

W H I S T L E B L O W E R P O L I C Y

Want to speak up? Here’s what you need to know

Doing the right thing includes speaking up for what’s right, even when it’s hard.

If you have, or used to have, a relationship with Tabcorp, and you see or suspect misconduct, we encourage you to report it.

How to make a whistleblower report

Contact the Tabcorp Integrity Protection Service (TIPS). It’s a 24/7 service available to team members and people outside Tabcorp, and it’s independent, anonymous and secure:

Email	tips@deloitte.com.au
Website	www.tips.deloitte.com.au
Fax	+61 3 9691 8182
Telephone	1800 648 331 (a free call within Australia)
Freepost	Tabcorp Integrity Protection Service Reply Paid 12628 A'Beckett Street VIC 8006, Australia

Protection

Serious penalties can apply to people who breach a whistleblower’s confidence or retaliate against whistleblowers. You can feel confident to speak up for what’s right.

What whistleblowing doesn’t include

If you’re raising a personal employment matter, please talk to your manager or to People & Culture.

If you’re raising a health and safety matter, please talk to your manager and notify [Donesafe](#), and call 000 for emergencies.

Still have questions?

Please read the full policy. It includes information about protected whistleblowing (who, how and for what kinds of reports), whistleblower safeguards, key roles in our process and where to go for help and more information.

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A whistleblower...

Current or former director, officer, company secretary, employee, volunteer, supplier (and their employees).
Or a relative, dependent or dependent of a spouse of one of these people.



...discloses reportable conduct (anonymously if you choose)...

Anything you have reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances in relation to Tabcorp. Other than a personal work-related grievance.



...to the Tabcorp Integrity Protection Service (TIPS).

Email: tips@Deloitte.com.au | Call: 1800 648 331 | Visit: www.tips.deloitte.com.au



Whistleblowers will be protected for doing the right thing.

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Purpose

Tabcorp is committed to the highest standards of conduct and ethical behaviour. These standards are outlined in our code of conduct, our purpose and values and our policies. We're focused on detecting and eliminating misconduct and promoting and supporting a culture of honesty, integrity, compliance and sound corporate governance. This policy describes how to make a whistleblower report, who you can report it to, how it will be actioned and investigated, and protections and support available.

Who this policy applies to

This policy applies to all current and former directors, officers, company secretaries, employees, volunteers and suppliers (and employees of suppliers) of any Tabcorp company. It also applies to relatives, dependants or dependants of spouses of any of these people. These people are eligible for protection as a **whistleblower** under this policy.

Policy framework and availability

This policy is available on our intranet and on our website. Copies are available on request from whistleblower@tabcorp.com.au. Additional guidance includes:

- [dictionary](#) of important terms;
- summary of [roles and responsibilities](#); and
- [FAQs](#).

Who is a whistleblower?

A whistleblower is someone who reports reportable conduct under this policy.

Doing the right thing

We expect everyone who works at, for or with Tabcorp to comply with the law, our code of conduct and our policies and procedures. This includes reporting anything you suspect is:

- a breach of a law or policy or other misconduct; or
- another irregularity that is or may be dangerous to people, the environment or the public generally.

We also expect you to protect anyone who you know or suspect is a whistleblower, including keeping their identity confidential, and making sure they're not subject to detrimental treatment.

What sort of conduct should I speak up about?

Before you make a whistleblower report, please consider talking to a people leader or People & Culture partner, or (if you don't work at Tabcorp) your Tabcorp contact. We'd much rather hear your concerns directly so we can act to resolve them right away.

Reportable conduct that can be the subject of a protected whistleblower report is anything you have reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances,

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in relation to any Tabcorp company. This is intentionally broad. See the [dictionary](#) for more information about reportable conduct.

What sort of conduct can't I report as a whistleblower matter?

- Personal work-related grievances are not protected under this policy, and team members should instead raise these with your people leader or People & Culture under our [complaints procedure](#).
- Health and safety hazards and incidents must be reported to your manager and notified to [Donesafe](#) within 24 hours.
- For emergencies, call 000 immediately, then report to the General Manager Health, Safety & Wellbeing. For more information see [FAQs – Hazard & Incident Reporting](#).

How do I speak up?

Contact [TIPS](#), the Tabcorp Integrity Protection Service. This is an independent, anonymous and secure whistleblower service delivered by Deloitte, available anytime, through these channels:

Email	tips@deloitte.com.au	Fax	+61 3 9691 8182
Website	www.tips.deloitte.com.au	Phone	1800 648 331 (free call within Australia)
Freepost	Tabcorp Integrity Protection Service, Reply Paid 12628, A'Beckett Street VIC 8006, Australia		

While TIPS is our preferred channel, you can also make a report to our EGM of Internal Audit:

Email	whistleblower@tabcorp.com.au	Post	<i>(Marked "Strictly Private and Confidential")</i> Tarnya O'Neil EGM Internal Audit Level 31, 680 George Street Sydney NSW 2000
Phone	02 9218 1872 (business hours)		

Reports can also be made to any Whistleblower Report Officer (WRO) (see the [dictionary](#) for details). To make a report to a particular WRO, contact TIPS and when making your report give the name or position of the WRO. Deloitte will then contact the WRO. If you make a whistleblower report directly to a WRO, they will forward the report to TIPS for action under this policy.

You can also make whistleblowing reports directly to certain regulators or a lawyer, or in very limited circumstances to the media or a member of parliament. If you do this, your report won't be handled in accordance with this policy, but you may still receive protections under Commonwealth laws. For more information please see the [FAQs](#).

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Anonymity and confidentiality

Your whistleblower report will automatically be treated anonymously unless you agree otherwise. If you do agree, your identity will be shared only for purposes of reviewing and actioning the report. Even where you report anonymously, information that may lead to your identification may need to be disclosed where reasonably necessary to the investigation. We'll take all reasonable steps to reduce the risk of identification.

Your identity may be disclosed if there is a threat to life or property or if Tabcorp has a legal obligation to do so, including to certain regulators or law enforcement agencies, or so Tabcorp can obtain legal advice about whistleblower laws.

While it's your right to remain anonymous, requiring complete anonymity over your report may make it more difficult for us to investigate the issue. If you're a current team member, letting us know who you are will enable us to actively monitor your wellbeing by appointing you a Whistleblower Protection Officer (WPO).

How we action whistleblower reports

All whistleblower reports will be promptly directed for review and action as follows:

Report relating to:	Directed to:
Tabcorp's Directors	Board Chairman, and if it pertains to the Board Chairman, to the Chairman of the Audit Committee
Executive leaders	Chairman of the Audit Committee
Internal Audit team members	Chairman of the Audit Committee
All others	Whistleblower Coordinator, overseen by the Whistleblower Committee

The report will be reviewed by the Whistleblower Committee, and where investigation is required, an internal or external investigator will be appointed.

Whistleblowers will be kept updated on progress through TIPS. We'll provide a first update to Deloitte within seven days of initial notification, and the whistleblower can view this and subsequent status updates securely online. The amount and regularity of updates will vary. Whistleblowers can raise concerns about management of a report by emailing whistleblower@tabcorp.com.au, contacting TIPS or (for non-anonymous reports by team members) by contacting your WPO.

Following the investigation, a final report will record findings of any investigation and other action taken. Final reports relating to Tabcorp's Directors will be provided to the Board Chairman or to the Chairman of the Audit Committee, as appropriate. Final reports relating to executive leaders and Internal Audit team members will be provided to the Chairman of the Audit Committee. Updates and final reports relating to all other matters will be provided to the Audit Committee unless the Board Chairman or the

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Audit Committee Chairman direct otherwise.

Reasonable efforts will be made to let the whistleblower know the outcome or conclusion of the process, either directly (if known) or through TIPS.

Protection and support

Detrimental conduct is not tolerated

We're committed to taking all reasonable steps to ensure that whistleblowers are protected and supported. To report detrimental treatment related to whistleblowing, go to TIPS or (for team members) your appointed Whistleblower Protection Officer.

You must never take or threaten detrimental conduct against someone who is or might be a whistleblower or is associated with a whistleblower matter. Doing so will expose you to significant civil and criminal liability under the whistleblower laws, and for current team members, to serious discipline under this policy. No whistleblower will be subjected to detriment by Tabcorp if a report Tabcorp is satisfied was made on reasonable grounds later turns out to be unsubstantiated. See the [dictionary](#) for examples of detriment.

What happens if I breach this policy?

Team members are encouraged to let us know about any behaviours inconsistent with this policy, by immediately emailing whistleblower@tabcorp.com.au or contacting TIPS. It's your responsibility to understand and comply with this policy. Non-compliance is a serious matter and will likely result in disciplinary action.

Actual or threatened detrimental conduct related to whistleblowing and confidentiality breaches is particularly serious, and will likely result in dismissal. This behaviour is also unlawful. Significant civil and criminal penalties apply for both Tabcorp and individuals, including significant fines and imprisonment. There may be civil remedies, including compensation, for anyone suffering such detrimental treatment.

Other support

We support you through TIPS, Whistleblower Protection Officers, our fair investigation process, and our commitment to confidentiality. Independent support and counselling is also available through our Employee Assistance Program (call 1800 808 374 or visit www.assureprograms.com.au).

Review

This policy will be periodically reviewed by management and any material changes approved by the Board.

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Policies Control

Current from	1 July 2019
Replaces version dated	1 April 2019
Approved By	Tabcorp Board
Reviewed	1 August 2019 (updated contact details for EGM Internal Audit)

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Dictionary

ASIC	Australian Securities and Investments Commission
Commonwealth laws	In the definition of “reportable conduct”, the relevant Commonwealth laws include (but aren’t limited to) the Corporations Act 2001, the ASIC Act 2001 and any other Commonwealth law that’s punishable by imprisonment of 12 months or more. For example, the Competition and Consumer Act 2010 (cartel conduct), Income Tax Assessment Act 1936 and AML/CTF laws.
Detriment	Includes: <ul style="list-style-type: none"> ○ dismissal of an employee; ○ injury of an employee in his/her employment; ○ alteration of an employee’s position or duties to his or her disadvantage; ○ discrimination between an employee and other employees of Tabcorp; ○ harassment or intimidation; ○ harm or injury to a person (including psychological harm); ○ damage to a person, including to their property, reputation, business or financial position.
Personal work-related grievance	A grievance about any matter about your current or former employment, that has implications for you personally, and doesn’t have significant implications for Tabcorp that don’t relate to you. This could include: <ul style="list-style-type: none"> ○ an interpersonal conflict between you and another employee; ○ a decision about your engagement, transfer or promotion; ○ a decision about the terms and conditions of your engagement; ○ a decision to suspend or terminate your employment or discipline you. <p>Personal grievances that also have significant implications for Tabcorp and otherwise meet the definition of reportable conduct should be reported under this policy.</p>
Reportable conduct	Anything the whistleblower has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances, in relation to any Tabcorp company or its operations. This could, for example, include information about bribery, corruption, dishonesty, fraud, illegality, breach of Tabcorp’s code of conduct, policies or procedures, or financial or reputational loss to Tabcorp. Without limiting this scope, it clearly includes information where you have reasonable grounds to suspect that Tabcorp or any of its officers or employees have: <ul style="list-style-type: none"> ○ breached certain Commonwealth laws; or ○ engaged in conduct that represents a danger to the public or financial system.

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Tabcorp	Tabcorp Holdings Limited and its controlled entities.												
TIPS	<p>Tabcorp Integrity Protection Service. An independent, anonymous and secure whistleblower service delivered by Deloitte, available around the clock, through these channels:</p> <table border="1"> <tr> <td>Email</td> <td>tips@deloitte.com.au</td> <td>Fax</td> <td>+61 3 9691 8182</td> </tr> <tr> <td>Website</td> <td>www.tips.deloitte.com.au</td> <td>Phone</td> <td>1800 648 331 (free call)</td> </tr> <tr> <td>Freepost</td> <td colspan="3">Tabcorp Integrity Protection Service, Reply Paid 12628, A'Beckett</td> </tr> </table>	Email	tips@deloitte.com.au	Fax	+61 3 9691 8182	Website	www.tips.deloitte.com.au	Phone	1800 648 331 (free call)	Freepost	Tabcorp Integrity Protection Service, Reply Paid 12628, A'Beckett		
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Freepost	Tabcorp Integrity Protection Service, Reply Paid 12628, A'Beckett												
Whistleblower	<p>You can be a whistleblower under this policy if you are a current or former:</p> <ul style="list-style-type: none"> ○ director, officer, company secretary or employee of any Tabcorp company; ○ supplier to any Tabcorp company (including contractors and consultants), or one of their employees; ○ volunteer to any Tabcorp company; or <p>any relative, dependant or dependant of a spouse of any of these people.</p> <p>For more information, see Roles and Responsibilities.</p>												
Whistleblower Committee	<p>Unless otherwise determined by the Board Chairman or Audit Committee Chairman, the Committee will be constituted by:</p> <ul style="list-style-type: none"> ○ Whistleblower Coordinator (Chair); ○ Chief Risk Officer, or if unavailable or delegated, GM Risk & Compliance; and ○ Group General Counsel, or if unavailable or delegated, General Counsel Operations. <p>In particular cases the Whistleblower Committee may include the Chief People Officer as a temporary Committee member.</p> <p>For more information, see Roles and Responsibilities.</p>												
Whistleblower Coordinator	<p>Executive General Manager, Internal Audit, or such other person as is appointed by the Audit Committee Chairman or Board Chairman to be the Whistleblower Coordinator in a particular matter.</p> <p>For more information, see Roles and Responsibilities.</p>												
Whistleblower laws	<p>The relevant provisions of the Corporations Act 2001 and Tax Administration Act 1953 as amended by the Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019.</p>												

Compliance with company policies is a condition of employment at Tabcorp. Tabcorp may vary its policies at its discretion from time to time, without prior notice or compensation to employees or contractors, and the content of this policy is not incorporated into any contract of employment or engagement. This policy is current at the date of printing.

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<p>Whistleblower Protection Officer</p>	<p>Unless otherwise determined by the Board Chairman or Audit Committee Chairman, either of:</p> <ul style="list-style-type: none"> ○ General Manager Health, Safety & Wellbeing; or ○ General Manager People & Culture – Corporate <p>Whistleblower Protection Officers are available to Tabcorp team members.</p> <p>For more information, see Roles and Responsibilities.</p>
<p>Whistleblower Report</p>	<p>A statement made by a whistleblower, provided in writing or orally, concerning reportable conduct they suspect or have observed. We encourage all whistleblower reports to be made via TIPS.</p>
<p>Whistleblower Report Officer</p>	<p>A person who has been nominated to receive disclosures of reportable conduct from whistleblowers. The following are Whistleblower Report Officers for Tabcorp:</p> <ul style="list-style-type: none"> ○ directors and company secretaries of any Tabcorp company and any member of our executive leadership team: <ul style="list-style-type: none"> ○ our Tabcorp Group directors and executives are shown at https://www.tabcorp.com.au/who-we-are/our-leaders; ○ our GM Charitable Games John Corry is a director of UBET QLD Limited (john.corry@tabcorp.com.au); and ○ in relation to our Victorian wagering licensee Tabcorp Wagering (Vic) Pty Ltd, any member of the Joint Venture Management Committee; ○ an auditor of Tabcorp or member of an audit team conducting an audit of any Tabcorp company; ○ an actuary of any Tabcorp company; and ○ Deloitte, through TIPS. <p>For more information, see Roles and Responsibilities.</p>

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Roles and responsibilities

<ul style="list-style-type: none"> ○ Employees/contractors ○ Volunteers ○ Directors ○ Officers ○ Suppliers 	<ul style="list-style-type: none"> ○ Do the right thing – comply with laws, policies and procedures. ○ Ensure those around you do the right thing. ○ Complete training on this policy as requested. ○ Speak up – report any concerns to your manager, other leader or People & Culture partner, or make a whistleblower report under this policy. ○ Don't disclose the identity of anyone you suspect or know to be a whistleblower. ○ Don't treat anyone detrimentally because you suspect or know they're associated with a whistleblower matter.
<p>Investigator</p>	<ul style="list-style-type: none"> ○ Investigate a whistleblower report within the framework endorsed by the Whistleblower Committee. <p>For purposes of this policy, the investigator reports directly to the Whistleblower Committee.</p>
<p>Whistleblower Committee</p>	<ul style="list-style-type: none"> ○ Support the Whistleblower Coordinator to review, scope and triage whistleblower reports and determine appropriate actions. ○ Oversee management of whistleblower investigations and reporting. ○ Ensure compliance with regulatory notification obligations where required. <p>For purposes of this policy, the Whistleblower Committee reports directly to the Chairman of the Audit Committee.</p>
<p>Whistleblower Coordinator</p>	<ul style="list-style-type: none"> ○ Coordinate capture and secure storage of all whistleblower reports. ○ Chair Whistleblower Committee to coordinate review, scoping and action of whistleblower reports. ○ Record actions taken in response to whistleblower reports. ○ Facilitate updates provided to whistleblowers where possible. ○ Monitor and deliver implementation, compliance and training activities in relation to this policy. <p>For purposes of this policy, the Whistleblower Coordinator reports directly to the Chairman of the Audit Committee.</p>
<p>Whistleblower Protection Officer</p>	<ul style="list-style-type: none"> ○ Monitor wellbeing of whistleblowers who are Tabcorp team members. ○ Receive reports of actual or threatened detriment in breach of this policy in relation to whistleblowing.

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	<p>For purposes of this policy, the Whistleblower Protection Officer reports directly to the Chairman of the Audit Committee.</p>
<p>Whistleblower Report Officer</p>	<ul style="list-style-type: none"> ○ Record all reports made to them personally in accordance with agreed protocols including confidentiality requirements, either by manually logging the report into TIPS or notifying an independent member of the Whistleblower Committee to do so on the Whistleblower Report Officer’s behalf. ○ Ensure confidentiality of whistleblower reports. ○ Don’t disclose a whistleblower’s identity, including when recording the disclosure, unless the whistleblower expressly consents otherwise. ○ Securely store any whistleblower reports received manually (writing, email). Do not copy, send or share information that may inadvertently disclose the whistleblower’s identity other than as necessary or required to document the report within agreed protocols. ○ NEVER document or discuss a whistleblower’s name without their consent, and check that any report that captures information doesn’t inadvertently identify or implicate the whistleblower. Redact or remove any references that do this.

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Frequently asked questions

Can I make a whistleblower report about Tabcorp directly to a regulator?

Yes. Whistleblowers can make protected reports to ASIC or other prescribed Commonwealth authorities, provided the report is about a “disclosable matter”. What constitutes a “disclosable matter” is aligned with the definition of reportable conduct in our [dictionary](#).

Can I go to the media or an MP with my information?

Reports made to the media or a Parliamentarian only receive protection under the whistleblower laws in very limited circumstances:

- to make a protected “public interest” report, you must have already made a protected report to an eligible regulator (such as ASIC), waited at least 90 days, and not have reasonable grounds to believe that action is or has been taken. You must also have reasonable grounds to believe that making a further report would be in the public interest; and
- to make an “emergency” report, you must have already made a protected report to an eligible regulator (such as ASIC) and you must have reasonable grounds to believe that the information in your report concerns a substantial and imminent danger to health or safety of one or more persons or to the natural environment.

In either case, you must also notify the regulator in writing of your intent to make the further report. The further report can be made to a member of Parliament or a journalist who meets the legislative definitions of those terms. We recommend you seek legal advice before proposing to make a report to any journalist or Parliamentarian.

Can I go to a lawyer?

If you see a lawyer about the operation of whistleblower laws, the information you tell them will qualify as a protected disclosure and legal professional privilege will also apply. Remember that Tabcorp’s in-house legal team (Group General Counsel) are lawyers for Tabcorp and can’t provide personal legal advice to individuals, including in relation to whistleblower reports or protections.

What if I make a whistleblower report to someone else?

To fall within this policy, whistleblower reports must be made to [TIPS](#), our EGM of Internal Audit or a Whistleblower Report Officer. However, statutory protections for whistleblowers (outlined below) will apply whether the whistleblower report is made to one of those channels, or an eligible regulator (e.g. ASIC), a lawyer or (in limited circumstances) a journalist or Parliamentarian.

I’m not a Whistleblower Report Officer but someone has disclosed to me: what do I do?

Whistleblower reports must be made to [TIPS](#) or a Whistleblower Report Officer to fall within this policy and for the protections to apply. If you are not a Whistleblower Report Officer, and someone has made

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or is attempting to make a whistleblower report to you, you must immediately confirm with them they are intending to make a whistleblower report, and if so, direct them to [TIPS](#) to make their report correctly. Do not breach their confidentiality or discuss their report with any other person.

Do I get immunity if I blow the whistle on something I was involved in?

If you make a whistleblower report in accordance with this policy, you will be protected under the whistleblower laws from a range of civil and criminal liability and contractual actions in relation to making the report. But becoming a whistleblower doesn't mean you're immune from the reasonable consequences of being involved in illegal activity or other improper conduct in the first place: your protection only extends to the consequences of making the report, not the activity itself, other than in limited circumstances. If any of this is of concern to you, or if you're unclear about the extent of your legal rights and protections, we encourage you to seek legal advice.

I'm being bullied. Can I make a whistleblower report about it?

Generally, no. Personal work-related grievances are not whistleblower matters and the reports won't receive protection under the policy or the law. For current team members, concerns about personal work matters are best raised directly with your people leader, People & Culture business partner, or in accordance with the [complaints procedure](#). An exception applies if you're alleging actual or threatened detriment in connection with your actual, potential or perceived involvement in a whistleblower matter, or if the complaint has significant implications for a Tabcorp company and otherwise meets the definition of reportable conduct. See the policy for more information about protection from detriment.

Will I get compensation?

Under whistleblower laws, compensation may be awarded by a court where there has been adverse action being taken or threatened against someone for reasons that include because they are or might soon be a whistleblower. Other remedies are available too. We encourage you to seek legal advice.

What statutory protections apply?

Both the Corporations Act 2001 and the Taxation Administration Act 1953 provide special protections for eligible whistleblowers in respect of disclosures that qualify for protection under each Act. Tabcorp is committed to ensuring these legislative protections are complied with, and our policy is designed to ensure those legislative protections are provided to whistleblowers who make reports under this policy. The legislative protections for eligible whistleblowers include (in each case, in accordance with the provisions of the legislation):

- the right to have their identity protected;
- the right to have information provided as part of the disclosure handled appropriately;
- the right to be protected from civil, criminal or administrative liability for making the disclosure; from contractual or other remedies based on the disclosure; and from the admissibility of the information provided in evidence against them;
- the right to be protected from detrimental treatment or any form of victimisation;

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- the right to compensation and other remedies (including the right to litigation costs relief) for breach of the legislative protections; and
- the right not to be required to disclose their identity before any court or tribunal.

Under the Taxation Administration Act 1953, protection is also available for disclosures of information that indicates misconduct or an improper state of affairs, in relation to the tax affairs of an entity or an associate, where the whistleblower considers the information may assist the recipient to perform functions or duties in relation to those tax affairs.