



WHISTLEBLOWER POLICY

MSM Corporation international limited
December 2019

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WHISTLEBLOWER POLICY

AS AT 29 November 2019

1. Introduction

Corporation International Limited (" " or "the Company") is committed to the highest standards of ethical behaviour in the conduct of its business activities. The Whistleblower Policy encourages both current and former employees, officers, and contractors, as well as their spouses and dependants, and anonymous disclosures to report instances of reportable conduct, whether actual or suspected.

A whistleblower is someone who discloses reportable conduct to people that have the power to take corrective action.

This policy provides such a method whereby personnel can report their concerns freely and be protected from reprisals and encourages the reporting of such conduct.

(The definitions of key terms used in this policy are detailed at the end of the document)

Both current and former employees, officers, and contractors, as well as their spouses and dependants, who make such a report will be supported and protected. All reports received will be investigated, in line with best practice and the identity of the whistleblower will be kept confidential, within the definition of this policy.

The Corporations Act 2001, as recently amended, provides additional support to whistleblowers (as defined by the Act). An Information Sheet on the protections and methods of reporting provided by the law, is at **Appendix C**.

This policy is available on the external website and should be read in conjunction with the Code of Conduct.

2. Purpose

The purpose of this policy is to establish and implement a whistleblower protection program which:

- encourages reports instances of reportable conduct, whether actual or suspected;
- encourages the reporting of behaviour that may result in financial or non-financial loss, or reputational damage to the Group;
- assist to create a culture within the Company that encourages our people to speak up and raise breaches of internal rules or policy, or Disclosable Conduct relating to the Company, its branches, directors, officers, and employees;
- enables the Company to deal effectively with reports received from whistleblowers so that the latter's identity and the information reported, remains confidential;
- outlines how you are protected against reprisal by any person, internal or external to the Company
- plays a key role in detecting reportable conduct and assists in achieving good corporate governance complies with applicable legislation

2.1 Persons to whom this policy applies

This policy applies to:

- all current and former employees, directors, officers, company secretaries, associates and contractors of MSM and includes persons who have had a past relationship with MSM.
- a supplier of goods or services to MSM and the employees of a supplier
- spouses, dependents and other relatives of those listed above
- any instance of reportable conduct for which a third party is responsible
- any instance of reportable conduct, reported by a third party
- Whistleblowers are required to have reasonable grounds to suspect misconduct.

3. The Whistleblower Process

3.1 Duty to disclose reportable conduct

It is expected that employees will report known, suspected, or potential cases of “reportable conduct”. “Reportable conduct” is conduct that is illegal, unacceptable or undesirable, or concealment of such conduct. It includes:

- Misconduct, such as;
 - Fraudulent or corrupt behaviour
 - Adverse behaviour
 - Legal or regulatory non-compliance³
 - Questionable accounting or auditing practices or
 - An improper state of affairs or circumstances

This information can be about the company, or an officer or employee of the company, engaging in conduct that:

- breaches the Corporations Act
- breaches other financial sector laws enforced by ASIC or APRA
- breaches an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months, or represents a danger to the public or the financial system

Failure to report such issues could result in disciplinary action.

3.2 What Information will be needed, when making a report?

When making a report in person or by phone, you will be asked to provide information regarding the matter you wish to report. This may include:

- The name, job title and location of those involved in the reportable conduct;
- The nature of the conduct;
- The period for which the conduct has been occurring;
- The date when the conduct first became known;
- How the conduct became known;
- Whether evidence of misconduct is available, and if so, what type
- Details of any witnesses;
- any concerns you may have that reprisals or recriminatory action may be taken against you, as a consequence of making the report;
- any other relevant information;
- whether you wish to remain anonymous
- your personal details, if you do not wish to remain anonymous; and
- any other relevant information.

MSM respects your right to report anonymously and welcomes all reports made in accordance with this policy. As a practical point for anonymous reports, we will not be able to provide you with progress reports on the investigation or the outcome.

3.3 Making a report

Internally

You must make your disclosure to:

- a director, company secretary, company officer, or senior manager of the company
- an auditor, or a member of the audit team, of the company
- a person authorised by the company to receive whistleblower disclosures

An 'officer' includes a director or company secretary of a company or organisation. A 'senior manager' is a person other than a director or company secretary who makes or participates in making decisions that affect the company or have the capacity to significantly affect the company's or organisation's financial standing. This will generally be senior executives within the company and may include chief executive officers, chief financial officers and chief operating officers.

Externally

- You can lodge a report with ASIC through their online misconduct reporting form or by writing to ASIC.
- Your lawyer

While you must make your disclosure to one of the above people or organisations, you can raise your concerns anonymously. You are covered by the whistleblower protections when you make your report to a person holding one of these roles.

4. Protection of Whistleblowers

Whistleblowers have the right to remain anonymous. Should the whistleblower choose to divulge his/her identity, it will be disclosed only where necessary for the purposes of investigation.

Information received from a whistleblower will be held in the strictest confidence by the Company and will only be disclosed to persons external to the investigation, if:

- a) the whistleblower consents in writing to the disclosure; or
- b) MSM is compelled by law, to disclose the information

(for 'qualifying disclosures' as defined in the Corporations Act 2001, it is an offence for any individual to disclose the matters reported in any other circumstances).

MSM will take the steps necessary to protect whistleblowers and ensure that they are not disadvantaged on account of making the report. 'Disadvantage' includes:

- dismissal
- demotion
- any form of harassment
- discrimination
- any form of bias

4.1 Exclusions to the Whistleblower protections

The protections will not extend to disclosures about personal employment or workplace grievances such as interpersonal conflicts, transfer, promotion or disciplinary decisions. Unless the report also raises significant implications for the company.

5. External Reporting

Whistleblower reports can be made to the Police, if there are grounds to believe that a crime has been or will be, committed.

If you have made an internal report of the matter, which has not been properly addressed you have a legal right to contact:

- a legal practitioner, for the purpose of obtaining legal advice, or legal representation in relation to the disclosure; or
- the relevant regulatory body; or
- an actuary employed by MSM.

6. False Reporting & Failure to Report

Any employee who:

- has made a false report, purporting to be a whistleblower; or
- is aware of reportable conduct but chooses not to report it.

will be subject to disciplinary proceedings, in accordance with MSM's policies and procedures

In the event that a third party makes a false report or fails to report serious misconduct, they may be liable to legal action.

7. Unauthorised Release of Information

Should an employee become aware of any information provided by a whistleblower, they must not release the information to a person who is not involved in the investigation or resolution of the matter. Similarly, the whistleblower's identity, or any information that may lead to his/her identification, must not be released. A breach of these restrictions will be regarded as a serious disciplinary matter.

8. Definitions

Corruption:

Dishonest activity in which a director, executive, manager, employee or contractor of an entity acts in a manner which is contrary to the interests of the entity and abuses his/her position of trust in order to achieve personal gain or advantage for themselves, or for another person or entity.

Fraud:

Dishonest activity causing actual or potential financial loss to any person or entity, including theft of money or other property by employees or persons external to MSM. This activity is considered fraudulent whether or not there is deception at the time, immediately before or immediately following the activity.

Dishonest activity includes the deliberate falsification, concealment or destruction of documentation, used or intended for business purposes, or the improper use of information, or an employee's position within MSM.

Whistleblower:

A person who makes, attempts to make, or wishes to make a report in connection with reportable conduct. A whistleblower may or may not wish to remain anonymous.

Dated: 29 November 2019

Review Date: 29 November 2021

9. Document Control

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Review:	Every 2 years (or as required)
Version:	v1.0_2019
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Revision History

Balion Corporate (Approved at BM 29/11/2019)	29 November 2019
Balion Corporate (Uploaded to Company Website)	29 November 2019

Commercial in Confidence

The information contained in this document is confidential and proprietary to MSM Corporation International Limited ("MSM"). It must be held in strict confidence and not disclosed, duplicated or used in whole or in part for any purpose without the written consent of MSM. Every attempt has been made to ensure the information contained herein has been obtained from reliable sources. MSM does not guarantee the accuracy or completeness of the information presented and accepts no liability for any loss or damage arising in connection with the use of the information.

10. Appendix A - Whistleblower Report

Whistleblower Report

INFORMATION REQUIRED	RESPONSE
Name, job title and location of perpetrator/s:	
Nature of the conduct (e.g. fraud, corruption etc.):	
Details of the conduct:	
Date when suspected matter first became known:	
Approximate period that the suspected matter has been occurring:	
How suspected matter became known:	
Whether evidence of claim is available, and if so, what type	
Details of any witnesses:	
Are you concerned that reprisals or recriminatory action may be taken against you as a consequence of lodging this report?	
Any other relevant information:	
Do you wish to remain anonymous?	Yes <input type="checkbox"/> No <input type="checkbox"/>

B. DETAILS OF WHISTLEBLOWER (ONLY TO BE COMPLETED IF YOU DO NOT WISH TO REMAIN ANONYMOUS)

Name:	
Job Title:	
Location:	
Immediate Manager:	
Personal mobile number:	
Personal email address:	

C. CONSENT

I consent to the use of the information provided in this report, in accordance with Emerald's policies and all relevant laws and regulations. Yes

Any whistleblower reporting which is suspected to be improper will be protected by this policy and all correspondence will be held in the strictest confidence. False reporting of conduct is a serious matter and the person concerned will be subject to disciplinary action.



11. Appendix B - Contact Details

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12. Appendix C - Legal Protection of Whistleblowers

The Corporations Act 2001 ('the Act'), as recently amended, provides support to whistleblowers, as defined within the Act.

MSM is a regulated entity for the purpose of the Act. A disclosure of reportable conduct by a whistleblower qualifies for protection under the Act if:

- a) the discloser is an **eligible whistleblower** in relation to a regulated entity; and
- b) the disclosure is made to an **eligible recipient** in relation to the regulated entity.

Reports made in accordance with the MSM Whistleblower Policy will also meet the requirements of the Act.

The legal protections provided to whistleblowers are very similar to those set out in this policy. In addition, the law provides for **Emergency Disclosure** of reportable conduct, where there is an imminent risk of serious harm or danger to:

- a) public health or safety ; or
- b) the general, financial system

if the information is not acted on immediately and a prior report to an eligible entity has not received a response, within a reasonable time period.

A whistleblower is also protected by law, where a report is made to the Commissioner of Taxation to assist the Commissioner in performing duties in relation to an entity to which the whistleblower is associated.

In the extreme circumstances listed above, MSM recommends that a whistleblower obtains the appropriate legal advice, before making a disclosure

For more information on the protections available to whistleblowers under the law, please refer to the website of the Australian Securities and Investments Commission at www.asic.gov.au

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