

Whistleblower Protection Policy

Policy Owner: Chief Compliance Officer
Policy Level: Level 2 - Global

Version 8.1
October 2016

ANZ has a strong values based culture that encourages openness, integrity and accountability. This policy has been developed to ensure that all employees, contractors and auditors can freely and without fear of repercussions raise concerns regarding actual or suspected contraventions of our ethical and legal standards. This policy provides such a mechanism, and encourages the disclosure of reportable conduct.

The approach employees and contractors must follow if they wish to make a disclosure under this policy is described in the Whistleblower Protection Procedure - refer to the link on page 8.

APPLICATION

This policy applies to all employees and contractors of Australia and New Zealand Banking Group Limited (ANZBGL) and its controlled entities, including when acting at the Group's direction as a director or in any other capacity.

ANZ will comply with the minimum standards set out in this policy. In the event a legal obligation imposes a higher standard or requirement on ANZ, the legal obligation will prevail over the applicable minimum standard.

Employees and contractors of ANZ London branch should in addition to this policy, also take note of the UK addendum which sets out the requirements of the UK regulators (Financial Conduct Authority & Prudential Regulation Authority) in respect of application to ANZ Bank Europe Ltd (ANZBEL).

If any requirement of this policy is inconsistent with a legal obligation, the legal obligation prevails over the policy.

POLICY DETAIL

The following principles apply to Whistleblowing at ANZ:

1. ANZ will provide employees and contractors with the infrastructure by which they can safely disclose reportable conduct
2. All employees and contractors making disclosures must act in good faith - acting honestly, ethically and in the best interest of ANZ.
3. ANZ encourages former employees, contractors and Auditors to make a disclosure under this policy if they chose but the protections under this policy will be limited to protecting identify only
4. ANZ will ensure employees and contractors who disclose reportable conduct, as well as those assisting or participating in an investigation are not victimised or disadvantaged.
5. ANZ will regularly review all disclosures to ensure that no adverse consequences have been applied as a result of making a disclosure.
6. All employees and contractors have the right to communicate with regulators at any time, in relation to any concern within the scope of this policy.
7. All investigations undertaken under this policy must be conducted in accordance with the principles of fairness and natural justice.
8. Investigations must be timely, conducted impartially and comprehensively documented.
9. Each disclosure will have a unique identifier which will be provided to the whistleblower so they can liaise with the relevant WPO or seek feedback.
10. Where possible the outcomes of all disclosures will be provided to the whistleblower.

Note: Printed versions of this document may be obsolete. Please check MAX for the latest version.



WHISTLEBLOWER PROTECTION POLICY

ANZ will provide employees and contractors with the infrastructure by which they can safely disclose 'reportable conduct'.

All employees, contractors and Auditors are encouraged to report any genuine reportable conduct. This includes any conduct of a person (or persons) connected with ANZ, which in the view of the employee or contractor making the disclosure is:

- dishonest
- fraudulent
- corrupt
- illegal
- in breach of local laws
- unethical
- serious improper conduct
- an unsafe work practice
- a repeated breach of ANZ Policy or procedures; or
- any other conduct which may cause financial or non-financial loss to ANZ or be otherwise detrimental to ANZ's interests or reputation.

Disclosures of reportable conduct are submitted on a confidential basis and can be made anonymously if required. Disclosures will be kept confidential to the extent possible, subject to legal and regulatory requirements.

Reportable conduct can be disclosed through a variety of avenues. Employees and contractors can disclose reportable conduct to their Line Managers, Whistleblower Protection Officers or to an independent third party via ANZ's External Whistleblower Hotline, managed by Deloitte. For contact details please see the Where to Get Help section of this policy.

Before making a disclosure under this policy employees and contractors should consider if it is more appropriate to make a report to their Line Manager, Risk, Compliance or HR. Refer to Max (quick links) for details on how to escalate an issue.

All employees and contractors making disclosures must act in good faith - acting honestly, ethically and in the best interest of ANZ.

Disclosures of reportable conduct are a serious matter and as such employees and contractors must ensure that when making such disclosures they do so honestly and in the best interests of ANZ. Employees and contractors who make disclosures in good faith will not be subject to disciplinary or any other action even under circumstances where no reportable conduct is found to have occurred.

Employees and contractors who make malicious allegations of reportable conduct under the policy may be subject to disciplinary action that may include ANZ or another person taking legal action against them.

ANZ will ensure employees and contractors who disclose reportable conduct are not victimised or disadvantaged.

When an employee or contractor makes a disclosure of reportable conduct and that disclosure is made in good faith then that employee or contractor must not be victimised or personally disadvantaged in any way. This applies whether or not the reportable conduct is found.

An employee or contractor may be personally disadvantaged or victimised if they have been:

- dismissed or suspended
- demoted
- harassed or threatened
- discriminated against
- subject to current or future bias
- subject to derogatory treatment

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WHISTLEBLOWER PROTECTION POLICY

If an employee or contractor retaliates against or victimises a Whistleblower, they will be subject to disciplinary action which could include termination of their employment. Employees and contractors who are disadvantaged or victimised after making a disclosure under this policy should report such conduct to the WPO who managed the initial disclosure.

These protections extend to those persons who are participating and assisting in investigations being conducted under this policy.

All investigations undertaken under this policy must be conducted in accordance with the principles of fairness and natural justice.

Any investigation that is undertaken as a consequence of a disclosure of reportable conduct will be conducted fairly, and investigated impartially to ensure that each case is evaluated on its merits. For this to occur investigations will be conducted as soon as is practicable and records of the disclosure will be comprehensive and securely retained.

Investigations may require the investigator to contact the employee or contractor who made the disclosure to obtain additional information relevant to the investigation.

The Whistleblower Protection Officer will provide the whistleblower with updates on progress, as well as details of outcomes on the disclosure they have made.

Where a Whistleblower is not satisfied that a disclosure has been investigated and acted upon appropriately, that person may contact the Chief Compliance Officer to request that the investigation be reviewed.

Additional requirements for ANZ London based staff when undertaking activities on behalf of ANZ Bank Europe Ltd ("ANZBEL")

United Kingdom based employees are able to make a "reportable concern" to either of the UK's financial regulators – the Financial Conduct Authority ("FCA") or the Prudential Regulation Authority ("PRA"). In determining whether to make such a reportable disclosure, UK employees should take note of the following:

- Reporting to the FCA or the PRA is not conditional on a report first being made to ANZ
- It is possible to report using ANZ's internal arrangements and also to the FCA and the PRA
- It is not necessary for a disclosure to be made to the ANZ in the first instance

Reporting to the Financial Conduct Authority

Ph: +44 (0)20 7066 9200

Email: whistle@fca.org.uk

Write: Intelligence Department (Ref PIDA), Financial Conduct Authority, 25 The North Colonnade, London, E14 5HS

Reporting to the Prudential Regulatory Authority

Ph: +44 (0)203 461 8703

Email: PRAwhistleblowing@bankofengland.co.uk

Write: Confidential Reporting (Whistleblowing), PRA CSS, 20 Moorgate, London, EC2R 6DA

ROLES AND RESPONSIBILITIES

ROLE AND RESPONSIBILITIES OF EMPLOYEES AND CONTRACTORS

- Disclose any known or suspected acts of reportable conduct
- Make disclosures in good faith – honestly, ethically and in the best interests of ANZ
- Report concerns about the resolution or the conduct of investigations of disclosures to the Chief Compliance Officer

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WHISTLEBLOWER PROTECTION POLICY

- Do not disadvantage, victimise or retaliate against another employee or contractor who makes a disclosure
- Maintain confidentiality about disclosures they have made

ROLE AND RESPONSIBILITIES OF WHISTLEBLOWER PROTECTION OFFICER (WPO)

- Receive disclosures from employees and contractors
- Protect the interests of Whistleblowers
- Determine whether a disclosure satisfies the requirements of this policy and should be investigated
- Appoint a Whistleblower Investigation Officer (WIO) to investigate the disclosure
- Ensure investigations of reportable conduct are conducted in accordance with the principles of this policy
- Take such independent advice regarding the disclosure and its investigation as the WPO considers appropriate in the circumstances (subject to the WPO's confidentiality obligations under this policy, and the law)
- Determine the appropriate course of action to remediate/act on reportable conduct
- Report disclosures made to Group Investigations for recording and reporting requirements
- Report any Disclosure of Reportable Conduct against a Director or the Chief Executive Officer to the Chairman of ANZ's Board immediately
- Provide the whistleblower with updates on progress, as well as details of outcomes on the disclosure they have made.
- Maintain confidentiality about disclosures they receive

ROLE AND RESPONSIBILITIES OF WHISTLEBLOWER INVESTIGATION OFFICERS (WIO)

- Investigate disclosures following appointment by a WPO in accordance with the principles of fairness and natural justice
- Initiate a process to stop, prevent or mitigate reportable conduct
- Securely retain comprehensive records of investigations
- Make recommendations to the WPO
- Maintain confidentiality about disclosures they are investigating

ROLE AND RESPONSIBILITIES OF WHISTLEBLOWER PROTECTION CHAMPIONS (WPC)

- Actively promote awareness of the policy through regular communications and training packs.
- Provide information and assistance to employees and contractors wishing to make a disclosure
- Act as a local contact point for WPO's and WIO's to assist with local issues and investigations
- Complete WPC training (via EDGE)
- It is not the role of a Whistleblower Protection Champion to receive disclosures or commence an investigation

ROLE AND RESPONSIBILITIES OF THE CHIEF COMPLIANCE OFFICER

- Approve any changes to the policy
- Ensure CRG reviews all disclosures made in the preceding period to ensure appropriate oversight and disposition of disclosures

In the event that an investigation reveals a breach or potential breach of the law or ANZ policy, the WPO will consult with the Chief Compliance Officer to determine whether or not an Incident Management Report will be lodged.

ROLE AND RESPONSIBILITIES OF THE HEAD OF GROUP INVESTIGATIONS

- Provide advice and support to WPOs in respect to managing disclosures.
- Maintain and publish a register of WPOs, Alternate WPOs and WPCs and update the list every six months or as otherwise required
- Maintain a secure and restricted record of all disclosures made under the policy
- Report to OREC and to the Audit Committee in October each year, de-identified statistical information about the number and type of disclosures for the previous financial year
- Report to the Chief Compliance Officer on all disclosures made in the preceding period, including details of disclosures made and actions taken

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WHISTLEBLOWER PROTECTION POLICY

- Conduct annual review of this policy to ensure it remains effective
- Publish the contact details of the External Whistleblower Hotline on MAX
- Complete the Annual Company Level Controls for this Policy to ensure that the controls are effective
- Ensure an annual assessment is completed to ensure key control, design and operational effectiveness of the policy is maintained.
- Due to particular reporting and oversight requirements of the Board of ANZ Bank New Zealand Ltd under its Conditions of Registration, and to comply with the requirements of the *Protected Disclosures Act 2000* (NZ), the Head of Group Investigations will provide the following information to the relevant stakeholder in NZ:
 - Provide a status update to an employee or contractor who makes a disclosure within 20 business days of the disclosure being made
 - Report any disclosure of reportable conduct against a Director or the Chief Executive Officer of ANZ Bank New Zealand Ltd to the Chairman of ANZ Bank New Zealand Ltd Board immediately
 - Consult the ANZ Bank New Zealand Ltd Board on appropriate steps to be taken to address reportable conduct, subject to the confidentiality requirements of this policy and the law

Due to particular reporting and oversight requirements of the Board of ANZ Bank Europe Ltd (ANZBEL) the Head of Group Investigations will provide the following information:

- A report must be made at least annually to the Board of ANZBEL where a reportable event has been made by an UK based employee, and it relates to the service being provided by ANZ London Branch employees to ANZBEL under the terms of the SLA.
- Ensure ANZBEL provide reports to the Financial Conduct Authority about each case that they contested but lost before an employment tribunal where the claimant successfully based all or part of their claim on either detriment suffered as a result of making a protected disclosure.

POLICY BREACHES

All policy breaches must be immediately escalated to the Policy Owner. ANZ will apply the [Performance Improvement and Unacceptable Behaviour Policy](#) in determining the consequences of a policy breach.

A breach of this policy is also breach of the ANZ Code of Conduct and Ethics, and may have serious consequences for employees and contractors, including termination where appropriate.

Note: Policy breaches will be dealt with in accordance with the ANZ Global Performance Improvement and Unacceptable Behaviour Policy and must be escalated to the Policy Owner.

POLICY EXEMPTIONS

There are no exemptions to this Policy.

Note: All Policy Exemptions, including country level exemptions to a global policy, must be submitted for approval to the Policy Owner using the [Policy Exemption Form](#), with a copy to Policy Governance.

LEGAL OBLIGATIONS

If, in performing duties under this policy, you complied with a legal obligation that was inconsistent with this policy, you must report this inconsistency to your local compliance manager and to the Policy Owner

WHERE TO GET HELP

For assistance with the policy please contact the **Policy Administrator**.

For information about whistleblower protection contact a **Whistleblower Protection Champion**.

ANZ has selected and trained people within each business to fulfil the important role of Whistleblower Protection Champions. Whistleblower Protection Champions are an important source of information for employees and contractors about how the WPP operates. Refer to MAX for current list of Whistleblower Protection Champions.

To disclose reportable conduct contact the following:

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WHISTLEBLOWER PROTECTION POLICY

Whistleblower Protection Officer

Chief Compliance Officer
Ph: +61 3 8654 7734

Group General Manager Internal Audit
Ph: +61 3 8655 6550

Alternate Whistleblower Protection Officers

Head of Group Investigations
Ph: + 61 3 8655 1757

General Manager Compliance, Institutional
Ph: +65 6708 0688

Whistleblower Website - In the event that an employee or contractor does not feel comfortable making a disclosure to an internal WPO, the disclosure may be made to an independent third party via ANZ's External Whistleblower reporting service managed by Deloitte. The relevant link can be found on the Whistleblower page on Max.

You can also access this website using a QR code but you will need a QR reader on your smartphone to use this option;



Whistleblower Protection Hotline - In the event that an employee or contractor does not feel comfortable making a disclosure to an internal WPO, the disclosure may be made to an independent third party via ANZ's External Whistleblower Hotline, managed by Deloitte, on:

Australia:	Ph: 1800 997 448 (Toll Free)
New Zealand:	Ph: 0800 376 325 (Toll Free)
Other International:	Ph: +61 3 9667 3731

Group Investigations Hotline & email - alternatively, an employee or contractor can report matters to Group Investigations as follows:

Australia:	Ph: 1300 362 197
Email:	groupinvestigations@anz.com

Disclosures made to Group Investigations will be treated with the same confidentiality as a whistleblower report. Any Investigations undertaken in these circumstances are overseen by the Head of Group Investigations.

Escalate an Issue

Employees and Contractors should consider other alternatives before reverting to this policy. These can be found on Quick Links on Max;

- Escalate an issue
- [Solve the problem](#) - dispute resolution procedure
- [Equal Opportunity, Bullying and Harassment Policy](#)

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WHISTLEBLOWER PROTECTION POLICY

GLOSSARY

Please refer to the [Policy Glossary](#) for definitions of standard terms used in this policy.

Other terms used in this policy are defined as follows:

Alternate WPO	A director, secretary or senior manager of ANZ nominated by OREC (in the case of Alternate WPOs) or approved by a WPO to receive and investigate Disclosures.
Disclosure	A report of reportable conduct made by an employee and/or a contractor to a Whistleblower Protection Officer.
Whistleblower Protection Officer (WPO)	Whistleblower Protection Officer is a director, secretary or senior manager of ANZ nominated by OREC to receive disclosures
Group Investigations	Team responsible for investigating allegations of internal fraud and corruption involving ANZ employees and contractors
CRG	Means Clawback Review Group. CRG is a senior executive management forum, responsible for overseeing disclosures.
OREC	Means Operational Risk Executive Committee. OREC is the senior executive management forum responsible for oversight of operational risk. OREC supports the Risk Committee in respect of its Operational Risk oversight, including Regulatory Compliance
Reportable Conduct	Any action or activity that the employees and contractors making the disclosure believes to be: <ul style="list-style-type: none"> ▪ dishonest ▪ fraudulent ▪ corrupt ▪ illegal ▪ in breach of local laws ▪ unethical ▪ serious improper conduct ▪ an unsafe work practice ▪ a repeated breach of ANZ Policy or administrative procedures; or ▪ any other conduct which may cause financial or non-financial loss to ANZ or be otherwise detrimental to ANZ's interests and reputation
Whistleblower	An employee or contractor who makes a disclosure of reportable conduct
Whistleblower Investigation Officer (WIO)	An individual appointed by a WPO to whom a disclosure is made who is responsible for investigating the matters raised by a disclosure, and making recommendations following the conduct of the investigation
Whistleblower Protection Champion (WPC)	An employee or contractor responsible for providing information about this policy to enquiring employees and contractors
Victimise	Causing detriment to another person or threatening to cause detriment to another person. Victimisation of Whistleblowers is a crime. In Australia, ASIC may investigate and prosecute alleged victimisation. A person who suffers damage as a result of victimisation may be entitled to seek compensation.

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POLICY ADMINISTRATION

Policy Administrator	Head of Group Investigations
Related policies	ANZ Code of Conduct and Ethics
Supporting procedures or guidelines	Whistleblower Protection Procedures –2A Making a WPP report WPP investigation process Whistleblower Protection Officer (WPO) Whistleblower Champion
Date of last review	October 2016
Next scheduled review	July 2017
Regulator (if applicable)	Australian Prudential Regulation Authority (APRA) Australian Securities and Investments Commission (ASIC)
Compliance mechanism	Company Level Controls: Annual Attestation from WPOs Key control testing
Approval Body	Operational Risk Executive Committee (OREC)

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