



## Whistleblower Policy

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Myer Holdings Limited

ACN 119 085 602

# Whistleblower Policy

## 1 Overview

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Myer Holdings Ltd and each of its subsidiaries (Myer) is committed to a culture of compliance, ethical behaviour and good corporate governance. The Whistleblower Policy (Policy) is an integral part of the Myer compliance program and aims to provide Team Members, contractors and consultants with a mechanism to raise concerns regarding potential, suspected and actual contravention of our ethical and legal standards and policies without fear of reprisal.

Myer's reputation depends on all Team Members acting in an ethical and honest manner in all of our business dealings. In addition, all Myer Team Members have the right to work in an environment without distress or unwelcome interference due to the conduct or actions of other Team Members. Myer will not tolerate improper conduct by its Team Members. The Whistleblower Protection Officer provides an appropriate avenue for reporting such conduct on a confidential and/or anonymous basis.

This policy aims to provide clarity on how Myer will support you so that you are encouraged to express your concerns, how to express these concerns and what will happen when you express your concerns.

Myer encourages all Team Members, contractors, consultants and other interested parties to report any improper conduct (known or suspected) to their Line Manager or the Whistleblower Co-ordination Officers.

Myer will not tolerate any Team Member taking reprisals against those who come forward to disclose, or who are contemplating disclosing, improper conduct. Myer will also not tolerate anyone being discouraged from reporting a concern of being adversely affected because they have reported misconduct in accordance with this policy. This includes conduct against another Team Member, contractor, consultant, customer or supplier.

## 2 Scope

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This Policy applies to all past and present Myer Team Members including directors and officers, whether full time, part time or casual at any level of seniority within Myer. The Policy also applies to contractors and consultants working on behalf of, or with Myer (Team Members).

Myer suppliers or any person who has or potentially has business dealings with Myer, for an example a tenderer, may utilise the Whistleblower Program to report improper conduct. Information for suppliers is available from [www.myersupplier.myer.com.au](http://www.myersupplier.myer.com.au).

If you are a customer and are concerned with the way Myer has handled any matter, product, or service, including an existing complaint, please contact the Myer Customer Service Centre with your concern via phone or email.

## 3 Reportable Conduct

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Team Members who detect or become aware of known, suspected, attempted or potential cases of Reportable Conduct will make a report under the policy or under other applicable policies. Reportable conduct is:

- conduct or practices which are illegal or breach any law or regulation (such as theft, drug sale or use, violence, criminal damage to property, inside trading, breach of continuous rules, breach of consumer or privacy laws or any other breaches of state or federal law etc)

- in breach of any of Myer's policies or procedures, including the Code of Conduct
- fraudulent or corrupt conduct (such as dishonesty, fraud, bribery, conflict of interest, misuse of information)
- coercion, harassment or discrimination, serious impropriety by, or affecting, any Team Member
- misleading or deceptive conduct of any kind, including conduct or representations that could amount to improper or misleading accounting or financial reporting practices such as dishonestly altering or falsifying company records, accounts or data, adopting questionable accounting practices
- serious harm to public health, safety and environment or the health and safety of any Team Member or person or to the financial system
- conduct which is potentially damaging to Myer, a Team Member or a third party such as unsafe work practices, environmental damage or abuse or misuse of Myer property or resources including electronic equipment
- any action taken against, or harm suffered by a Team Member as a result of making a report under this Policy
- conduct or proposed conduct, bid, proposal, offer, product or other aspects of Myer's business that breaches relevant Australian legislation and associated Regulations
- may cause financial loss to Myer or damage its reputation or be otherwise not in the interest of Myer

Reportable Conduct also includes any conduct, which comprises retaliation against any person who raises, may raise or has the potential to raise a disclosure of Reportable Conduct under this policy or against anyone who helps address a concern raised.

Employee and industrial relations related issues and human resources related issues are excluded from the operation of this Policy because Myer has other established mechanisms to raise such complaints. For example, employment contract issues can be addressed through a nominated dispute resolution process.

Reportable conduct generally does not include personal work related grievances such as issues a personal conflict between a Team Member and another employee, a decision relating to your promotion, transfer or relocation or a decision to terminate your employment. In limited cases, a personal work related grievance may be covered by this Policy, such as where the grievance relates to a systemic issue or involves detrimental conduct to the whistleblower or arises from knowledge of unethical, illegal or fraudulent conduct. Where the conduct relates to a personal work related grievance, the matter can be raised with your Line Manager or HR services.

## 4 Disclosure Methods




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Myer's whistleblower service is a nominated Eligible Recipient and is an independent and confidential reporting line managed by Deloitte Touche Tohmatsu (Deloitte). Deloitte provides an external reporting line which Myer team members, consultants, contractors and suppliers can report an issue to the Whistleblower Protection Officer to manage and investigate the reported conduct.

Team Members are encouraged to report any concerns initially to their Line Manager. If the matter relates to a HR concern, Team Members are encouraged to report the matter to the HR hotline. In most cases, this should result in your concerns being satisfactorily addressed.

Where reporting to your Line Manager (or the HR hotline) is not appropriate for any reason, such as you do not feel comfortable speaking to your Line Manager (or contacting the HR hotline), or you have already spoken to your Line Manager (or HR) but believe no action has been taken or you were not satisfied with the response, or where you wish to remain anonymous – you can report your concerns

directly to the Whistleblower Co-ordination Officers (contact details below) or through:

-  1800 339 750 (within Australia) or +61 3 8667 7927 (for overseas)
-  myer connect > assurance > whistleblower (internal use only)
-  [www.myerwhistleblower.deloitte.com.au](http://www.myerwhistleblower.deloitte.com.au), (Login required: Username: Myer Password: mystore!)
-  [myer.whistleblower@deloitte.com.au](mailto:myer.whistleblower@deloitte.com.au) (anonymity cannot be guaranteed for emails. If you would like to remain anonymous to Myer, please state this in your email report)
-  c/- Myer Compliance, Myer Holdings Ltd, 1000 La Trobe Street Docklands Vic 3008 marked confidential, attention Whistleblower Co-ordination Officer

The Whistleblower Co-ordination Officers for Myer are:

Steven Black, Assurance Manager  
Phone: 03 8667 7847, Mobile: 0438 101 355  
Email: [steven.black@myer.com.au](mailto:steven.black@myer.com.au)

Wai Wong, Compliance & Risk Manager  
Phone: 03 8667 7842  
Email: [wai.wong@myer.com.au](mailto:wai.wong@myer.com.au)

Alternatively, you may make a disclosure of Reportable Conduct to any member of the Executive General Management team, officers of Myer Holdings, relevant regulators or a Myer auditor. In order to qualify for protection, the disclosure must be made to one of the recipients outlined above, or any other recipient prescribed by law (Eligible Recipient).

All reports made through the Whistleblower Hotline will be kept confidential and secure. After receiving a disclosure, Deloitte provide the details of the disclosure to the Whistleblower Co-ordination Officers. Where the Whistleblower (you) have requested to remain anonymous to Myer, Deloitte will not provide your identity to the Whistleblower Co-ordination Officers. If requested, the Whistleblower Co-ordination Officers will ensure the Whistleblower is kept informed of action taken in relation to the disclosure.

You also have the right to communicate with regulators and law enforcement authorities at any time in relation to your concerns or any matter relating to this Policy.

#### **4.1 What happens after a report is made?**

An assessment of whether the disclosure falls within the intended scope of this policy and within the scope of applicable whistleblower legislation will be completed. All qualifying disclosures will be referred for investigation.

Based on the circumstances of the matter the Whistleblower Co-ordination Officers will assign an Investigations Officer and a Whistleblower Protection Officer to investigate reportable conduct with the objective of finding evidence that substantiates or refutes the claims made by the Whistleblower. Upon request and where possible, the Whistleblower Protection Officer will provide feedback regarding the investigation's outcome and if no action was taken provide an explanation as to the reasons (where Team Member details have been provided).

Your identity and the fact that you have made a report and the contents of the report will be kept confidential and no details of your participation in this process will be included in your personnel file or performance review. The report will not be disclosed to anyone except those that are actively involved in investigating the matters raised in the report.

#### **4.2 What happens to you as a Whistleblower?**

Myer is committed to the protection of genuine whistleblowers and ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report are treated fairly and do not suffer any disadvantage or direct or indirect detrimental action.

You will not be discriminated against or disadvantaged in your employment with Myer for making a report in accordance with this policy, nor will you receive reprisals due to your actions in making a

report. Myer will take all reasonable steps to ensure that adequate and appropriate protection is being provided for those who make a report. This protection applies whether or not the matter is proven.

If a claim of improper conduct or victimisation is substantiated, Myer will consider the matter and initiate disciplinary action, which may involve termination of employment or engagement, in line with the circumstances of the individual case.

The Corporations Act 2001 (Cth) also provide special protection to disclosures about breaches of the Act, provided certain conditions are met.

## 5 Anonymity and identification

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A disclosure under this Policy can be made anonymously if you do not wish to disclose your identity, this includes you may refuse to answer questions that you feel could reveal your identity at any time, including during follow-up conversations. You also have the option of providing your details to Deloitte and not Myer. In such instances, Deloitte will not disclose your identity to Myer, and your report will remain anonymous. Anonymous disclosures may however limit the scope of the action that can be taken, including an investigation. If you do not provide your name and details, the investigation will be conducted as best as possible in the circumstances. For this reason, Myer encourages parties wherever possible to identify themselves when making disclosures.

Unauthorised disclosure of information (including the identity of a Whistleblower) other than in accordance with this Policy may be the subject of disciplinary proceedings, including termination.

## 6 Confidentiality

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All information received from you will be treated confidentially and sensitively. If you raise a report under this policy then the information you provide will be shared only on a strict "need-to-know" basis as necessary for investigating the concern raised. In any case, all reasonable steps will be taken to protect your identity such as redacting certain details about you or information that could reveal your identity. We will not disclose your identity without your consent, except as permitted or compelled by legal and regulatory requirements for an example disclosure to a lawyer to get legal advice or representation relating to the law on whistleblowing. Myer may also share your identity as a whistleblower or information likely to reveal your identity if the concern is reported to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Tax Commissioner or the Australian Federal Police (AFP).

Please note that Deloitte, in its capacity as Myer's Whistleblower service provider managing a whistleblowing platform for Myer, will have access to the identity of the whistleblower and of the other individuals concerned and will not release this information to anyone within Myer without your express permission.

## 7 Investigations

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All investigations will be conducted in a prompt, fair and objective manner, and with the utmost sensitivity. Myer will apply principles of procedural fairness and natural justice to the conduct of any investigation and resultant findings arising under this Policy.

The making of a report does not guarantee that the matter will be formally investigated however all reports will be assessed and considered by Myer and a decision to proceed with an investigation will be made in line with this policy. Reports received will be assessed to determine if and how the conduct should be investigated and whether the conduct is of a serious nature, in particular if it involves conduct involving senior management and or significant financial matters. Myer's response to the

outcome of a report or investigation will vary depending on the nature of the Reported Conduct and the amount of information provided by the Whistleblower.

If Myer needs to investigate a report, any disclosures of your identity or information likely to reveal your identity will only be made to advisor or contractor of Myer, who reasonably has a need to investigate, report on, or respond to, the matters raised in your disclosure. The Investigation Officer appointed will be responsible for assessing, investigating and substantiating or refuting the Disclosure. The Investigation Officer will also prepare a report and make recommendations about what course of action, if any, should be taken as a result of the Disclosure.

During the investigation, the Investigation Officer may conduct interviews and collect any necessary information. At the conclusion of the investigation, the Investigation Officer will provide a report detailing their findings, actions and recommendations to the Whistleblower Protection Officer. The report will not disclose particulars likely to lead to the identification of the Whistleblower.

If the Whistleblower Protection Officer is satisfied that the investigation has confirmed that the disclosed conduct has occurred, the Whistleblower Protection Officer will recommend to the appropriate executive management member the actions to be taken to prevent conduct from continuing or occurring in the future. The Whistleblower Protection Officer may also recommend actions to be taken to remedy any harm or loss arising from the conduct. In the case of a major investigation where the alleged conduct is confirmed, the Whistleblower Protection Officer will provide a written report to the Chief Executive Officer setting out the findings of the investigation and any remedial action taken or to be taken, as required. Where applicable, confidential information such as identity of the whistleblower will not be included.

Where the investigation concludes that the disclosed conduct did not occur, the Whistleblower Protection Officer will retain all relevant information, securely filed.

The Whistleblower Protection Officer will ensure that the Whistleblower, where identity has been provided and updates have been requested, is kept informed concerning the handling of an investigation, as appropriate. The frequency and timeframe varies depending on the nature of the disclosure.

If the matter relates to the Whistleblower Co-ordination Officer or members of the Myer Board or Executive Management team, the Company Secretary will manage the investigation (and in some cases together with the Assurance Manager), and if applicable engage external legal advisers to oversee the investigation. Unless there are confidentiality or other reasons to the contrary, persons that are the subject of the investigation may be informed of the allegation at suitable time to provide the person/s an opportunity to respond to the allegations. Where Myer considers it appropriate, feedback will be provided to the Whistleblower on the progress and outcome of the investigation. This is subject to considerations of privacy and any other applicable policies, laws and regulations.

## 8 Request for protection

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Myer is committed to protecting and respecting the rights of persons who make reports under this policy and ensuring anyone who makes a report based on reasonable grounds is treated fairly and does not suffer any disadvantage. Your identity and the information you provide in the disclosure could be determined by a reasonable person, and in such instances, your consent to disclose will be obtained or the disclosure is allowed. All files and records will be stored securely.

Where it is not possible to maintain the anonymity of the Whistleblower, the Whistleblower may request through the Whistleblower Co-ordination Officers that an alternative means of protection be provided, ie. relocation or leave of absence during the investigation.

## 9 Detrimental treatment

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Myer prohibits all forms of detriment that causes or is intended to cause harm against you or someone else has made, intends or could make a report, and against those who are involved in an investigation of a Whistleblower Disclosure in response to their involvement in that investigation.

Detrimental Conduct means any actual or threatened conduct that could cause a detriment to you as a result of you making a disclosure including termination or demotion of employment, harassment, bullying or intimidation, unlawful discrimination, damage to financial position or reputation, harm or injury including psychological harm and any other conduct that constitutes retaliation.

Myer will take all reasonable steps to protect you, as well as individuals conducting, assisting or participating in an investigation from Detrimental Conduct and will take action it considers appropriate where such conduct is identified. This protection applies to you regardless of whether any concerns raised in a report are found to be true. If you consider you are subjected to detrimental treatment, including from any supplier to Myer, because you made a report based on reasonable grounds under this policy or you consider the Reported Conduct has not been appropriately addressed, notify the Whistleblower Protection Officer or member of the Executive Management team. Team Members have access to the Employee Assistance Program, which provides free professional, confidential counselling and short term support to employees and their immediate family.

Anyone engaging in Detrimental Conduct may be subject to serious consequences including disciplinary action and/or termination of engagements or contracts. Individuals may also be subject to legal consequences such as civil and criminal penalties.

## 10 Breach of policy

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A breach of this policy may be regarded as misconduct, and may result in disciplinary action including termination of employment or engagement. You can report a breach of policy to the Whistleblower Protection Officer or any member of the Executive Management team.

## 11 Reporting

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The General Manager HR Operations will be responsible for preparing periodic reports on the number, type and status of whistleblower incident reports and distribute this to the Board. These reports will be made on a 'no names' basis, maintaining the confidentiality of matters raised under this policy. Serious and or material Reportable Conduct will be considered and referred to the Chairman of the Audit, Finance and Risk Committee.

## 12 Policy Review

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This Policy will be reviewed every two years to ensure effectiveness. This Policy may be reviewed at any time if changes are deemed necessary. A copy of this Policy is available on Myer Connect > Assurance