of the policy

Whistleblowers are individuals who sound the alert on danger, malpractice, bribery, corruption, or other illegal or systemically poor conduct. This policy is designed to encourage those who are aware of a wrongdoing to speak up safely.

1.1 Note from the CEO

“I am proud of our culture in Solotel. We are committed to the highest standards of conduct and to promoting and supporting a culture of honest and ethical behaviour. Solotel encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct. This policy is designed to encourage those who are aware of a wrongdoing to speak up safely.

Speaking up can be daunting but it is important as that is how we can make change. Please read the policy so that if you are blowing a whistle you know what protections are available and how to make a report.

We have supports in place and arrangements to allow you to speak safely and even speak anonymously. We also have some places to go to get assistance and ask question with or without a name. This is designed to enable people to speak safely.”

— Justine Baker, CEO Solotel

2. Who does this policy apply to?

This policy applies to current or former board directors, officers, staff, volunteers, contractors or suppliers, plus their associates and their family members, and provides the basis for reporting and protection provided to the whistleblower for making a disclosure about corporate, financial or taxation misconduct.

SOLOTEL

3. What matters can be disclosed?

A discloser must have **reasonable grounds** to disclose information that they believe reveals:

- Illegal conduct, such as theft or violence
- Fraud or misappropriation of funds
- Financial irregularities
- Risk to public safety
- Instability of the company's financial system
- Acts that impact the core of the company's culture, for example, bullying or harassment that is systemic in nature.

Matters that are work-related grievances not covered by this policy include:

- Interpersonal conflict between employees
- Transfers or promotions
- Terms and conditions of engagement
- Decisions relating to the termination or engagement of employment
- Performance issues

Please refer to the Company's Complaints Handling Procedure for further information and guidance if you need to report these disclosures.

4. Who can receive a disclosure?

We nominated pathways to make it easy to report and people who can give you more information. We also have a pathway that can be accessed anonymously.

4.1 Eligible recipients

The Act provides the right to report to eligible recipients (senior manager, the Board and nominated whistleblower contacts), legal practitioners and other external

SOLOTEL

Regulatory bodies followed by parliamentarians and the press (see public interest and emergency disclosures below).

We suggest you make the report internally or through our external contact before using Regulatory bodies (ASIC, APRA and the ATO). This is to allow us to identify and address any wrongdoing as early as possible and build trust and confidence in our own processes.

We have made available an independent whistleblowing service which can be accessed through the web portal Elker or through the details in the contact section below.

To qualify for protection, the disclosure needs to be made to an 'eligible recipient'. You can contact our nominated whistleblowing contacts (NWC) using the details below. They are available to receive reports and assist with enquiries on how to access support and how to make a report.

We have configured an external platform that allows you to report with or without a name and to choose who you report to. We have also implemented an encrypted platform that allows for secure anonymous reporting.

The platform, known as Elker, is operated by a third-party provider. The link is available 24/7, day and night and allows you to report to a NWC or an independent provider.

There is also an ability to make public interest and emergency disclosures first to ASIC and APRA and then to parliamentarians or a journalist. **Independent legal advice** is recommended before doing so.

More information about reporting to an external body is available in the yellow box on the next page.

SOLOTEL

People who can receive a disclosure that qualifies protection include:

- 'Eligible recipients'
- Legal practitioners
- Regulatory bodies
- Journalists and members of the Commonwealth state or territory parliaments under certain circumstances see s 1317AAD

A **public disclosure** is the disclosure of information to a journalist or parliamentarian where:

- 1) At least 90 days has passed since the discloser made the disclosure to ASIC APRA or another Commonwealth body prescribed by the regulations
- 2) The disclosure does not have reasonable grounds to believe that action is being, or has been taken in relation to their disclosure
- 3) The discloser has reasonable grounds to believe that making a further disclosure of the information is in the public interest; and
- 4) Before making the public interest disclosure the discloser has given notice to the body in RG 270A (i.e. the body to which the previous disclosure was made) that includes:
 - a) enough information to identify the previous discloser
 - b) states that the discloser intends to make a public interest disclosure

An emergency disclosure is the disclosure of information to a journalist or parliamentarian where:

- 1) the discloser has previously made a disclosure of information to ASIC, APRA or another commonwealth body prescribed by regulation
- 2) The disclosure has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons in the natural environment
- 3) Before making the emergency disclosure the discloser as given written notice to the body to which the previous disclosure was made) that includes:
 - a) enough information to identify the previous discloser
 - b) states that the discloser intends to make a public interest disclosure

the extent of information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger

SOLOTEL

4.2 Status of Legal Advice and Whistleblowing

It is useful for you to note that if you approach a legal practitioner for the purpose of legal advice or representation on the whistleblowing provisions, then these conversations and the advice are protected even where the legal practitioner concludes that the disclosure doesn't relate to a disclosable matter.

5. How to make a disclosure using the external platform - Elker

The Elker platform offers you choices of where to send your disclosure – internally to the Solotel Nominated Whistleblowing Contact, or externally to a nominated external provider Shirli Kirschner of Resolve Advisors.

This platform guides disclosers through the process of logging a matter. It will provide a secure number for you to track the journey of your report. It allows for full anonymity and has the capability for anonymous two-way communication if it is required to get more information to progress the issue.

We encourage our employees to use this method of lodgement for any disclosures to ensure the accurate capture of the matter and to protect those who choose to remain anonymous. You will be provided with a unique number that will allow you to follow the progress of your claim and provide more information.

You can access Solotel Group's dedicated Elker portal at:

<https://solotelgroup.elker.com/widget/reporting/new>

You can read more about Elker at:

<https://elker.com>

SOLOTEL

6. What information Should I include?

To further assist you, we have also created a whistleblowing reporting template to help in having the right information in order to start the process immediately after receiving a report. You can find the template on the online portal and in Appendix A below.

7. Contacting Our Nominated Whistleblowing

Contact

Name and position	Contact
Whistleblowing contact support and investigation	
Chief Financial Officer	Karin Hattingh karin.hattingh@solotel.com.au
People & Performance Director	Sarah-Ellen Maxwell sarah.maxwell@solotel.com.au

Making a complaint to Officers and senior managers (Eligible recipients)

We consider the following roles as senior manager positions in our organisation:

- Director (Executive and Non-Executive)
- Chairman
- Chief Executive Officer (CEO)
- Chief Finance Officer (CFO)
- Company Secretary

If you speak to one of the Senior managers, they can also refer the matter to the Nominated Whistleblowing Contact for you or assist you with your Elker report.

S O L O T E L

8. How am I protected?

8.1 Support and Practical Protections for Disclosers

You can make your disclosure anonymous and continue to be anonymous including not answering any questions that you feel will reveal your identity.

Elker allows you to have follow up conversations without revealing your identity. If your identity is known by the organisation through your supervisor or by contacting a senior manager or officer, we suggest using a pseudonym to prevent inadvertent breaches.

You can access support on an anonymous basis by contacting the Confidential EAP service provider (Centre for Corporate Health) for support.

8.2 Legal Protections for the discloser

There are protections for disclosers who qualify for protection as a whistleblower (see above for what qualifies). This includes the right to identity protection and protection from detrimental acts (or omissions) due to a disclosure having been made.

The corporations act provides compensation to you if there is a breach by us as well as other remedies including civil criminal and administrative protections and fines.

Solotel will monitor and manage the behaviour of people and entities involved in the report and endeavour to protect the whistleblower from treatment or threats because the person has made the report.

Actions which **include detrimental conduct** include bullying, dismissal or removing a bonus because you have made a disclosure.

SOLOTEL

The kind of actions that may be needed and **do not constitute detrimental conduct** include administrative action required to keep you safe e.g. moving you to another workplace if you have made a disclosure about your immediate work environment.

If you think you have suffered a detriment as a result of making a report, please reach out urgently to the Nominated Whistleblowing Contact or through Elker. You can also contact the ATO or ASIC for further information, or seek legal advice.

8.3 Civil and legal liability protections for the discloser

A discloser is protected from the following for making a disclosure:

- civil liability (that is legal action for breach of a contractual relationship)
- criminal liability (that is legal action for unlawfully releasing information)
- administrative liability (e.g.: disciplinary action for making the disclosure)

The protections do not grant immunity for any misconduct that a discloser has engaged in that is revealed in the disclosure.

9. Handling and investigating a disclosure

9.1 Assessment (Triage)

All disclosures will be taken seriously and handled sensitively and fairly.

The first step is to ensure that the information is reviewed to see whether it meets the criteria for a qualifying disclosure. The report will be assessed by the Nominated Whistleblowing Contact.

Assessments take around three business days from the initial disclosure.

- It may be that further information is needed from the reporter to proceed, and this can be arranged through the Elker platform whilst still protecting the anonymity of the reporter.

SOLOTEL

- It may be that the disclosure pertains to an issue that needs attention but doesn't qualify as a whistleblowing issue. In this case we will refer the matter to a different pathway and inform you accordingly.
- It may need to be sent to the police or another law enforcement agency. This too will be communicated.
- Qualifying disclosures usually result in an investigation.

9.2 If it is a qualifying disclosure who will investigate?

The NWC will ensure all disclosures covered by this policy and procedure are, where appropriate, investigated in an objective, fair and appropriate manner, depending on the circumstances of each disclosure. The company reserves the right to use both internal and external resources to investigate a qualifying disclosure, or part of it.

Disclosures that involve senior executives or board members will generally be allocated to an external investigator appointed by our external legal adviser. You can view details of our investigation process, including steps and fair treatment protections, in the yellow box on the next page.

SOLOTEL

Investigation steps

The investigation process usually involves the following steps:

1. Interview the whistleblower to obtain relevant information.
2. Interview any alleged wrongdoer to obtain a response to the disclosure.
3. Interview any relevant witnesses regarding the matter.
4. Obtain and review documents or any other material relevant to the disclosure.
5. Conduct further interview/s with the whistleblower and others to provide them with further information and obtain responses to material arising from the investigation.
6. All relevant material, including interviews and documents obtained during the investigation, is considered and a report prepared. Reports may contain findings of fact, whether a disclosure has been substantiated, as well as recommendations.
7. Interviews can be conducted face-to-face, video link or email.
8. The report is often provided in draft to the parties for comments and feedback.

Fair process protections

An investigation into a qualifying disclosure where another employee is implicated will follow a fair process including:

- Informing the relevant employee of the substance of a qualifying disclosure, as far as it pertains to them.
- Giving the relevant employee a reasonable opportunity to respond to any matter that relates to them or their conduct before the investigation is finalised.
- Informing the relevant employee of any adverse finding directly affecting them that arises out of the investigation.
- Giving the relevant employee a reasonable opportunity to respond to any such adverse finding before the report is finalised.

There are limits to providing information that an investigation is about to proceed.

Sometimes this doesn't occur for example where there is a concern that it may result in documents being destroyed.

Under this policy, any potential disciplinary action against a relevant employee arising out of or as a result of an adverse finding in an investigation, will be dealt with consistently by the usual practice, policy or procedure relating to a disciplinary action.

SOLOTEL

9.3 Can my anonymity be protected if I'm interviewed during investigation?

For anonymous reports the external encrypted platform (Elker) will allow for sharing of information and documents without the need to disclose identity.

Depending on the matter, this will need to be discussed and managed. Sometimes the nature of the matter means that the circumstances will make an identity obvious (eg. a small group is privy to the data or other such circumstances).

If this is the case appropriate protections will need to be arranged.

9.4 How long does the investigation take?

Where practicable the Company will aim to finalise an investigation of disclosure within 90 days from the date the disclosure is first made.

9.5 Transparency and communication

The Company will take reasonable steps to keep the whistleblower informed. For reports that have used our external provider and Elker channel, we can update the status on that channel.

The frequency of updates and timeframes will vary according to the nature of the disclosure. Generally, we will try and let you know when the investigation has begun, when it is in progress and after it has been finalised, unless there is a reason not to.

9.6 Reporting of investigation findings

At the conclusion of the investigation, the findings will be reported to Board. The whistleblower will be informed of the outcome of an investigation, although parts of the report may be confidential to protect the identity of others in the system.

SOLOTEL

9.7 Accessibility of policy

This policy and the Elker whistleblower portal will be made available on the intranet and the internet. It will also be included in the induction pack for the onboarding of all new staff.

10. Roles and responsibilities under this policy

Role	Name and position	Contact
Nominated Whistleblowing Contacts	Karin Hattingh <i>Chief Financial Officer</i>	karin.hattingh@solotel.com.au
	Sarah-Ellen Maxwell <i>People & Performance Director</i>	sarah.maxwell@solotel.com.au
Oversight and compliance	Board of Directors (Solotel)	
External contact manager	Shirli Kirschner <i>Resolve Advisors and Elker</i>	shirli@resolveadvisors.com.au 0411 380 380

11. Privacy and security of personal information

Please view the privacy policy for Solotel at:

<https://www.solotel.com.au/privacy-policy>

12. Reviewing and updating the policy

De-identified data from the reporting will be provided to the Board of Solotel and Amalgamated monthly.

This policy will be reviewed by July 2020.

Review date	Reviewer	Comment
23 December 2019	Shirli Kirschner	Draft reviewed against the ASIC Regulatory Guide 270 and legislation

SOLOTEL

Appendix A: What to include in your report

1. Details about the location or office where the matter occurred
2. Names of people involved
3. Specifics about the type of matter you are reporting. For example, it is useful to indicate if your report is about one of the following matters:
 - a) Illegal conduct, such as theft or violence
 - b) Fraud or misappropriation of funds
 - c) Financial irregularities
 - d) Risk to public safety
 - e) Instability of the company's financial system
 - f) Acts that impact the core of the company's culture, for example, bullying or harassment that is systemic in nature.
4. Whether you have reported this to anyone else and if so details about who was told and when.
5. Whether you are in need of any support such as legal, financial or mental health support.