
WHISTLEBLOWER PROCEDURE



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BACKGROUND AND OBJECTIVES

Whistleblowing can be an effective way of uncovering fraud and other misconduct which may not be identified by internal or external controls within an organisation. Orygen is committed to the principles of transparency and accountability. Consequently, Orygen encourages employees and other persons to report any behaviour that does not meet our company's ethical and lawful values or does not otherwise comply with the law.

This Procedure is aligned to and should be read together with the Whistleblower Policy and describes the way an individual can confidentially make these reports, the legal protections a whistleblower is entitled to, and the support and practical protections that Orygen will provide to a whistleblower. This Procedure, together with Orygen's Whistleblower Policy is an important tool for helping Orygen to identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosing wrongdoing.

Orygen's Audit and Risk Committee will consider reports and statistics in relation to disclosures and investigations under this Procedure and the Whistleblower Policy. The Audit and Risk Committee will ensure that the broader trends, themes and/or emerging risks highlighted by disclosures made under this Policy are addressed and mitigated by Orygen as part of its risk management and corporate governance work plans and will report and make recommendations to the Board in relation to appropriate actions to be taken as may be necessary.

SCOPE AND EXCLUSIONS

In conjunction with the Whistleblower Policy, to outline the controls, procedures and protections available for dealing with allegations of suspected misconduct, or an improper state of affairs or circumstances.

This policy applies to any person who is, or has been, any of the following with respect to Orygen or any related body corporate including:

- Employees;
- Staff;
- Officers (including Directors, the Company Secretary, and a person who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of Orygen; has the capacity to affect significantly Orygen's financial standing; or in accordance with whose instructions or wishes the directors of Orygen are accustomed to act (excluding advice given by the person in the proper performance of functions attaching to the person's professional capacity or their business relationship with the directors or Orygen);
- Contractors (including sub-contractors and employees of contractors);
- Suppliers (including employees of suppliers);
- Consultants;
- Auditors;
- Associates; and
- Relatives, dependants, spouses, or dependants of a spouse of any of the above.

(collectively referred to as "you").

You qualify for protection as a whistleblower under the *Corporations Act* if you are an eligible whistleblower in relation to Orygen and:

- (a) you have made a disclosure of information relating to a 'disclosable matter' directly to an 'eligible recipient' or to Australian Securities and Investments Commission (ASIC), Australian Prudential Regulation Authority (APRA) or another Commonwealth body prescribed by regulation;
- (b) you have made a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the *Corporations Act*; or
- (c) you have made an 'emergency disclosure' or 'public interest disclosure'.

Disclosures that are not about 'disclosable matters' do not qualify for protection under the *Corporations Act* (or the *Taxation Administration Act*, where relevant).

If the above criteria are not satisfied, then the disclosure will not be protected as a whistleblower, although you are still encouraged to report concerns on reasonable grounds either under this Whistleblower Procedure and the Whistleblower Policy, or the Complaints Procedure.

You are encouraged firstly to make a disclosure to an Orygen *Whistleblower Protection Officer* (see A.3 Internal *Protected Disclosure* of this Procedure, below). However, disclosure to any *Whistleblower Protection Officer* (see A.4, A.5 & A.6 External *Protected Disclosure* of this Procedure below) or other *Eligible Recipient* will also be accepted under this Procedure and the Whistleblower Policy.

When making a disclosure of a *Disclosable Matter*, you may do so anonymously or via a pseudonym. You can choose to share your identity when making a disclosure of a *Disclosable Matter*, however you are not required to. Disclosures made anonymously are still eligible for protections as *Disclosable Matters* under the *Corporations Act*.

A Whistleblower can choose to remain anonymous through the entire process, including while making a disclosure, over the course of the investigation, and after the investigation is finalised. A Whistleblower who wishes to remain anonymous should maintain ongoing two-way communication with Orygen or the Whistleblower Protection Officer, so that Orygen or the Whistleblower Protection Officer can ask follow-up questions or provide feedback. However, a whistleblower can refuse to answer questions that they feel could reveal their identity at any time, including during follow-up conversations.

Should you wish to make an anonymous or partially anonymous disclosure, Orygen and its Whistleblower Protection Officers have procedures in place to protect your identity, including:

- Redaction of all personal information or reference to the discloser witnessing an event;
- Referring to the discloser in a gender-neutral context;
- Contacting the discloser where possible to help identify certain aspects of their disclosure that could inadvertently identify them;
- Using qualified staff to handle and investigate disclosures; and
- Storing paper and electronic documents and other materials relating to disclosures securely and limiting access to those directly involved in managing and investigating the disclosure.

Where you choose to provide partial information about your identity, the Whistleblower Protection Officer and Whistleblower Investigation Officer (being the person responsible for investigating disclosures as determined by the Whistleblower Protection Officer or Orygen):

- Will be the only people who are aware of your identity; and
- Will implement these procedures to protect your identity and maintain confidentiality from disclosure to other parties, unless such disclosure is expressly authorised by you;
- Unless you have expressly consented to your identity being shared or disclosed:
 - Your identity will be redacted.
 - Your identity will only be shared with the Whistleblower Protection Officer and Whistleblower Investigation Officer and where necessary:
 - ASIC, APRA, or a member of the Australian Federal Police (within the meaning of the Australian Federal Police Act 1979);
 - a legal practitioner (for the purposes of obtaining legal advice or legal representation about the whistleblower provisions in the *Corporations Act*);
 - a person or body prescribed by regulations.

A person cannot disclose the identity of a whistleblower or information that is likely to lead to the identification of the Whistleblower (which they have obtained directly or indirectly because the discloser made a disclosure that qualifies for protection).

Orygen is legally obliged to protect the confidentiality of your identity. Subject to limited 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. A contravention of this requirement may lead to disciplinary action against a person identifying a Whistleblower, including termination of employment, as well as imprisonment and fines.

A person can disclose the information contained in a Protected Disclosure with or without your consent if:

- the information does not include the Whistleblower’s identity;
- Orygen has taken all reasonable steps to reduce the risk that the Whistleblower will be identified from the information; and
- it is reasonably necessary for investigating the issues raised in the disclosure.

Orygen would like to identify and address wrongdoing as early as possible, and Orygen’s approach is intended to help build confidence and trust in its Whistleblower Policy, processes and procedures.

This Procedure and the Whistleblower Policy will be made available to all Orygen officers and employees on the secure Orygen intranet, and Orygen will seek to ensure that this Procedure and the Whistleblower Policy is disseminated to and easily accessible by all officers and employees of Orygen.

A modified version of this Procedure and the Whistleblower Policy (with personal contact details of internal Orygen Whistleblower Protection Officers redacted or removed but highlighting the availability and benefits of using the external independent “Your Call” whistleblowing service) will be published and available to the public and disclosers outside of Orygen on Orygen’s external public website.

PROCEDURE STATEMENTS

Clauses	Procedures	Responsibility
A	Making A Report	
A.1	<p>If you think upon reasonable grounds that something has happened that should be reported, check:</p> <ul style="list-style-type: none"> • Exactly what do you think has happened; • What Orygen policy, procedure, rule, or law has not been followed; • Does the disclosure meet the criteria to be Protected Disclosure, or should the Complaints Procedure be used? 	<i>Eligible Whistleblower</i>
A.2	<p>Whistleblower Protection Officers</p> <p>Employees, officers, directors and other disclosers (including external disclosers) are encouraged to make a report of a <i>Disclosable Matter</i> by:</p> <ul style="list-style-type: none"> • Reporting to any of the <i>Whistleblower Protection Officers</i> or <i>Eligible Recipients</i> listed in A.3 below; or • Reporting to Orygen’s independent whistleblowing service provider, “<i>Your Call Whistleblowing Solutions</i>”, listed in A.4 below; or • Reporting externally to Regulators: <ul style="list-style-type: none"> ○ ASIC (Australian Securities & Investment Commission); or ○ APRA (Australian Prudential Regulatory Authority); or ○ Commissioner of Taxation. <p>A discloser can make a disclosure directly to regulatory bodies, or other external parties, about a disclosable matter, and qualify for protection under the <i>Corporations Act</i> without making a prior disclosure to Orygen.</p> <p>Any disclosure of information, including information that does not relate to a <i>Disclosable Matter</i>, made to a lawyer for the purpose of obtaining legal advice or legal representation (at your own expense) in relation to your rights at law will also be a <i>Protected Disclosure</i>.</p>	<i>Eligible Whistleblower</i>
A.3	Whistleblower Protection Officers: (Internal Protected Disclosure)	<i>Eligible Whistleblower</i>

You may disclose any *Disclosable Matter* to the *Whistleblower Protection Officers* listed below:

Chief of People and Culture

Chief Financial Officer

If you are uncomfortable with or unable to use any of the above reporting channels, a *Disclosable Matter* can be made to any "*Eligible Recipient*" within Orygen (s.1317AAC(1) of the *Corporations Act* & s.14ZZT(2) of the *Taxation Administration Act*). *Eligible Recipients* include:

- Any Officer (including any Director or Company Secretary of Orygen – s.9 *Corporations Act*) and any member of the Board of Orygen;
- Senior Manager of Orygen (including the Executive Leadership Team and senior executives within Orygen, other than a director or company secretary, who (a) makes or participates in making decisions that affect the whole, or a substantial part, of the business of the entity; or (b) has the capacity to significantly affect the entity's financial standing); or
- Internal or external Auditor or member of an audit team conducting an audit of Orygen.

A.4 **"Your Call Whistleblowing Solutions" Whistleblower Protection Officers:** (External independent *Eligible Recipient* for *Protected Disclosure*) *Eligible Whistleblower*

If you are not comfortable or able to report misconduct internally, you may report it to Orygen's external and independent whistleblowing service provider.

Orygen has contracted Your Call Whistleblowing Solutions ("Your Call") to receive and manage your report with impartiality and confidentiality.

This option allows you to:

- remain completely anonymous
- identify yourself to Your Call only
- identify yourself to both Your Call and Orygen

The Your Call reporting options include:

- **Website** <https://www.yourcall.com.au/report>
24/7
- **Telephone** 1300 790 228 9:00 am – 12:00 midnight, recognised business days, AEST

Online reports can be made via the website address listed above. You will be required to enter Orygen unique identifier code **ONC3052**

1. Your Call remains the intermediary at all times, receiving and forwarding communication between all parties. The Orygen Officers who will have access to your reports include:

- (i) Chief of People and Culture
- (ii) Chief Financial Officer

Your Call can circumvent any of the above Officers upon your request.

You will be able to securely upload any relevant documentation and/or material relevant to your disclosure.

After making a disclosure, you will be provided with a unique Disclosure Identification Number (DIN) and access to a secure online Message Board.

The Message Board allows ongoing anonymous communication with Your Call and/or Orygen. Your Call remains the intermediary at all times, receiving and forwarding communication between all parties. The Message Board can be used to receive updates, share further information/evidence and request support or report retaliation. If you

cannot access the Message Board, you can contact Your Call via phone (above) for verbal updates.

National Relay Service

If you are deaf, or have a hearing or speech impairment, you can contact Your Call online or through the National Relay Service. Simply choose your contact method at www.relayservice.gov.au and request Your Call's hotline 1300 790 228.

If you have difficulty speaking or understanding English, contact us through the [Translating and Interpreting Service](#) (TIS) 131 450 and ask for Your Call on 1300 790 228

You may also report the *Disclosable Matter* to:

- ASIC (Australian Securities and Investment Commission); or
- APRA (Australian Prudential Regulatory Authority); or
- Commissioner of Taxation;

(together referred to as **Regulator(s)**).

You may wish to read ASIC's Information Sheet 239 "*How ASIC handles whistleblower reports*".

<https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/how-asic-handles-whistleblower-reports/>

Any disclosure of information, including information that does not relate to a *Disclosable Matter*, made to a lawyer for the purpose of obtaining legal advice or legal representation (at your own expense) in relation to the discloser's rights at law will also be a *Protected Disclosure*.

A.5 Public Interest Disclosure: (External Protected Disclosure)

Eligible Whistleblower

Where you have previously complied with the reporting of the *Disclosable Matter* and:

- At least 90 days have passed since the first disclosure was made,
- You have reasonable grounds to believe that no action is being taken or that sufficient action has not been taken to address the matters to which the first disclosure relates,
- You have reasonable grounds to believe that making a further disclosure to a Journalist or member of Parliament would be in the public interest,
- You give written notification to the *Whistleblower Protection Officer* to whom you previously reported the first disclosure that you intend to make a Public Interest Disclosure,
- The extent of the information disclosed in making a Public Interest Disclosure is no greater than is necessary to inform the recipient of the *Disclosable Matter* which the first disclosure relates,

then you may make a Public Interest Disclosure to a Journalist or member of Parliament.

Such a step is a serious matter and, to ensure that you are protected by law, you should take independent legal advice or consult with the relevant *Whistleblower Protection Officer* before taking any such step.

A.6 Emergency Disclosure: (External Protected Disclosure)

Eligible Whistleblower

The extent of the information disclosed in Emergency Disclosure situations must be no greater than is necessary to inform the recipient of the substantial and imminent danger. Emergency Disclosure is where you have previously complied with reporting the *Disclosable Matter* to a *Regulator* and:

- You have reasonable grounds to believe the information disclosed concerns a substantial and imminent danger to the health or safety of one or more individuals, or the natural environment; and
- You give written notification to the same Regulator identifying your previous disclosure and stating your intention to make an emergency disclosure.

The recipient of the Emergency Disclosure can include members of Parliament and/or Journalists.

Such a step is a serious matter and, to ensure that you are protected by law, you should obtain independent legal advice and/or consult with the Regulator before taking any such step.

B Investigation process

- B.1** Investigate the *Eligible Whistleblower's* allegations and write a report, where possible within 28 days from receiving the disclosure (although the timing of the investigation and of any report may vary and will depend on the nature and extent of the disclosure, identifying the person(s) within and/or outside Orygen that may need to lead the investigation, the nature of any technical, legal and/or financial advice that may be required to support the investigation, the timeframe for the investigation, and your cooperation). Whistleblower disclosures made by Orygen staff seconded to Orygen from the University of Melbourne or Melbourne Health, or disclosures in which the subject of the disclosure is a University of Melbourne or Melbourne Health employee seconded to Orygen, will require disclosure of some information to eligible recipients at the University of Melbourne or Melbourne Health as appropriate (as the employer) in relation to the Whistleblower disclosure, and may require joint management of the investigation with the University of Melbourne or Melbourne Health as the case may be, and/or sharing of some information with that employer. If you do not provide that consent, it may not be possible for the Whistleblower disclosure to be properly investigated.
- The *Whistleblower Protection Officer* will discuss with you Orygen's measures for ensuring confidentiality of your identity.
- The *Whistleblower Protection Officer* will need to assess each disclosure to determine whether it qualifies for protection, and whether a formal, in-depth, investigation is required.
- Whistleblower Protection Officer*
- B.2** Cooperate with the investigator and provide all the information you have.
- Eligible Whistleblower*
- B.3** Inform the *Eligible Whistleblower* of the result of the investigation of the allegations being investigated. Inform the Chief of Staff and/or Executive Director of the result of the investigation of the *Disclosable Matter* being investigated.
- You will be provided with regular updates, if you can be contacted (including through anonymous channels), although the frequency and timeframe may vary depending on the nature of the disclosure.
- Note: If the Chief of Staff or Executive Director is the subject of the investigation, the result will be made known to the Chair of the Orygen Board.
- For some investigations, it might also be necessary to inform the police or other government authority of the result.
- Whistleblower Protection Officer*
- B.4** The Orygen Board and the Audit and Risk Committee will be kept informed by means of a confidential report on the number & type of matters reported via the whistleblowing program (on a no names basis) and of emerging themes and trends, including information on individual disclosures received under this Whistleblower Policy (on a no names basis), when it is not likely to lead to the identification of the discloser:
- (a) the subject matter of each disclosure;
 - (b) the status of each disclosure;
 - (c) for each disclosure, the type of person who made the disclosure (e.g. employee or supplier) and their status (e.g. whether they are still employed or contracted by Orygen);
 - (d) the action taken for each disclosure;
 - (e) how each disclosure was finalised;
 - (f) the timeframe for finalising each disclosure; and
- Whistleblower Protection Officer*

(g) the outcome of each disclosure.

The Board of Orygen will maintain oversight of the Whistleblower policy and program through its Audit and Risk Committee. The Board's Audit and Risk Committee will be kept informed about the effectiveness of Orygen's Whistleblower policy, processes and procedures — and can intervene where necessary — while preserving confidentiality. Orygen's internal Whistleblower Protection Officers and the "Your Call" external whistleblowing service can decide to escalate matters to Orygen's Audit and Risk Committee or to Orygen's Board, on a confidential, anonymised basis, where considered necessary, both on an individual disclosure basis, and also in relation to identifying and addressing emerging themes and trends.

B.5	If a Whistleblower is not satisfied with the outcome of an investigation, a Whistleblower can request a review of the findings (as to whether Orygen's Whistleblower Policy, processes and procedures have been adhered to) by making a request to the Executive Director or the Chair of the Board for review within 14 days of being notified of the outcome of an investigation. The Whistleblower may make such request anonymously and may request that such review be conducted in such a manner as to preserve their anonymity if possible. Orygen is not obliged to reopen an investigation and can conclude a review if it finds that the investigation was conducted properly, or new information is either not available or would not change the findings of the investigation. If a review is conducted, it will be conducted confidentially by an Officer who was not involved in handling and investigating the original disclosure by that Whistleblower. Any review findings will be provided to the Audit and Risk Committee in a form that preserves the anonymity of the Whistleblower (unless the Whistleblower has consented to at least limited disclosure), and the Audit and Risk Committee may provide such review findings to the Board in a form that preserves the anonymity of the Whistleblower. A Whistleblower may lodge a complaint with a regulator, such as ASIC, APRA or the ATO, if they are not satisfied with the outcome of Orygen's investigation.	<i>Eligible Whistleblower</i>
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C Protection of Confidentiality

C.1	<p>All information received from you will be treated confidentially and sensitively.</p> <p>Where possible, Orygen will take steps to reduce the risk that you will be identified from the information contained in a disclosure, which may include:</p> <ul style="list-style-type: none">• Redacting all personal information or reference to the discloser witnessing an event;• Referring to the discloser in a gender-neutral context;• Contacting the discloser where possible, to help identify certain aspects of their disclosure that could inadvertently identify them; and• Seeking to ensure that disclosures are handled and investigated by qualified staff. <p>Orygen's <i>Whistleblower Protection Officers</i>, or equivalent, are responsible for discussing Orygen's measures for ensuring confidentiality of your identity.</p> <p>You should be aware that people may be able to guess your identity if:</p> <ul style="list-style-type: none">• You have previously mentioned to other people that you are considering making a disclosure;• You are one of a very small number of people with access to the information; or• The disclosure relates to information that you have previously been told privately and in confidence. <p>If you make a disclosure under this Policy, your identity (or any information which would be likely to identify you) will only be shared if:</p> <ul style="list-style-type: none">• You give your consent to share that information; or
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- The disclosure is allowed or required by law (for example where the concern is raised with a lawyer for the purposes of obtaining legal advice);
- The concern is reported to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Australian Taxation Office (ATO), the Australian Federal Police (AFP) or local State Police;

Where it is necessary to disclose information for the effective investigation of the matter, and this is likely to lead to your identification, all reasonable steps will be taken to reduce the risk that you will be identified. Orygen may not be able to undertake an investigation if it is not able to contact the Whistleblower (eg. if the Whistleblower is made anonymously and the discloser has refused to provide, or has not provided, a means of contacting them), and in such cases it may be appropriate for Orygen to ask you to consent to a limited disclosure to Orygen's Whistleblower Protection Officer and investigation officer. Whistleblower disclosures made by Orygen staff seconded to Orygen from the University of Melbourne or Melbourne Health, or disclosures in which the subject of the disclosure is a University of Melbourne or Melbourne Health employee seconded to Orygen, will require disclosure of some information to eligible recipients at the University of Melbourne or Melbourne Health as appropriate (as the employer) in relation to the Whistleblower disclosure, and may require joint management of the investigation with the University of Melbourne or Melbourne Health as the case may be, and/or sharing of some information with that employer, and that may mean that you are asked to consent to a limited disclosure to an eligible recipient at that employer.

Orygen will take reasonable precautions to securely store any records relating to a disclosure and only permit access to authorised persons who are directly involved in the managing of the disclosure and subsequent investigation.

You can be assured that an unauthorised release of information in breach of this Policy will be regarded as a serious matter.

D Protection against criminal & civil liability

D.1 The fact that you have made a *Protected Disclosure* will not give rise to any civil, criminal or administrative liability (including disciplinary action) on your part and the fact of making the disclosure and its content is not admissible against you in criminal or civil proceedings.

Orygen will not take (and the law prohibits any other person from taking) any action under a contract to which you are a party (including to terminate a contract on the basis that the disclosure is a breach of contract) or seek to enforce any other right against you, on the basis of the *Protected Disclosure*.

However, you can still be pursued for having made a false disclosure and are not granted immunity in connection with your own conduct that is revealed by the matters highlighted in the disclosed information (i.e. your own conduct in the misconduct, improper affairs or other circumstances which are revealed by the *Protected Disclosure*).

E Protection against Detrimental Conduct

E.1 Orygen (or any person engaged by Orygen) will not engage in '*Detrimental Conduct*' against you if you have made or propose to make a *Protected Disclosure* under this policy. This protection applies to internal and external *Protected Disclosure*.

Detrimental Conduct includes actual or threatened conduct such as the following (without limitation):

- Termination of employment;
- Injury to employment including demotion, disciplinary action;
- Alteration of position or duties to the employee's disadvantage;
- Discrimination;
- Harassment, bullying or intimidation;
- Victimisation;
- Harm or injury including psychological harm;

- Damage to person's property;
- Damage to a person's reputation;
- Damage to a person's business or financial position; or
- Any other damage to a person.

Orygen has established processes for assessing and controlling the risk of detriment, and will take all reasonable steps to protect you from *Detrimental Conduct* and will take necessary action where such conduct is identified.

Giving effect to *Detrimental Conduct* or the threat of *Detrimental Conduct* to an actual or intended *Eligible Whistleblower* may be a criminal or civil offence in certain circumstances and will be regarded as a serious matter. Orygen strictly prohibits all forms of *Detrimental Conduct* against any *Eligible Whistleblower* who is involved in an investigation of a *Disclosable Matter* under this Policy in response to their involvement in that investigation.

If you are subjected to *Detrimental Conduct* as a result of making a *Protected Disclosure* under this policy or participating in an investigation, you should inform a *Whistleblower Protection Officer* (clause A.3 above) or *Your Call Whistleblowing Solutions* (clause A.4 above) in accordance with the reporting guidelines outlined above.

You may also seek remedies including compensation, civil penalties or reinstatement where you have been subject to any *Detrimental Conduct* and suffer loss, damage or injury because of a disclosure, and Orygen failed to take reasonable precautions and exercise due diligence to prevent the *Detrimental Conduct*. You should seek independent legal advice (at your expense) in relation to such compensation or other remedies.

Actions that are not *Detrimental Conduct* include administrative action that is reasonable for the purpose of protecting a discloser from detriment, and managing a discloser's unsatisfactory work performance, if the action is in line with Orygen's performance management framework.

E Fair Treatment

E.1 Orygen will ensure the fair treatment of its employees who are mentioned in a *Protected Disclosure* including those who are the subject of a disclosure, by means of:

- Handling disclosures confidentially, when it is practical and appropriate in the circumstances;
- Assessing each disclosure, which may be the subject of an investigation;
- Determining whether there is enough evidence to substantiate or refute the matters reported;
- Ensuring that any investigation that needs to be undertaken is conducted with an objective, fair and independent process;
- Telling employees mentioned in a disclosure about the nature and subject matter of the allegations (whilst preserving the confidentiality and identity of the discloser) as and when required by the principles of natural justice and procedural fairness and prior to any actions being taken. For example, if the disclosure will be the subject of an investigation, and giving such individuals a fair and reasonable opportunity to respond before making any adverse findings against them (although Orygen may determine the most appropriate time to inform the individual who is the subject of a disclosure about the investigation, prior to making any adverse findings against them, having regard to whether informing the individual at an early stage of an investigation may compromise the effectiveness of the investigation and if there are concerns that information may be destroyed or if the disclosure needs to be referred to ASIC, APRA, the ATO or the Federal Police).

(see section.1317A(5)(e) *Corporations Act 2001 (Cth)*)

F Support available

F.1 Any person who makes a *Protected Disclosure* under this policy or is mentioned in or implicated as a result of a *Protected Disclosure* that is made may access Orygen’s Employee Assistance Program (EAP) which is a free and confidential counselling service – Converge 1300 687 633.

Where appropriate, Orygen may also appoint an independent support person from the Human Resources team to deal with any ongoing concerns you may have.

The EAP and/or support person may be able to discuss with you strategies to help you minimise and manage stress, time or performance impacts, or other challenges resulting from the disclosure or the investigation.

You may also access third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636) for support.

DEFINITIONS

Term	Definition
Disclosable Matter	<p>A Disclosable Matter is a disclosure of information if the discloser has reasonable grounds to suspect that the information concerns misconduct, or an improper <u>state of affairs</u> or circumstances, in relation to Orygen or a related company, or an officer or employee. <i>Disclosable Matters</i> may include:</p> <ul style="list-style-type: none"> • Financial or accounting practices that do not comply with Orygen’s requirements or the law; • Deliberately concealing unethical or illegal business conduct from other Orygen staff, internal or external auditors, or government authorities; • Conduct involving substantial risk to the environment; • Conduct that is contrary to, or a breach of, Orygen’s policies; • Dishonest, fraudulent, or corrupt activity e.g.: demanding, receiving or paying an unauthorised commission, bribe or kickback, falsifying research data, clinical misconduct; • A substantial mismanagement of Orygen resources; • Theft or serious misuse of Orygen’s or its clients’ property; • Negligent or other illegal conduct or activity; • Criminal activity; • Unethical or seriously improper behaviour; • Breaches of Federal or state legislation or regulations; • Conduct involving substantial risk to public health or safety; • Conduct by an officer or employee of Orygen or any of its related bodies corporate which represents a danger to the public or the financial system; • Unsafe work practices or working conditions that should have been corrected but have not; • Orygen staff deliberately and repeatedly acting outside of the authority given to them by Orygen; • Engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have, or to be planning to make, a <i>Protected Disclosure</i>; • Continuing to act when there is a conflict of interest present. <p>that would, if proven, constitute by Orygen or its employee/s:</p> <ul style="list-style-type: none"> ○ a criminal offence; ○ reasonable grounds for dismissing or dispensing with, or otherwise terminating, the services of an Orygen employee/s who was, or is, engaged in that conduct; or ○ reasonable grounds for disciplinary action. <p>A Disclosable Matter does not include personal work-related grievances except in certain circumstances, including if it relates to misconduct, a matter that represents a danger to the public or the disclosure relates to information that suggests misconduct beyond your personal circumstances, or you are threatened with detriment for making a disclosure.</p>
Eligible Recipient	Any individual who can receive a <i>Protected Disclosure</i> , including:

- Any Officer (including any Director or Company Secretary of Orygen – s.9 Corporations Act) and any member of the Board of Orygen;
- Any Senior Manager of Orygen (generally a senior executive within an entity, other than a director or company secretary, who (a) makes or participates in making decisions that affect the whole, or a substantial part, of the business of the entity; or (b) has the capacity to significantly affect the entity’s financial standing);
- Internal or external Auditor or member of an audit team conducting an audit of Orygen; and/or
- Any other person authorised by Orygen to receive disclosures that may qualify for protection (including the **Whistleblower Protection Officers** named in clause A.3, and “**Your Call Whistleblowing Solutions**” under clause A.4.

Employee	A person employed directly by Orygen.
Journalist	Includes journalists working for electronic services operated on a non-commercial basis by a body that provides a national broadcasting service.
Protected Disclosure	Any communication or disclosure based on reasonable grounds that discloses or demonstrates an intention to disclose information that may evidence a Disclosable Matter to a Whistleblower Protection Officer or other Eligible Recipient by an eligible Whistleblower , including a “disclosable matter” (under s.1317AA of the <i>Corporations Act 2001 (Cth)</i>) and “disclosures qualifying for protection” pertaining to tax matters (under s.14ZZT of the <i>Taxation Administration Act 1953 (Cth)</i>).
Regulator	Means any one of the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), and the Australian Taxation Office (ATO).
Staff	A person: <ul style="list-style-type: none"> • employed directly by Orygen; • seconded or provided to Orygen under an agreement with their employer (eg. Melbourne Health or University of Melbourne); or • who is a visiting scholar or researcher (e.g. on sabbatical at Orygen).
Whistleblower	Any person whether an employee, director, related officer, contractor or other eligible person, who whether anonymously or not makes or attempts to make a disclosure of a Disclosable Matter to an Eligible Recipient .
Whistleblower Protection Officer	Are trained persons dedicated to dealing with whistleblowers and their concerns able to initiate investigation of claims on behalf the whistleblower and Orygen.

RELATED DOCUMENTS

This Procedure is to be read in conjunction with:

Whistleblower Policy

Orygen Code of Conduct

Orygen Complaints Procedure

Orygen Disciplinary Procedure

Orygen Discrimination, Harassment and Bullying Policy

REFERENCES

Whistleblowers Protection Act (VIC) 2001

Public Interest Disclosures Act (VIC) 2012

Corporations Act (Cth) 2001

Fair Work Act (Cth) 2009

Privacy Act (Cth) 1988

Taxation Administration Act (Cth) 1953

Regulatory Guide 270 (ASIC) 2019