

## **POLGN003 WHISTLEBLOWER POLICY**

### **PURPOSE**

Novotech (Australia) Pty Limited and its Affiliates (including Clinical Network Services (CNS) Pty Limited and its Affiliates (herein referred to as “the Company”) is committed to the highest professional and ethical standards of behaviour in all of our business activities, and to promoting and supporting a culture of honesty and integrity, corporate compliance and strong corporate governance.

This Policy supports our Code of Conduct (*POLGN004 - Code of Conduct*) and is underpinned by our core values of Uncompromised Integrity and Open Engagement.

There are legal and regulatory obligations which set out protections for those people who make disclosures about improper conduct at organisations. This Policy addresses how the Company will comply with those obligations and sets out:

- the process for Whistleblowers to make disclosures of Reportable Conduct;
- the protections available for Whistleblowers; and
- how the Company will manage any disclosures of Reportable Conduct in a confidential and secure manner.

We encourage anyone who is aware of any Reportable Conduct to follow the processes set out in this Policy.

We encourage Whistleblowers to report under this Policy if they have reasonable grounds to suspect that any Company employee, officer, contractor or others who have business dealings with the Company (such as vendors) has engaged in Reportable Conduct. We will support Whistleblowers who disclose Reportable Conduct to the Company.

Any deliberate false reporting under this or any other policy will be treated seriously and may have employment consequences up to, and including, termination.

### **RELEVANCE**

Whistleblowers (see definition) which includes the Company employees, officers and contractors.

## DEFINITIONS

**Affiliate:** any entity under common control with the Company and/or controlled by the Company.

**Company:** Novotech (Australia) Pty Limited and its Affiliates (including Clinical Network Services (CNS) Pty Limited and its Affiliates).

**Detrimental Conduct:** any actual or threatened conduct which could cause a detriment to the Whistleblower as a result of the Whistleblower disclosing Reportable Conduct, such as:

- (a) termination of employment;
- (b) harassment, bullying or intimidation;
- (c) personal or financial disadvantage;
- (d) unlawful discrimination;
- (e) harm or injury, including psychological harm;
- (f) damage to reputation; or
- (g) any other conduct that constitutes retaliation or victimisation.

**Eligible Recipient:** a person who is trained to manage disclosures from Whistleblowers at the Company which is the Compliance Manager and Director – Legal, Quality and Compliance.

**Protected Whistleblower:** a Whistleblower who has made a disclosure of Reportable Conduct to an Eligible Recipient, to a whistleblowing service, to the Australian Securities and Investment Commission (ASIC) or other relevant entity, a legal practitioner (for the purposes of obtaining legal representation or legal advice about the operation of Whistleblower provisions) or has made an emergency disclosure or public interest disclosure.

The protections available to Protected Whistleblowers include protection of their identity, immunity from legal action for making the disclosure, protection from any detrimental conduct and compensation and remedies. There are special protections available to Whistleblowers under the Corporations Act and Taxation Administration Act.

A Whistleblower will still be a Protected Whistleblower if the disclosure made is in good faith and on reasonable grounds but is proven to be incorrect or unsubstantiated.

**Reportable Conduct:** information that the Whistleblower has reasonable grounds to suspect concerns conduct which:

- (a) is dishonest, fraudulent or corrupt, including bribery;
- (b) is illegal (such as theft, violence, harassment or intimidation, criminal damage to property or other breaches of law);
- (c) is unethical or in breach of Company policies (such as dishonestly altering records or data or wilfully breaching Company Code of Conduct (*POLGN004 - Code of Conduct*) or other policies);
- (d) is potentially damaging to the Company employees or a third party, including in relation to health and safety, environment, property or resources;
- (e) is an abuse of authority;
- (f) may cause financial loss to the Company;
- (g) may damage the Company's reputation or be otherwise detrimental to our interests;
- (h) involves harassment, discrimination, victimisation or bullying (other than personal work-related grievances); or
- (i) involves any other kind of misconduct.

Reportable conduct does not include matters such as personal work-related grievances, for which there are existing policies and processes in place.

**Whistleblower:**

- (a) an employee (current or former) of the Company;
- (b) an independent contractor to the Company;
- (c) an officer (such as a director) of the Company;
- (d) a vendor of goods or services to the Company (including their employees);
- (e) an associate of the Company;
- (f) a relative, spouse or dependant of any of the above in (a)-(e).

## DETAIL

### 1. DISCLOSURES

Disclosures of Reportable Conduct may be made to an Eligible Recipient or to [www.whistleblowingservice.com.au/novotech](http://www.whistleblowingservice.com.au/novotech) (links are included on the Company intranet and website at [www.novotech-cro.com](http://www.novotech-cro.com)) which is a confidential and independent whistleblowing service.

Any disclosure should, to the extent possible, be in writing and include specific, accurate and relevant information in relation to the activities and people involved so that an investigation can be undertaken into the Reportable Conduct. You may contact an Eligible Recipient if you require additional information about how to disclose Reportable Conduct.

If the Reportable Conduct relates to any member of the Executive Committee or the Directors of the Company, disclosure should be made to [www.whistleblowingservice.com.au/novotech](http://www.whistleblowingservice.com.au/novotech) (links are included on the Company intranet and website at [www.novotech-cro.com](http://www.novotech-cro.com)).

Disclosures of Reportable Conduct should be kept confidential by the Whistleblower.

We will also make every effort to protect the confidentiality of a Whistleblower. Neither the identity of the Whistleblower, nor the information provided by the Whistleblower will be disclosed without their consent, except to ASIC, a member of the Australian Federal Police, or to a legal practitioner for the purpose of obtaining legal advice or legal representation or any other person or body prescribed by relevant legislation. It is unlawful to disclose the identity, or information that is likely to lead to the identification, of the Whistleblower. Whistleblowers may lodge complaints with ASIC or other regulators.

The Company may disclose the information provided by a Whistleblower without consent only where the Company has taken all reasonable steps to reduce any risk that the Whistleblower will be identified or where it is reasonably necessary to do so in order to investigate the issues raised.

Whistleblowers may choose to report on an anonymous basis and maintain that anonymity during and after completion of an investigation. If you are a Whistleblower who wishes to report anonymously, please make your disclosure via [www.whistleblowingservice.com.au/novotech](http://www.whistleblowingservice.com.au/novotech) (links on the Company intranet and website at [www.novotech-cro.com](http://www.novotech-cro.com)).

### 2. PROTECTIONS

Whistleblowers are eligible for certain protections if they meet the requirements of a Protected Whistleblower.

We will take all reasonable steps to ensure that a Whistleblower is provided with relevant protections and is protected from any detrimental conduct.

The Company does not allow any form of detrimental conduct against a Whistleblower (or others who may be involved in a disclosure or investigation) and will take action as it considers appropriate if detrimental conduct is identified.

### 3. INVESTIGATION

All information disclosed by a Whistleblower will be investigated promptly with regard to the nature of the allegations and the rights of those people involved in any investigation.

All information made by a Whistleblower will be initially assessed as to whether it qualifies under this Policy and whether a formal and in-depth investigation is required. Disclosures of Reportable Conduct to an Eligible Recipient at the Company will be initially assessed by the Company. Disclosures of Reportable Conduct made to the whistleblowing service will be initially assessed by the whistleblowing service in conjunction with the Director – Legal, Quality and Compliance (as appropriate).

An in-depth investigation will be conducted into the Reportable Conduct if the initial assessment of the information provided by the Whistleblower qualifies under this Policy and is required in order to obtain additional information about the information. Any Reportable Conduct involving a member of the Executive Committee or a Director of the Company will be investigated by the whistleblowing service. All other Reportable Conduct will be investigated by the Compliance Manager and/or the Director – Legal, Quality and Compliance unless the Director – Legal, Quality and Compliance determines that the Reportable Conduct should be investigated by the whistleblowing service due to the nature of the information disclosed (such as alleged illegal activity).

In circumstances where a Whistleblower has reported a disclosure anonymously, a means of contact (such as an anonymous email address) will need to be provided so that an initial assessment (and investigation, if required) can be conducted. There may be limitations on the extent of any investigation if anonymity is maintained throughout any investigation.

The investigator will:

- (a) act impartially and document the disclosure;
- (b) conduct all interviews required to investigate the disclosure; and
- (c) provide a written report on the results of the investigation and provide any recommendations to the Company CEO and Board (as required).

We will inform Whistleblowers, as much as possible, about the progress and outcome of the investigation. We will also inform Whistleblowers when the investigation has concluded.