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	Date Revision Effective:	Appendices:
WHISTLEBLOWING POLICY	Issued by: Operations CEO	
	Authorised by: Myles Foreman	
	Related Policies: Confidentiality Policy Fraud Policy	

1 Purpose

Racing Australia (**RA**) is committed to fostering a culture where you feel safe to speak up where you believe wrongdoing has occurred. You are encouraged to speak up if you observe or suspect conduct that concerns you. RA will support you if you raise a concern and will not tolerate any form of retaliation or victimisation as a result of you speaking up in accordance with this policy.

This policy aims to provide clarity on how RA supports you so that you:

- are encouraged to express your concerns;
- know how to express your concerns;
- know what will happen when you express your concerns; and
- feel safe in expressing your concerns.

This policy has been prepared in accordance with the Corporations Act and ASIC Regulatory Guide 270: Whistleblower policies.

2 Scope

This policy applies to whistleblowers, who can be employees and officers as well as others with a connection to RA, such as contractors/suppliers (and their employees) and associates, or a relative, dependent or spouse of these individuals.

Whistleblowers qualify for protection under the Corporations Act if they are an eligible person who has made:

- a disclosure of reportable conduct to an eligible recipient or to ASIC, APRA or another relevant Commonwealth body;
- a disclosure to a legal practitioner for the purposes of obtaining legal advice/representation about the operation of the whistleblower provisions in the Corporations Act (even if the legal practitioner determines that a disclosure does not relate to reportable conduct); or
- an 'emergency disclosure' or a 'public interest disclosure' to a parliamentarian or a journalist in certain circumstances.

It is very important to note that disclosures that are:

- not about reportable conduct;
 - not made by an eligible person; and
 - not made to an eligible recipient (or other relevant person/entity referred to above),
- do not qualify for protection under the Corporations Act.

This policy also applies to persons associated with disclosures made by whistleblowers, such as those responsible for conducting investigations and those named in a disclosure.

3 Definitions

In this policy, the following terms have the meaning given to them below.

allegation means an allegation of reportable conduct raised in a whistleblower disclosure.

Corporations Act means the *Corporations Act 2001* (Cth).

detrimental conduct means any actual or threatened conduct that could cause a detriment to you (or any other person) as a result of you making a whistleblower disclosure, including:

- termination of employment;
- change of position or duties to your disadvantage;
- harassment, bullying, victimisation or intimidation;
- personal or financial disadvantage;
- unlawful discrimination;
- harm or injury, including psychological harm;
- any damage, including to reputation, property, business or financial position; or
- any other conduct that constitutes retaliation.

EAP means RA's confidential Employee Assistance Program provided by Psychology Melbourne (Melbourne) and Associated Counsellors (Sydney and Scone). Contact details are available on the RA Intranet.

eligible person means an individual who is, or has been, one of the following:

- employee;
- director or company secretary;
- contractor, consultant, supplier, service provider or volunteer (and their employees);
- associate,

of, or working with, RA or a relative, dependent or spouse of one of the above individuals.

eligible recipient means:

- a senior manager of RA;
- a director or company secretary of RA; or
- RA's auditor.

FGRC means the RA Finance Governance and Remuneration Committee.

reportable conduct means any conduct in relation to RA that is:

- fraud, money laundering or misappropriation of funds;
- financially irregular;
- corruption or bribery;
- illegal or a breach of regulatory requirements;
- dishonest or unethical;
- misconduct or an improper state of affairs in relation to RA; or
- a danger, or represents a danger, to public safety or the stability of/confidence in the financial system.

Reportable conduct includes conduct that may not involve contravention of a particular law.

senior manager means the Operations CEO, Keeper of the Australian Stud Book and General Counsel.

whistleblower means an eligible person who makes a disclosure of reportable conduct in the manner described in this policy and therefore qualifies for protection as a whistleblower under the Corporations Act.

whistleblower disclosure means a disclosure made by a whistleblower that is being treated in accordance with this policy.

Whistleblower Investigation Officer means a senior executive of RA, currently the General Counsel.

Whistleblower Protection Officer means a senior executive of RA, currently the Operations CEO.

You (including any reference to “you” or “your”) means a whistleblower or someone contemplating making a disclosure.

4 Guidelines

This policy sets out processes and protections provided by RA regarding the disclosure of reportable conduct by whistleblowers, as required by the Corporations Act.

Making a disclosure

This policy applies where you make a disclosure of reportable conduct to an eligible recipient or another relevant person/entity in accordance with the whistleblower legislation.

Reportable conduct means any conduct in relation to RA that is:

- fraud, money laundering or misappropriation of funds;
- financially irregular;
- corruption or bribery;
- illegal or breach of regulatory requirements;
- dishonest or unethical;
- misconduct or an improper state of affairs in relation to RA; or
- a danger, or represents a danger, to public safety or the stability of/confidence in the financial system.

Eligible recipients can be contacted as follows:

- RA senior managers can be contacted by email (firstname.surname@racingaustralia.horse) or on (03) 8354 2500 (Melbourne) or (02) 8072 1900 (Sydney);
- contact details for RA directors and the company secretary can be obtained from the Operations CEO who can be contacted on (03) 8354 2500;
- RA's auditor (currently William Buck (Vic) Pty Ltd) can be contacted on (03) 9824 8555.

You must have reasonable grounds to suspect reportable conduct, but you can still qualify for protection even if the disclosure turns out to be incorrect. However, you must not make a report you know is not true, or is misleading. Where it is found that you knowingly made a false report, this will be considered a serious matter that may result in disciplinary action. There may also be legal consequences if you make a knowingly false report.

For the avoidance of doubt, reportable conduct does not include matters that are solely 'personal work-related grievances' (and that do not relate to detriment or threat of detriment to the discloser). These are generally grievances relating to an employee's/contractor's current or former employment or engagement that have implications for that person personally, and that do not have broader implications for RA. For example, an interpersonal conflict between employees, or a decision relating to employment or engagement, such as a transfer, promotion or disciplinary action of an employee.

However, a personal work-related grievance may still qualify for protection in some circumstances, such as where the disclosure is mixed with information about misconduct or the discloser is threatened with detriment for making the disclosure.

Reportable conduct will not include disclosures determined by the Whistleblower Investigation Officer to fall outside the scope of this policy, as described in the "Assessment of a Disclosure" section below.

Anonymity

When making a disclosure, you may do so anonymously and still be protected under the Corporations Act. Whilst you are encouraged to share your identity when making a disclosure, as it will make it easier for RA to address your disclosure, you are not required to do so. If you do not share your identity, RA will assess your disclosure in the same way as if you had revealed your identity. However, there may be some practical limitations in conducting the investigation if you do not share your identity.

Whistleblower protection

Identity protection (confidentiality)

All information received from you will be treated confidentially and sensitively.

If you make a disclosure, your identity (or any information which would be likely to identify you) will only be shared if:

- you give your consent to share that information;

- the disclosure is allowed or required by law (e.g. disclosure to a lawyer to get legal advice relating to the law on whistleblowing); or
- the disclosure is to ASIC, APRA, a member of the AFP, or a person prescribed by the whistleblower regulations.

In addition, in the case of information likely to identify you, if it is reasonably necessary to share the information for the purposes of an investigation, all reasonable steps should be taken to reduce the risk that you will be identified.

Further, the non-identifying content of your disclosure may need to be shared in order to report a matter of significance to RA's governance bodies, such as the RA Board and the FGRC.

Outside of the above exceptions, it is illegal for a person to identify a whistleblower or disclose information that is likely to lead to the identification of the whistleblower.

In order to protect the identity of whistleblowers, RA will take the following steps (among others as necessary):

- personal information or reference to the whistleblower will be redacted or a pseudonym will be used;
- whistleblower disclosures will be handled and investigated by appropriate persons;
- relevant documents will be stored securely;
- access to relevant information will be restricted to those directly involved in managing and investigating the whistleblower disclosure;
- those involved in the managing and investigating the whistleblower disclosure will be reminded of their confidentiality obligations.

Detrimental conduct prohibited

RA strictly prohibits all forms of detrimental conduct against whistleblowers.

Detrimental conduct means any actual or threatened conduct that could cause a detriment to you (or any other person) as a result of you making a whistleblower disclosure, including:

- termination of employment;
- change of position or duties to your disadvantage;
- harassment, bullying, victimisation or intimidation;
- personal or financial disadvantage;
- unlawful discrimination;
- harm or injury, including psychological harm;
- any damage, including to reputation, property, business or financial position; or
- any other conduct that constitutes retaliation.

Note that the following actions are not detrimental conduct:

- administrative action that is reasonable for the purpose of protecting a whistleblower from detriment; and
- managing a whistleblower's unsatisfactory work performance, provided the action is consistent with RA's performance management framework.

In order to protect whistleblowers from detrimental conduct, RA will take the following steps (among others as necessary):

- risk assessment of potential detriment to whistleblowers (and others) will commence as soon as possible after receiving a whistleblower disclosure;
- implement actions to prevent detriment where identified in a risk assessment, e.g. allow whistleblower to work from home;
- offer support services – see the “Support” section below;
- intervene if detriment has already occurred, e.g. disciplinary action.

Further to the above, to help protect whistleblowers, you will have access to the assistance of the Whistleblower Protection Officer as provided in this policy. Their role is to:

- seek to protect you from detrimental conduct;
- assist you in maintaining your wellbeing;
- maintain your confidentiality, where relevant, including as required by law;
- review and consider any complaints of detrimental conduct or any concern that your disclosure has not been dealt with in accordance with this policy; and
- escalate any matter they consider appropriate to the FGRC.

Compensation and other remedies

A whistleblower (or any other employee or person) can seek compensation and other remedies through the courts if:

- they suffer loss, damage or injury because of a whistleblower disclosure; and
- RA failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

Protection from liability

A whistleblower is protected from the following relation to a whistleblower disclosure:

- civil liability, e.g. legal action against you for breach of employment agreement;
- criminal liability, e.g. attempted prosecution of you for unlawfully releasing information; and
- administrative liability, e.g. disciplinary action.

However, the above protections do not grant immunity for any misconduct you have engaged in that is revealed in your whistleblower disclosure.

Investigation

Assessment of a disclosure

Upon receipt by RA of a whistleblower disclosure, it will be referred to the Whistleblower Investigation Officer to assess whether:

- it falls within the intended scope of this policy and qualifies for protection; and
- a formal, in-depth investigation needs to be carried out.

The Whistleblower Investigation Officer has the discretion to determine that a disclosure will not be dealt with under this policy, provided that the disclosure does not fall within the scope of applicable whistleblower legislation.

Review of the allegations

The Whistleblower Investigation Officer will carry out a preliminary review of the whistleblower disclosure and will decide whether the allegations raised should be investigated. Whilst not all whistleblower disclosures will necessarily lead to an investigation, they will be assessed and a decision made as to whether they should be investigated. For example, the Whistleblower Investigation Officer may decide that the allegations were investigated previously and that a new investigation will not be undertaken.

Note that RA may not be able to conduct an investigation if it is not able to identify you, e.g. you have made an anonymous disclosure and not provided any contact information.

RA's response to a whistleblower disclosure will vary depending on its nature (including the amount of information provided). The Whistleblower Investigation Officer will advise you of the decision whether or not to investigate once that decision has been made, unless the Whistleblower Investigation Officer has no means to contact you.

If the Whistleblower Investigation Officer decides that the allegations will be investigated, the Whistleblower Investigation Officer will conduct or commission an investigation.

Investigation process

Investigations will follow a fair process, be conducted in as timely a manner as the circumstances allow and be independent of the person(s) about whom an allegation has been made.

The Whistleblower Investigation Officer will, as appropriate, provide you with regular feedback on the progress and expected timeframes of the investigation, provided you can be contacted. The frequency and timeframe of updates will vary depending on the nature of the disclosure.

Provided there are no restrictions or other reasonable bases for doing so, persons against whom an allegation has been made will be informed of the allegation and will have an opportunity to respond to any allegation.

Investigation findings

The investigation may conclude with a report from the Whistleblower Investigation Officer or other investigator. The report will include findings on the allegations and a summary of the evidence on which the findings are based.

To the extent permitted under applicable laws, the Whistleblower Investigation Officer may inform you and/or a person against whom allegations have been made by you of the findings. Any report will remain the property of RA and will not be shared with you or any person against whom allegations have been made.

Escalations

Escalations to the Whistleblower Protection Officer

You should immediately inform the Whistleblower Protection Officer if you are concerned that:

- you may be, are being, or have been subjected to detrimental conduct; or
- your disclosure has not been dealt with in accordance with this policy.

The Whistleblower Protection Officer will consider the concerns you have raised and may take such action as the Whistleblower Protection Officer considers appropriate. However, the Whistleblower Protection Officer may not be able to take action if you wish to remain anonymous.

Escalations to the FGRC

You may escalate your concerns directly to the Chair of the FGRC if you consider that:

- the Whistleblower Protection Officer has not adequately resolved a complaint regarding detrimental conduct; or
- this policy has not been followed by RA.

You may request that the Whistleblower Protection Officer escalate your concerns to the FGRC if you are not satisfied with the:

- findings of the investigation; or
- decision of the Whistleblower Investigation Officer not to conduct an investigation.

If you make such a request, you may provide the Whistleblower Protection Officer with a written submission to be sent to the FGRC setting out your concern. When considering the request, the FGRC is not required to reopen or reinvestigate the matter.

Support

If you are a current or former employee (or an immediate family member), you may access RA's confidential EAP. Current and former employees may also request additional support from the Whistleblower Protection Officer if required.

RA will endeavour to support you, but it will not be able to provide the same practical support to non-employees that it provides to current employees. Therefore, the processes in this policy will be adapted and applied to the extent reasonably possible.

RA will at all times be able to raise and address with you matters that arise in the ordinary course of your employment or contractual relationship (e.g. any separate performance or misconduct concerns).

Any employee who is the subject of, or mentioned in, a whistleblower disclosure will also be supported and may access the EAP.

Reporting to regulators

For the sake of clarity, nothing in this policy is intended to restrict you from disclosing reportable conduct, providing information to, or communicating with a government agency, law enforcement body or a regulator in accordance with any relevant law, regulation or prudential standard applicable in a jurisdiction in which RA operates.

Fair treatment of persons mentioned in a disclosure

RA will take all reasonable steps to ensure the fair treatment of individuals who are mentioned in a whistleblower disclosure, including those who are the subject of a disclosure.

In order to ensure this occurs RA will:

- handle disclosures confidentially to the extent it is practical and appropriate to do so;
- assess each disclosure to determine whether an investigation is required;
- conduct investigations in a fair, independent and objective manner;
- conduct investigations to determine whether there is sufficient evidence to substantiate or refute the allegations of reportable conduct; and
- provide all persons involved in investigations with natural justice and procedural fairness.

5 Breach of policy

Consequences

Breach of this policy may be regarded as misconduct, which may lead to disciplinary action (including termination of employment or engagement). An individual may also be exposed to criminal or civil liability for a breach of relevant legislation.

Escalation

Any alleged breach of this policy will be taken seriously and, if appropriate, will be separately investigated. Potential or realised breaches of obligations outlined in this policy must be dealt with in accordance with other relevant RA policies and/or an employee's employment agreement.

6 Access to policy

This policy is available to all officers and employees as part of the Employee Handbook, a copy of which is provided to them and is posted on the RA Intranet.

It is also publicly available on the RA website.