

# AIA Australia **Whistleblower Policy**

Incorporating

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AIA Australia Limited  
AIA Financial Services Limited

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## 1. Scope and Definitions

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### 1.1. Purpose and Background

Speaking up about any issues or concerns we have is an important way to ensure that AIA continues to embody its Operating Philosophy of *doing the Right Thing, in the Right Way, with the Right People*. In addition to the Incident and Breach Reporting processes available through the [Report a Matter Portal](#) on the Hive, individuals (known as Whistleblowers) may seek to report incidents anonymously or confidentially by making a Protected Disclosure.

This Policy outlines:

- the kinds of disclosures that will be Protected Disclosures,
- what protections are extended to Whistleblowers by AIAA,
- how an employee can go about making a protected disclosure, and
- how AIAA will manage matters that are raised by Protected Disclosures.

### 1.2. Scope

This Policy applies to the AIA Australia and AIA Financial Services businesses (together referred to as 'AIAA'), including AIAA employees seconded to the AIA Health Insurance business.

Protections extended to Whistleblowers under this policy potentially apply to disclosures made by our current and former employees, contractors, service providers, vendors and suppliers, or their family members (discussed further at part 2.1).

Where any conflict arises between the AIA Australia Whistleblower Policy and the AIA Group Whistleblowing Standard, the AIA Australia Whistleblower Policy will prevail.

### 1.3. Consultation

This Policy was produced following consultations with Legal, People and Culture, and Line 1 Risk and Compliance Business Unit Representatives.

## 2. Main Provisions

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### 2.1. Making Protected Disclosures

#### **Who can be a Whistleblower?**

Under Australian Law, Whistleblowers may be:

- our current and former employees, contractors, or business associates;
- any current or former associate or third party that provides AIAA with goods or services or its employees; or
- a relative or dependent of any individual above.

Aside from the Corporations Act 2001, additional protections are provided in the tax whistleblower regime under Part IVD of the *Taxation Administration Act 1953* Cth (Taxation Administration Act), the *Fair Work (Registered Organisations) Act 2009* (Cth) and Work Health and Safety legislation.

#### **What kinds of disclosures will be Protected Disclosures?**

If you have reasonable grounds to suspect that there is any misconduct or an improper state of affairs or circumstances that relates to AIAA or our connected entities, disclosing that matter in one of the ways described below will be a Protected Disclosure.

A disclosable matter is information that concerns 'misconduct' or 'an improper state of affairs' or circumstances in relation to the regulated entity, or conduct of the entity, its officers or employees which constitutes an offence or contravention of various laws or represents a danger to the public or financial systems ("Disclosable matter"). Not every contravention of a law is a Disclosable matter. The various laws where contravention represents a Disclosable matter include:

1. the *Corporations Act 2001* (Cth);
2. the *ASIC Act* (Cth);
3. the *Banking Act 1959* (Cth);
4. the *Financial Sector (Collection of Data) Act 2001* (Cth);
5. the *Insurance Act 1973* (Cth);
6. the *Life Insurance Act 1995* (Cth);
7. the *National Consumer Credit Protection Act 2009* (Cth);
8. the *Superannuation Industry (Supervision) Act 1993* (Cth);
9. an instrument (such as regulations) made under an Act referred to above, including the *Corporations Regulations 2001* (Cth);
10. the *Fair Work Act 2009* (Cth);
11. the *Fair Work (Registered Organisations) Act 2009* (Cth); the *Competition and Consumer Act 2010* (Cth); and
12. a law of the Commonwealth where offences are punishable by imprisonment for a period of 12 months or more.

You do not need to know exactly which law or obligation has been breached (if any) as long as you have reasonable grounds to suspect there has been misconduct or an improper state of affairs in relation to AIA or our connected entities.

Reasonableness depends on the circumstances of each case but, unless there is evidence to the contrary, we will assume any Whistleblower was acting reasonably by raising their concerns. You can still qualify for protection even if your disclosure turns out to be incorrect.

Examples of misconduct or an improper state of affairs include but are not limited to fraud, negligence, default, breach of trust, breach of duty, financial irregularities, and failure to comply with legal or regulatory requirements. The conduct does not have to be unlawful or a breach of any particular law, it can for example include a systemic issue that a regulator should know about or a business behaviour that may cause harm to customers. Information which highlights significant risk to public safety or stability in the financial system is disclosable matter even if it does not involve the breach of a particular law.

If you have reasonable grounds to suspect that there is any risk of, or actual cases of, modern slavery in AIA's operations, supply chains or investments, you can report that matter via the Whistleblower channels as outlined in the table below, under the heading *How can I make a Protected Disclosure?*

You are not required to investigate the matter personally or collect evidence to support your report. Reporting on a matter will begin an internal and independently monitored process of investigation described further below at 2.3.

Disclosures can be made anonymously and still be protected under the Corporations Act. You can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised.

### ***Are there any disclosures that will not amount to a Protected Disclosure?***

Whistleblower protections are not extended by law to individuals who use Whistleblowing avenues to solely report on a personal work-related grievance. This means that if you voice a concern about a matter that:

- relates to your employment, former employment, and/or the choice to vary or cancel a contract with you, and
- that information *does not* relate to misconduct, alleged misconduct, an improper state of affairs and circumstances at AIAA, then the matter will not be a Protected Disclosure.

Examples of a personal work-related grievance include interpersonal conflict with another employee, a decision about terms of engagement or a promotion or transfer, a decision to suspend or terminate employment or otherwise discipline an employee.

That does not mean your concern should not be raised and cannot be escalated. Rather than being a Whistleblower matter, employment or contracting related concerns should be raised with your current or historical HR Business Partner, or for vendors and suppliers to the Procurement and Business Services Manager.

A personal work-related grievance disclosure may still be a Protected Disclosure to the extent that:

- it includes information about misconduct (mixed report); or
- AIAA or its related entities have breached employment or other laws punishable by imprisonment for a period of 12 months or more; or
- AIAA or its related entities have engaged in conduct that represents a danger to the public or your disclosure suggests there has been misconduct beyond your personal circumstances; or
- You have been threatened with detriment for making a Whistleblower disclosure.

You are entitled to seek legal advice on the operations of the WB protections under the Corporations Act where you have a personal work-related grievance. AIAA is not permitted to take action against you for having sought that advice. The parties otherwise retain their legal rights in respect to the personal work-related grievance.

### **How can I make a Protected Disclosure?**

AIAA supports your ability to make Protected Disclosures in several ways, all of which are totally confidential:

<b>Face to Face</b>	<p>Our Enterprise Risk and Compliance team are subject-matter experts and contacting our General Manager Compliance is recommended to be your first step.</p> <p>Additionally, AIAA has designated the following roles as authorised persons that you may also safely raise your concerns with:</p> <ul style="list-style-type: none"> <li>• any member of the <b>AIA Australia Exco</b>;</li> <li>• any direct report of the AIA Australia Exco (excluding Executive Assistants);</li> <li>• any member of AIA Group Internal Audit;</li> <li>• your HR Business Partner;</li> <li>• any AIAA employee that is a recognised Actuary (meaning a Fellow, Associate, or Accredited Member of the <a href="#">Actuaries Institute</a> of Australia or equivalent international body);</li> <li>• any Directors or Officers of the company, including the AIAA General Counsel or Company Secretary.</li> </ul> <p>When speaking to the above individuals, please raise from the outset that you are intending the disclosure to remain confidential, and/or you are intending to make a Whistleblower report.</p> <p>In addition to the contents of this policy, if further training is required, please reach to your Line 1 Business Unit Risk and Compliance representative.</p>
<b>By Calling the Ethics Hotline</b>	You are welcome to report your concerns at any time (24/7, 365 Days) via phone call by calling the AIA Ethics Line: <a href="tel:1800763983">1800 763 983</a> .
<b>By using the Ethics Website</b>	You are welcome to report your concerns online by visiting the AIA Ethics Line Website: <a href="http://www.aiaethicsline.com/">http://www.aiaethicsline.com/</a>
<b>By Emailing AIA Group Compliance</b>	You can email AIA Group Compliance, including anonymously or through a pseudonym, by sending an email to <a href="mailto:compliance@aia.com">compliance@aia.com</a>
<b>By contacting specified persons or bodies prescribed by legislation</b>	<p>The Corporations Act, Taxation Administration Act and Fair Work Act also prescribe bodies and persons to whom protected disclosure can be made. If you raise misconduct via one of these options outside of AIA, you will need to follow specific steps set out in the law in order to access whistleblower protections.</p> <p>ASIC provide guidance at <a href="#">INFO 239</a> 'How ASIC handles whistleblower reports' and <a href="#">INFO 238</a> 'Whistleblower rights and protections'.</p> <p>You should seek advice from a lawyer in these instances.</p>

AIAA takes its obligations to Whistleblowers seriously and encourages you to make a Protected Disclosure directly using any of the above-described ways. You can also make a Protected Disclosure externally by reporting misconduct or an improper state of affairs to a regulator such as ASIC, APRA or the ATO.

Disclosures made to a lawyer for the purposes of obtaining legal advice or representation in relation to Whistleblowing are protected even if the lawyer concludes that the disclosure is not a 'disclosable matter'.

### ***How can I make an anonymous disclosure?***

Disclosures made using the AIA Ethics Line can be anonymous simply by alerting the operator to the fact that you wish to remain anonymous. In all cases, your matter will be taken seriously, investigated, and actioned. However, by remaining anonymous while using the AIA Ethics Line you are potentially unable to remain fully informed on the progress of the investigation or outcomes of your reporting as the operator and investigation teams will be unable to contact you following the call.

Unlike the Ethics Line, using the AIA Ethics Website enables you to remain totally anonymous in addition to giving you the ability to request and receive ongoing updates into the progress of the matter you have reported.

### ***What is a Public Interest or Emergency Disclosure?***

A Public Interest disclosure is a disclosure that is made to a journalist or a parliamentarian where:

- It has been at least 90 days since a disclosure was made to ASIC, APRA or the ATO; and
- You do not have reasonable grounds to believe that action is being, or has been taken; and
- You have reasonable grounds to believe that making a further disclosure of the information is in the public interest; and
- You have written to the body which you made your disclosure to and have given them enough information to identify your disclosure and told them you intend to make a Public Interest disclosure.

An Emergency Disclosure is a disclosure that is made to a journalist or a parliamentarian where:

- You have made a disclosure to ASIC, APRA or the ATO; and
- You have reasonable grounds to believe that the disclosure concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and
- You have written to the body which you made your disclosure to and have given them enough information to identify your disclosure and told them you intend to make an Emergency Disclosure; and
- The information disclosed in the Emergency Disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.

It is important that you understand the criteria for making a Public Interest or Emergency Disclosure. If you have any questions about this criteria you should talk to an independent legal adviser before making a Public Interest or Emergency Disclosure.

## **2.2. Protection for Whistleblowers**

### ***What Protections does the law extend to Whistleblowers and how does AIAA ensure***

## ***Whistleblowers' Protection?***

If you make a protected disclosure, you are entitled to the below protections:

- Your Identity will be kept confidential.

Both your identity and any information that is likely to lead to your identification will only be shared with a legal practitioner for obtaining advice on the operation of whistleblower protections, or investigators such as ASIC, APRA or the Australian Federal Police where it is reasonably necessary for the purposes of investigating the matter, and will not be shared with anyone else or for any other purpose without your consent. It is illegal for AIAA or any related entities to identify a Whistleblower outside of these circumstances. If you feel there has been a breach of confidentiality you can lodge a complaint by contacting our Whistleblower Protection Officer (General Manager Compliance) or an external regulator such as ASIC, APRA, or the ATO.

- There is no retaliation for making a Whistleblower report.

If you make a Protected Disclosure, you will be protected from any:

- disciplinary processes – such as termination, changes being made to the substance of your role with AIAA, or other changes being made to your employment or engagement agreement – for making the disclosure;
- civil, criminal, or administrative impacts: for example, AIAA must not seek to enforce any contractual or other remedies against you for making the disclosure; and
- use of the disclosure as evidence against you in a criminal proceeding, except where that information is false.

The protections do not grant immunity for any misconduct you have engaged in and have revealed in your disclosure. Protections also apply to disclosures made externally to lawyers, regulators, and include Public Interest and Emergency Disclosures provided these are made in accordance with the Corporations Act. AIA Australia manages all Whistleblower matters with the oversight of AIA Group Office, which enables an independent voice to be involved in any matter reported (including the way in which it is actioned).

For more information about how AIAA supports Whistleblowers please refer to the *AIA Group Compliance Whistleblower Standard Operating Procedures*.

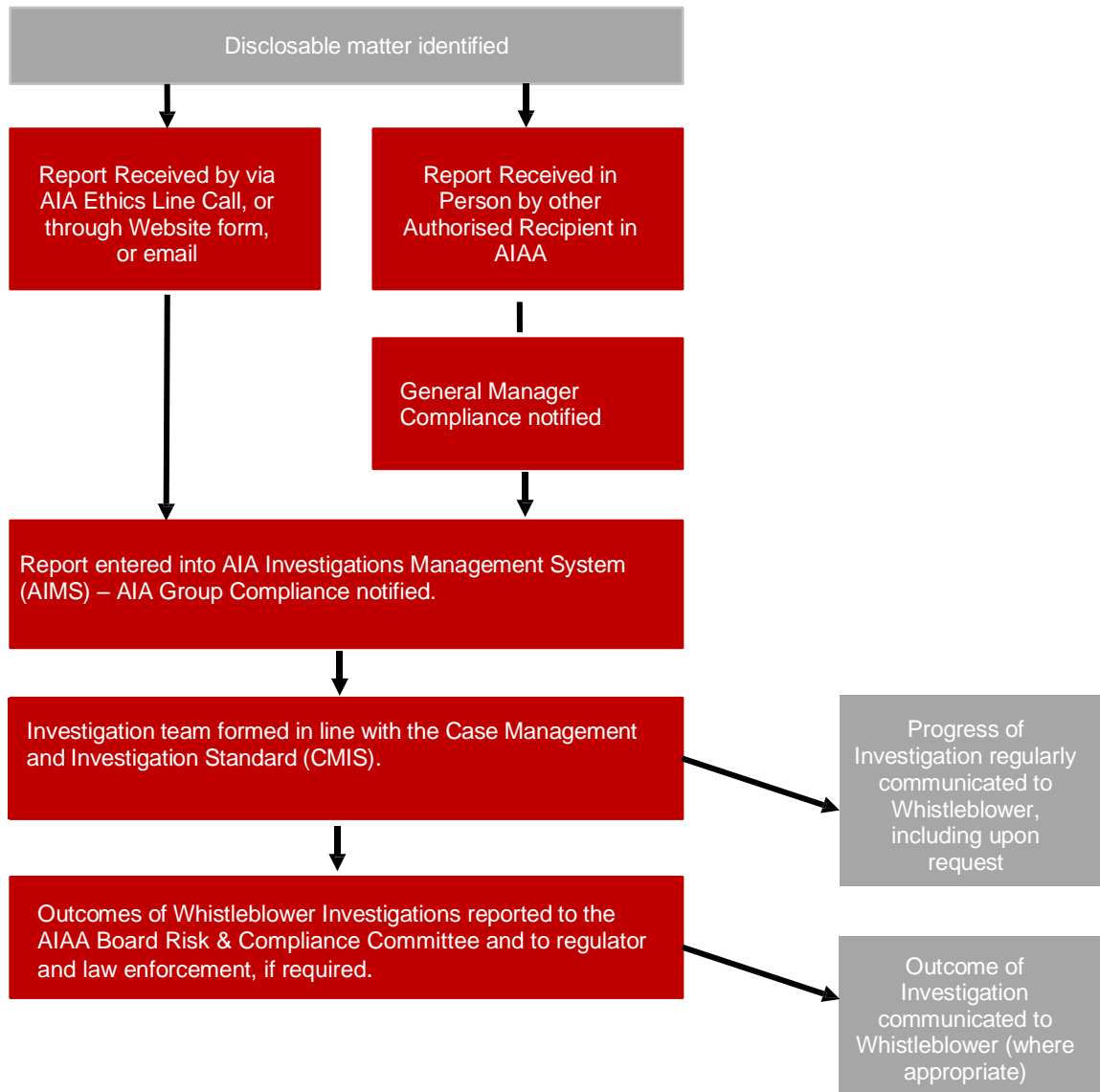
Victimisation of a Whistleblower is a prohibited federal offence also subject to civil penalties. Victimisation occurs where a person threatens or causes detriment and one of the reasons is because it is believed that person has, might or may have made disclosures subject to Whistleblower protections.

You can seek compensation and other remedies if you have suffered any detriment because of a disclosure and AIAA has failed to take reasonable steps to prevent the detriment. If you have any concerns, you should seek independent legal advice.

## **2.3. Processes for Investigating Whistleblower Reports**

### ***What happens when a Report is made?***

AIAA takes all reports seriously. All reports are reviewed to determine if they qualify for protection and if an investigation is required. The initial review usually occurs within 5 business days but can vary depending on the disclosure. The following flow-chart below helps you to understand who is involved in managing and investigating matters should you make a Protected Disclosure.



Updates on the progress of the investigation will be regularly communicated to the Whistleblower (if they can be contacted) at least every 30 days unless agreed otherwise.

The outcome of the investigation will be communicated to the Whistleblower where it is appropriate to do so. There may be circumstances where it may not be appropriate to provide details of the outcome to the Whistleblower, we will let you know if this is the case. The method for documenting and reporting findings will depend on the nature of the disclosure (for more information please refer to the AIA Group Compliance Whistleblower Standard Operating Procedures (SOP)).

Reports received will be assessed to determine if it is a protected Whistleblower disclosure. The criteria for the assessment we will consider include where the information contained in the report:

- Raises concerns about misconduct; or
- Suspects that there is a breach of the law; or
- Suspects that there is fraud; or
- Raises concerns about improper state of affairs or circumstances, such as a business practice that causes customer or others harm; and
- Contains reasonable grounds for raising the above concerns.

#### ***What happens if I am named in a Protected Disclosure made by someone else?***

AIAA ensures the fair treatment of the subjects of protected disclosures and any individuals to whom disclosures relate by having a well-trained and equipped Investigation team with members from both local and Group Compliance. Investigators are concerned with reviewing the substance of any allegations made in a Protected Disclosure prior to recommending any actions in response to a report.

#### ***What do I do if I am not seeing any progress since my report?***

You are encouraged to get into contact with the General Manager Compliance and/or Group Compliance to follow up on any report as required. We note that, depending on the complexity of the matter, investigations can take some time to be finalised.

If you have reported anonymously, please keep in mind the limitations that may impact our ability to keep you updated on the matter you have reported on. You are able to use further anonymous means (for example, a throwaway email address) to request updates on an anonymously reported matter provided you are able to adequately identify yourself as the same individual who lodged the initial Protected Disclosure.

## **2.4. Exemptions**

Any application for a BU or particular circumstance to be exempt from this Policy should be brought to Enterprise Risk and Compliance and Legal for consultation and advice. Any approval of an exception should be documented, together with any reasons or rationale.

## 2.5. Breach Management and Escalation

Any breaches of the requirements of this Policy must be promptly reported to Enterprise Risk and Compliance via EGRC (or relevant incident management system). Material breaches will be escalated and reported to the Enterprise Risk Management Committee, while minor breaches will be escalated to and reported to the General Manager Compliance.

## 2.6. Monitoring, Review, Amendments and Approvals

The Compliance team within Enterprise Risk and Compliance will from time to time review the effectiveness of the controls in this Policy, together with the Policy more generally. Material amendments must be approved by the Board, while administrative amendments can be approved by the General Manager Compliance and presented to the GRC for noting the subsequent quarter.

Retirement or cancellation of this policy requires the approval of the Board.

## Appendix A – Australian application of the AIA Code of Conduct

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The AIA Code of Conduct (Code), and AIA Group Compliance Whistleblower Standard Operating Procedures are related documents to this Policy. The key difference between the Code and Australian regulatory obligations is that additional protections are provided to Whistleblowers under Australian regulation. On page 8 of the Code under the heading 'Non-retaliation', the Code provides that protections to Whistleblowers will only apply if the report is made in good faith and in the best interests of AIA. However, in Australia, regardless of the motivation for making a qualifying report, if the actual or suspected misconduct or breach of law is based on reasonable grounds, and whether or not in the best interests of AIA, Whistleblowers will be protected, and retaliation prohibited.