



# Whistleblower Policy

**Version:** 4.0

**Approval date:** 23 April 2019

**Effective date:** 1 July 2019

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# 1. Policy Overview

## 1.1. Policy statement

This Genworth Whistleblower Policy ("Policy ") fosters a working environment and culture that reflects Genworth's core values to act with integrity by allowing employees to raise concerns about unlawful, unethical or improper conduct occurring in the workplace. It outlines the reporting and investigatory processes that Genworth will adopt, and the protections provided, where disclosures relate to possible illegal, unethical or otherwise improper conduct.

This Policy forms part of Genworth's Operational Control Framework, which is made available to officers and staff via the Company's intranet and publicly via the Company's website.

## 1.2. Purpose

The purpose of the Policy is to:

- Ensure individuals are aware of the relevant procedures they should follow to make a disclosure;
- Ensure Eligible Whistleblowers are aware of legal protections available to them;
- Encourage individuals to report their concerns, preferably openly, but, if preferred, anonymously;
- Deter individuals from unlawful, unethical or improper conduct; and
- Facilitate appropriate and timely responses to reports of possible illegal, unethical or otherwise improper conduct.

## 1.3. Scope

This Policy applies to Genworth, its subsidiary companies (collectively referred to as Genworth or Company), and the officers and employees of such entities, in relation to reports of possible Improper Conduct concerning Genworth. It is not intended to replace or supersede other policies within Genworth dealing with regular and ad hoc internal reporting, nor with employee grievance policies and procedures. It is to be read in conjunction with other applicable policies, including Integrity First and the Fit and Proper Policy.

## 2. Legal and Compliance Requirements

### 2.1. Legal requirements

Applicable regulatory and legislative requirements are listed below:

- Corporations Act 2001
- Taxation Administration Act 1953
- APRA CPS 520 Fit & Proper
- ASX Corporate Governance Principles and Recommendations

### 2.2. Review and update of the policy statement

This Policy and associated Company policies are reviewed regularly and at least every three years by Genworth's Legal and Compliance team to ensure that the practices and authorisations identified within it remain relevant to the business' current and planned operations.

## 3. Operating Principles and Guidelines

### 3.1. Who can make a report?

An individual can make a report under this Policy if they are currently associated, or previously has been associated with Genworth. Individuals associated with Genworth include:

- An officer or employee of Genworth;
- A contractor or supplier of Genworth (or an employee of that contractor or supplier); and
- A relative, spouse or dependent of an individual associated with Genworth.

Individuals who make a report to Genworth under this Policy are referred to as 'Reporting Individuals'. Reporting Individuals who qualify for certain legal protections are referred to in this Policy as 'Eligible Whistleblowers'.

### 3.2. Matters that should be reported

Individuals who detect, or have reasonable grounds for suspecting, Improper Conduct by Genworth or one of its officers or employees, are encouraged to report their concerns in accordance with the procedures outlined in this Policy. Improper Conduct includes:

#### 3.2.1. Breaches of Legal Obligations

Failure by Genworth or a representative of the Company to comply with any legal obligation e.g. the Corporations Act 2001 (Cth), tax legislation, prudential standards and other relevant Commonwealth or State legislation

#### 3.2.2. Fraudulent, other illegal activity or criminal offences

Intentional or reckless falsification, concealment or destruction of documents, misleading conduct and other criminal wrongdoings.

#### 3.2.3. Dishonest, corrupt and unethical conduct

Conduct where there is an abuse of position of trust to gain personal or financial advantage for the benefit of themselves or another person or other entities, including in relation to the Company's tax affairs.

#### 3.2.4. Unsafe work practices

Significant breaches of occupational, health and safety workplace standards and conduct amounting to bullying, harassment and discrimination.

#### 3.2.5. Other Improper Conduct

Conduct that represents a danger to the public or the financial system or may cause financial or non-financial loss to Genworth or be otherwise detrimental to the interests of the Company.

#### 3.2.6. Any deliberate concealment relating to any Improper Conduct.

Actions undertaken to ensure Improper Conduct is not noticed, uncovered or exposed by Genworth or one of its officers or employees, regulatory bodies and the public.

### 3.3. Excluded Matters

Personal matters relating to an individual's employment that do not have significant impacts on Genworth should not be reported under this policy. These personal work-related complaints include interpersonal conflict between employees, decisions related to an employee's position, decisions relating to an employee's contract, and disciplinary actions against an employee.

### 3.4. Making a Report

Generally, there are different internal channels available to Genworth employees to raise grievances and matters of concern, as outlined in Genworth's Code of Ethics. These include Human Resources staff, Legal or Compliance staff, Risk staff, Senior Leadership Team members, and through the Genworth Ombudsperson scheme. For individuals external to Genworth, this Policy lists the various avenues in which they will be able to make a report.

#### 3.4.1. Genworth Ombudsperson

The Ombudsperson role is established by the Company to receive and assess disclosures of the relevant kind (in addition to other matters). Reporting Individuals may wish to lodge reports directly with the Genworth Ombudsperson or via our external whistleblower service, Your Call.

Where whistleblowing protections are potentially available, other Genworth personnel receiving reports of grievances and concerns should encourage the Reporting Individual to raise the report with the Genworth Ombudsperson or via Your Call to ensure that they may receive assistance with understanding and accessing any applicable legal protections.

If the Report involves a Director, a member of Genworth Executive Management or involves a major financial issue the Ombudsman may immediately discuss the matter with the Chairperson of the Board or Risk Committee (as appropriate).

Reports to the Ombudsman may be made by:

- email to [GNWMORTAU.Ombudsperson@genworth.com](mailto:GNWMORTAU.Ombudsperson@genworth.com);
- telephone on 1800 213 140; or
- post to Genworth, 101 Miller Street, Level 26, North Sydney, NSW 2060. All reports sent by post should be clearly marked to the attention of the Ombudsperson.

#### 3.4.2. Your Call Independent Whistleblower Service Provider

If Reporting Individuals for any reason you do not feel safe or able to make a Report internally they may do so to independent whistleblower service provider, Your Call.

Your Call operates under a Service Agreement with our organisation and acts as the intermediary, providing the means for a whistleblower to retain anonymity. Reports received by Your Call are provided to Genworth in accordance with this policy. Your Call also enables Genworth to obtain further information if required and enables the whistleblower to receive updates from Genworth.

This is done via the use of an online anonymous Message Board which the whistleblower will have access to after making a Report.

The Message Board allows the Reporting Individual to:

- communicate with Your Call and/or Genworth without revealing their identity

- securely upload any relevant documentation and/or material that the Reporting Individual wish to provide
- receive updates
- request support or report victimisation

Your Call enables confidential disclosures to be made anonymously. However, Reporting Individual may identify themselves to Your Call only or both Your Call and Genworth. Whilst we prefer whistleblowers to disclose their identity in order to facilitate an investigation, whistleblowers are not required to identify themselves and will not be named in any report to Genworth unless they have consented to their identity being disclosed.

Your Call reporting options include:

- Website: <https://www.yourcall.com.au/report>

Available 24/7

Online reports can be made via the website address listed above. Genworth's organisation's unique identifier code is: "GMA101".

- Telephone: 1300 790 228

Available 9am and 12am on recognised Australian national business days (AEST)

If the Report relates to an individual at Genworth who receives or has access to whistleblower reporting, Your Call will exclude that individual from all communications when providing the Report to Genworth. Your Call will remain an independent intermediary at all times and only communicate with authorised individuals within our organisation.

### 3.4.3. Eligible Recipients

Not all grievances and matters of concern will amount to Improper Conduct. To qualify for whistleblowing protections, a Reporting Individual must make a report to any of the following recipients (Eligible Recipient):

- Genworth Ombudsperson or Your Call;
- The internal auditor or a member of a team conducting an audit;
- A director, secretary or senior manager of the company;
- An actuary of the Company;
- Where the Reporting Individual is a Genworth employee, the person who supervises or manages that employee;
- ASIC;
- APRA;
- A member of the Australian Federal Police.

In relation to Reports concerning potential Improper Conduct regarding the Company's taxation affairs:

- A registered tax agent or BAS agent who provides services to the Company; or



- (b) A Company employee or officer who has functions or duties in relation to the Company's tax affairs.

#### 3.4.4. Anonymity

In keeping with a culture of openness and transparency, the Company prefers that Reporting Individuals raise concerns in Improper Conduct openly and feel comfortable to disclosing their identity. However, Reporting Individuals are also able to report issues anonymously including via Your Call rather than directly to the Genworth Ombusperson or other Genworth representative.

Individuals should be aware that it may be more difficult to investigate reports made anonymously. Maintaining anonymity of the Reporting Individual's identity may be difficult:

- where the nature of the Report suggests that it was made by one particular individual;
- due to the inherent nature of any investigation process.

#### 3.4.5. Emergency Disclosures

Under the legislation, an emergency Report on Improper Conduct (not in relation to the Company's taxation affairs) may also be considered a Protected Disclosure if it is made by an Eligible Whistleblower to a journalist or Member of Parliament, but only:

- (a) for matters that were in a Protected Disclosure to ASIC or APRA;
- (b) if there are reasonable grounds to believe that there is a substantial an imminent risk of serious harm or danger to public health or safety, or to the financial system, if not acted on immediately; and
- (c) if the previous recipient (ASIC or APRA) has been provided with prior written notice of the intended emergency disclosure.

#### 3.4.6. Public Interest Disclosure

Under the legislation, a public interest Report on Improper Conduct (not in relation to the Company's taxation affairs) may also be considered a Protected Disclosure if it is made by an Eligible Whistleblower to a journalist or Member of Parliament, but only:

- (a) for matters that were in a Protected Disclosure to ASIC or APRA;
- (b) if it has been at least 90 days since the previous disclosure and there are no reasonable grounds to believe that action is being or has been taken;
- (c) if there are reasonable grounds to believe that a further disclosure will be in public interest; and
- (d) if the previous recipient (ASIC or APRA) has been provided with prior written notice of the intended public interest disclosure.

### **3.5. Advising if a Report should be considered a Protected Disclosure**

The Corporations Act includes certain obligations in relation to Protected Disclosures relating to Improper Conduct. Reports will be obliged to be treated as Protected Disclosure where Improper Conduct is alleged, and other relevant procedural steps are followed. Upon receipt of a Report, the Ombudsperson (or other person receiving the Report) will determine whether, in Genworth's view, the Report qualifies as a Protected Disclosure. The Reporting Individual will then be advised

of this determination. Where a Report is considered a Protected Disclosure, the Reporting Individual who made the Report will be an Eligible Whistleblower.

A Report may be declined to be treated as a Protected Disclosure if it is considered that:

- The individual making the Report is not an Eligible Whistleblower
- The information has not been made to an Eligible Recipient
- There is insufficient information in the Report to allow the matter to be investigated;
- the subject matter of the Report has been satisfactorily dealt with or resolved previously (unless another alleged incident has occurred since);
- the information does not concern potential Improper Conduct in relation to Genworth, or there are no reasonable grounds for suspecting such Improper Conduct.

## **3.6. Investigation**

### **3.6.1. Investigating a Whistleblowing Report**

Where the Ombudsperson or other Genworth Eligible Recipient receives a Report in relation to potential Improper Conduct, an investigation will be conducted. The objective of an investigation will be to locate, identify or gather evidence regarding the matters alleged in the Report in a manner to preserve the welfare of the reporting individual and to maintain anonymity (if required).

The investigation may be conducted by the Ombudsperson or another person appointed by the Company. The person conducting the investigation will be entitled to direct access to all reasonable resources required to do so, including external financial, legal and operational advisers (subject to the confidentiality requirements set out in the applicable legislation). In certain circumstances, it may be necessary to depart from the described process.

### **3.6.2. Investigation Updates**

Reporting Individuals are encouraged to stay in touch with the Genworth representative who is handling the Report, so that they may be informed about the current status of the matter (if necessary or appropriate) subject to commercial, legal and confidentiality restraints; and appropriate next steps. If it is considered necessary or appropriate, the Reporting Individual will be advised of the outcome of the investigation. Where the Report has been made anonymously, this may not be possible.

Where a Report has been made via the Your Call service, you will be provided with a unique identifier which will allow you to access investigation outcomes or updates. You will also be able to provide further information regarding this matter.

## **3.7. Protection of the Eligible Whistleblower**

### **3.7.1. Confidentiality**

Where an Eligible Whistleblower makes a Report that is a Protected Disclosure, the person to whom the Report is made must ensure that the identity of the Eligible Whistleblower is kept confidential, secure all documentation and information relating to the Report and not disclose any information that is likely to lead to the identification of the Eligible Whistleblower, unless:

- (a) the Eligible Whistleblower consents to the disclosure of his/her identity; or

- (b) required or authorised by law (for example, to enable the disclosure to be made to ASIC, APRA, the ATO, the Australian Federal Police or to a legal practitioner for the purposes of obtaining advice).

In practice, preventing the identity of the Reporting Individual from becoming known may be difficult in certain circumstances including where:

- the nature of the Report suggests that it was made by one particular individual; or
- the investigation process necessitates interactions with others. (Where relevant, this should be discussed with the Reporting Individual).

### 3.7.2. Additional Protections

In circumstances where a Protected Disclosure is made, the Eligible Whistleblower is protected from certain consequences which might otherwise result from making the disclosure. Specifically, they will not be subject to any civil, criminal or administrative liability, including disciplinary action, no contract may be enforced contrary to their interests, and the information may not be used in legal proceedings against the person, unless the information is alleged to be false. Genworth will seek to ensure that Eligible Whistleblowers who are employees are protected from victimisation, discrimination, intimidation and damage to reputation or threats of this kind.

Eligible Whistleblowers may be entitled to compensation in certain circumstances if such protection is not provided.

### 3.7.3. Whistleblower Protection Officer

Where requested by the Eligible Whistleblower who is an employee, a Whistleblower Protection Officer (WPO) will be appointed. The WPO will be the Chief Human Resources Officer or their delegate. The role of WPO is to safeguard the interests of the Eligible Whistleblower in terms of any applicable legislation (including the Corporations Act), and this Policy, however the WPO is not able to provide legal advice to the Eligible Whistleblower. Following their appointment, the WPO will be briefed in relation to the Protected Disclosure.

## 3.8. Wrongdoing/Action

Where any wrongdoing is uncovered as a result of a Protected Disclosure, the matter and suggested actions will be reported to the Chief Executive Officer, or in the case of a serious or substantial wrongdoing, to the Board who, in each case, will approve the appropriate response.

## 3.9. False Reporting

If it is found that an employee making a Report (whether accepted as a Protected Disclosure or not) has knowingly made a false Report, then the conduct of the employee will be considered a serious matter. The employee may then be subject to disciplinary action.

## 3.10. Reporting

The Ombudsperson must:

- (a) provide a quarterly report to the Chief Ombudsperson at Genworth Financial; and
- (b) a quarterly report to the Audit Committee;

regarding Reports made and any Protected Disclosures.

## 4. Roles and Responsibilities

### 4.1. Ombudsperson

- Alignment of processes and procedures to this Policy;
- Receive and consider Reports made pursuant to this Policy;
- Determine, in consultation with the Company's legal advisers, whether Reports qualify as Protected Disclosures;
- Discuss matters involving a Director or member of SLT with Chairman of Board or Risk Committee (as appropriate);
- Conduct investigations in relation to Reports;
- Ensure confidentiality is maintained;
- Brief the WPO in relation to the Protected Disclosure (where a WPO is appointed); and
- Provide a quarterly report to the Chief Ombudsperson at Genworth Financial and a quarterly report to the Audit Committee regarding Reports made and any Protected Disclosures.

### 4.2. Reporting Individual

- Report any instances of potential Improper Conduct in accordance with the procedures outlined in this Policy.

### 4.3. Human Resources (Whistleblower Protection Officer)

- Serve as Whistleblower Protection Officer when requested by an Eligible Whistleblower who is an employee;
- Assist in the safeguarding of the interests of the Eligible Whistleblower in terms of the applicable legislation and this Policy; and
- Ensure confidentiality is maintained.

### 4.4. Sourcing and Facilities Leader

- Assist the Ombudsperson and any other Eligible Recipient with legal obligations as relevant to reports made by suppliers, employees of suppliers or contractors; and
- Communicate the Policy to all our current and future suppliers and contractors

### 4.5. Legal and Compliance

- Regularly review the currency of this Policy;
- Assist the Ombudsperson and any other Eligible Recipient with legal obligations as relevant to this Policy; and
- Provide advice to the Company in relation matters which are the subject of this Policy.

## 5. Document information

### Version history

| Version | Approved date |
|---------|---------------|
| 1.0     | 15/06/2015    |
| 2.0     | 18/04/2016    |
| 3.0     | 25/06/2018    |
| 4.0     | 23/04/2019    |

### Reference documents

The following documents have been referenced in the preparation of this policy.

| Ref. | Document name  | Business owner                      |
|------|--|-------------------------------------|
| 1.   | <i>Integrity First</i> , which includes the Genworth Financial Inc. (GFI) Privacy Policy | GFI Compliance Leader               |
| 2.   | Genworth Privacy Policy  | General Counsel & Company Secretary |
| 3.   | Genworth Credit Reporting Policy   | General Counsel & Company Secretary |
| 4.   | Genworth Fit & Proper Policy   | Chief Human Resource Officer (CHRO) |
| 5.   | Genworth Workplace Standards Policy  | Chief Human Resources Officer       |
| 6.   | Genworth Anti-Bribery & Corruption Policy  | General Counsel & Company Secretary |