

Whistleblower Policy

of Legal Super Pty Ltd

This Policy outlines the framework adopted by Legal Super Pty Ltd to receive, investigate and address disclosures made by whistleblowers

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1 About this document

1.1 Background

- 1.1.1 This Whistleblower Policy (**Policy**) describes the approach to whistleblower disclosures adopted by the Board (**Board**) of Legal Super Pty Ltd (**Trustee**) for legalsuper (**Fund**) (collectively and individually, as appropriate, **legalsuper**)
- 1.1.2 In formulating this Policy, the Board has had regard to its commitment to a high standard of corporate governance practice and promotion of a culture of ethical behaviour, personal integrity and accountability and to all relevant legislation including:
- (a) the *Corporations Act 2001*;
 - (b) the *Taxation Administration Act 1953*; and
 - (c) the *Superannuation Industry (Supervision) Act 1993*.
- 1.1.3 This Policy forms part of legalsuper's risk management framework and should be read in conjunction with the Board's Governance Framework, Fraud and Corruption Policy, Fit and Proper Policy, Conflicts Management Framework, Risk Management Framework, Register of Material Risks, Compliance Framework, Modern Slavery Statement, and Codes of Conduct.

1.2 Statement of purpose

- 1.2.1 legalsuper is committed to encouraging disclosures of, and detecting and eliminating any, misconduct or wrongdoing affecting legalsuper.
- 1.2.2 This Policy describes how concerns regarding misconduct should be disclosed, how the Trustee will protect and support whistleblowers and how disclosures will be investigated.

1.3 Definitions

- 1.3.1 For the purposes of this Policy, the Board has adopted the following definitions:
- (a) **Detrimental Conduct:** actual or threatened conduct engaged in by a first person against a second person, wholly or partly because the first person believes that the second person or any other person has made or may make a Disclosure, including:
 - (i) dismissal of an employee;
 - (ii) injury of an employee in their employment;
 - (iii) alteration of an employee's position or duties to their disadvantage;
 - (iv) discrimination between an employee and other employees of the same employer;
 - (v) harm or injury to a person, including psychological harm;
 - (vi) damage to a person's business, property, reputation and/or financial position; and/or

(vii) any other damage to a person.

- (b) **Disclosure:** a report of a Disclosable Matter made by an Eligible Person to an Eligible Recipient or a disclosure to a legal practitioner where the disclosure is made for the purpose of obtaining legal advice or legal representation in relation to the disclosure.
- (c) **Disclosable Matter:** any circumstances where the discloser has reasonable grounds to suspect the information disclosed:
- (i) concerns misconduct or an improper state of affairs or circumstances in relation to the Fund, the Trustee or a related body corporate of the Trustee, including but not limited to dishonest conduct, illegal conduct, money laundering, offering or accepting a bribe, financial irregularities, engaging in or threatening to engage in Detrimental Conduct, abuses of human rights including occurrences of modern slavery in both legalsuper's operations or supply chain, unlawful conduct, corruption, or fraud; or
 - (ii) indicates that legalsuper or a related body corporate of the Trustee, or an officer or employee of legalsuper or of a related body corporate, has engaged in conduct that:
 - (i) contravenes any provisions of the Corporations Act 2001, ASIC Act 2001, Banking Act 1959, Financial Accountability Regime Act 2023; Financial Sector (Collection of Data) Act 2001, Insurance Act 1973, Life Insurance Act 1995, National Consumer Credit Protection Act 2009, Superannuation Industry (Supervision) Act 1993 or an instrument or regulation made under any of those Acts;
 - (ii) contravenes any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
 - (iii) represents a danger to the public or the financial system.

The misconduct or improper state of affairs or circumstances can also be in relation to tax affairs.

- (d) **Eligible Person:**
- (i) any former or current:
 - (i) officer including a director of the Trustee;
 - (ii) employee of the Trustee;
 - (iii) custodian or investment manager of the Fund or the Trustee;
 - (iv) individual (whether paid or unpaid) who supplies services or goods to the Fund, the Trustee or a custodian, or investment manager appointed by the Trustee;
 - (v) employee of an individual (whether paid or unpaid) who supplies services or goods to the Fund, the Trustee or a custodian or investment manager appointed by the Trustee;

- (vi) individual who is an associate (within the meaning of the Corporations Act 2001) of the Fund or the Trustee;
 - (vii) individual who is an associate (within the meaning of section 318 of the Income Tax Assessment Act 1936) of the Fund or the Trustee; and
 - (ii) a relative, dependant or spouse of a person referred to in paragraph (i).
- (e) **Eligible Recipient:** an individual or entity who is:
- (i) a director of the Trustee, or a related body corporate of the Trustee;
 - (ii) an auditor (or a member of the audit team conducting an audit) of the Fund, the Trustee, or a related body corporate of the Trustee;
 - (iii) an actuary of the Fund, the Trustee, or a related body corporate of the Trustee;
 - (iv) (only in relation to a Disclosure regarding tax affairs) a registered tax agent or BAS agent who provides tax agent services or BAS services to the Fund, the Trustee, or a related body corporate of the Trustee;
 - (v) a senior manager of the Trustee, including the Chief Executive; or
 - (vi) authorised by the Trustee to receive Disclosures.
- (f) **Emergency Disclosure:** a Disclosure made by an Eligible Person to a Member of Parliament or a journalist where:
- (i) the Eligible Person has already disclosed the Disclosable Matter to ASIC, APRA or a prescribed Commonwealth authority ;
 - (ii) the Eligible Person has reasonable grounds to believe that the information disclosed concerns a substantial and imminent danger to the health or safety of one or more persons, or to the natural environment;
 - (iii) the Eligible Person has notified in writing the entity to which they made the Disclosure that they intend to make an Emergency Disclosure and has given the entity sufficient information to identify the Disclosure; and
 - (iv) the extent of the information disclosed in the Emergency Disclosure is no greater than necessary to inform the recipient of the substantial and imminent danger.
- (g) **Personal work-related grievance:** a grievance about any matter in relation to an Eligible Person's current or former employment with legalsuper, which has (or tends to have) implications for the Eligible Person personally, and does not:
- (i) have significant implications for legalsuper or another regulated entity; or
 - (ii) relate to the matters set out in 1.3.1(c)(i) or (ii).

Examples of personal work-related grievances include:

- (i) interpersonal conflicts;
- (ii) decisions relating to the engagement, transfer or promotion of the Eligible Person;

- (iii) decisions relating to the terms and conditions of the Eligible Person's engagement;
 - (iv) decisions to suspend, discipline or dismiss the Eligible Person; or
 - (v) conduct (or alleged conduct) in respect of workplace bullying, harassment, sexual harassment or discrimination.
- (h) **Public Interest Disclosure:** a Disclosure made by an Eligible Person to a Member of Parliament or a journalist where:
- (i) the Eligible Person has already disclosed the Disclosable Matter to ASIC, APRA or a prescribed Commonwealth authority and at least 90 days have passed since that Disclosure was made;
 - (ii) the Eligible Person has reasonable grounds to believe that action is not being taken to address the Disclosable Matter to which the disclosure related;
 - (iii) the Eligible Person has reasonable grounds to believe that making a Public Interest Disclosure would be in the public interest;
 - (iv) after the period referred to in (i), the Eligible Person notifies in writing the entity referred to in (i) to which they made the disclosure that they intend to make a Public Interest Disclosure and has given the entity sufficient information to identify the Disclosure; and
 - (v) the extent of the information disclosed in the Public Interest Disclosure is no greater than necessary to inform the recipient of the Disclosable Matter.
- (i) **Prescribed Commonwealth authority** means a Commonwealth authority referred to in section 1317AA(b)(iii) of the Corporations Act 2001.
- (j) **Regulator:** the Australian Prudential Regulation Authority, the Australian Securities and Investments Commission, or (in relation to tax affairs) the Commissioner of Taxation.
- (k) **Tax affairs** means affairs of the Fund, the Trustee or associate (within the meaning of section 318 of the Income Tax Assessment Act 1936) of the Fund or the Trustee relating to any tax imposed by or under, or assessed or collected under, a law administered by the Commissioner of Taxation.
- (l) **Whistleblower:** An Eligible Person who makes a Disclosure to an Eligible Recipient in accordance with this Policy.
- (m) **Whistleblower Investigation Officer:** A person appointed by the Chief Executive to investigate a Disclosure. The Whistleblower Investigation Officer must be independent of the matters under investigation.
- (n) **Whistleblower Protection Officer:** A person appointed by the Chief Executive (where the Whistleblower's identity is known) to support a Whistleblower throughout an investigation into their Disclosure and take all reasonable steps to protect the welfare of the Whistleblower.

2 Roles and responsibilities

2.1 The Board

2.1.1 The Board is responsible for approving this Policy and is ultimately responsible for its implementation and maintenance.

2.2 Audit, Risk and Governance Committee

2.2.1 The Board has delegated oversight of the implementation and maintenance of this Policy to the Audit, Risk and Governance Committee (ARG) which will receive reports as part of the compliance reporting.

2.3 Chief Executive

2.3.1 The Chief Executive is responsible for implementation of this Policy. Any instances of non-compliance with this Policy will be reported to the ARG and/or Board, as appropriate.

3 What to disclose

3.1 An Eligible Person should disclose a Disclosable Matter to an Eligible Recipient in accordance with this Policy.

3.2 Before formally disclosing a Disclosable Matter to an Eligible Recipient, an Eligible Person may wish to seek additional information from the Eligible Recipient, Whistleblower Investigation Officer (where one has been appointed) or Whistleblower Protection Officer (where one has been appointed), or seek independent legal advice.

3.3 Personal work-related grievances should be reported according to the Workplace Grievances section of legalsuper's Employee Handbook and are not covered by this Policy.

3.4 This Policy provides employees and officers of legalsuper with an avenue to raise legitimate and serious concerns about Disclosable Matters. It is unacceptable for legalsuper employees and officers to report false and malicious information, or to knowingly provide false or misleading information regarding a Disclosure. The provision of knowingly false or misleading information may be subject to disciplinary action up to and including termination of employment.

3.5 The disclosure of information that does not involve a Disclosable Matter does not qualify for protection under the Corporations Act 2001 or the Taxation Administration Act 1953.

4 How to disclose

4.1 Disclosures can be made in writing, by phone or face to face to any Eligible Recipient. The preferred channel is for Disclosures to be reported to either:

Interim Chief Executive

Michael Gogorosis

Phone: 0418 419 209

Email: mgogorosis@legalsuper.com.au; or

Executive Manager, Governance

Kaye Wheatley-Brown

Phone: 0437 328 268

Email: kwheatleybrown@legalsuper.com.au

4.2 Alternatively, a Disclosure may be made via the Deloitte Whistleblower Service Anonymous hotline, an external hotline and reporting service independently managed by Deloitte that is authorised to receive Disclosures on behalf of the Trustee and the Fund.

Speak-up Anonymous Disclosure contact options are:

Phone: 1800 173 918

Email: whistleblower@deloitte.com.au

Fax: +61 3 961 8182

Post: Deloitte Whistleblower Service

Reply paid 12628

A'Beckett Street

Melbourne VIC 8006

Website: <https://australia.deloitte-halo.com/legalsuper>

4.3 To facilitate the investigation of a Disclosure made to the Deloitte Whistleblower Service Anonymous, necessary information will be provided to:

- (a) the Chief Executive, or
- (b) the Chair of the Board, if the Chief Executive or any Director is the subject of the Disclosure, or
- (c) the Chair of the Audit, Risk and Governance Committee if the Chair of the Board is the subject of the Disclosure.

4.4 Disclosures can also be made to the relevant Regulator or a prescribed Commonwealth authority.

- 4.5 A Disclosure made anonymously can still be protected under the Corporations Act 2001 and/or Tax Administration Act 1953. However, if legalsuper is not able to contact the Whistleblower, its ability to conduct an investigation into the Disclosure may be limited.

5 Whistleblower protection

5.1 Protection of identity (confidentiality)

- (a) A Whistleblower is not required to identify themselves to legalsuper or anyone else in order to be protected under this Policy or the law.
- (b) If a person obtains information as a result of a Disclosure that identifies or is likely to identify the Whistleblower, that person must not disclose that information to any person except:
- (i) with the Whistleblower's consent;
 - (ii) if reasonably necessary for the purposes of investigating a matter that is relevant to the Disclosure, and if the person takes all reasonable steps to reduce the risk that the Whistleblower will be identified as a result (including by not disclosing the identity of the Whistleblower);
 - (iii) to a legal practitioner for the purpose of obtaining legal advice or representation in relation to the operation of relevant whistleblower protection legislation;
 - (iv) to the relevant Regulator and/or the Australian Federal Police; or
 - (v) where it is disclosed by the relevant Regulator or the Australian Federal Police, to a Commonwealth authority, an authority of a State or Territory or another body established by or under a law of a State or Territory for the purpose of assisting that authority or body in the performance of its functions or duties.
- (c) A Whistleblower's identity may be protected by legalsuper redacting certain information, referring to the Whistleblower using language that does not identify their gender, age or role, and securely storing all materials relating to the Disclosure.

5.2 Protection from certain liability

- (a) A Whistleblower will not be subject to any civil, criminal or administrative liability for making a Disclosure.
- (b) However, this does not prevent a Whistleblower from being subject to any civil, criminal or administrative liability for conduct of the Whistleblower that is revealed by the Disclosure.
- (c) legalsuper will not exercise any contractual right, or seek any contractual remedy, against a Whistleblower on the basis that the Whistleblower made the Disclosure, including termination of contract.

- (d) If the Disclosure is made to the Commissioner of Taxation, or is a Public Interest Disclosure or an Emergency Disclosure, the information contained in the Disclosure is not admissible in evidence against the Whistleblower in criminal or civil proceedings other than proceedings in respect of the falsity of the information.

5.3 Protection from detriment

- (a) It is unlawful for a person to engage in, any actual or threatened Detrimental Conduct towards any person because of an actual or suspected Disclosure. Employees and officers of legalsuper are not to engage in, and legalsuper will not tolerate them engaging in, any actual or threatened Detrimental Conduct towards any person because of an actual or suspected Disclosure.
- (b) legalsuper will take all reasonable steps to protect the Whistleblower from Detrimental Conduct by:
 - (i) maintaining the confidentiality of the Whistleblower's identity and any information that is likely to lead to the identification of the Whistleblower (other than if permitted by legislation or with the Whistleblower's consent);
 - (ii) appointing a Whistleblower Protection Officer; and
 - (iii) investigating reports of Detrimental Conduct toward a Whistleblower, and where those reports are substantiated, taking disciplinary action.
- (c) If a Whistleblower believes that Detrimental Conduct has occurred, the Whistleblower should report the Detrimental Conduct to the Whistleblower Protection Officer, or as described in section 4 above.

5.4 Availability of compensation and remedies

- (a) A person may seek compensation and other remedies through the courts if they suffer loss, damage or injury because of Detrimental Conduct, and legalsuper failed to take reasonable precautions and exercise due diligence to prevent that Detrimental Conduct.
- (b) An employee or officer of legalsuper who breaches clause 5.1, 5.2 or 5.3 may be subject to disciplinary action up to and including termination of employment. Such a person may also be in breach of the law, which may result in:
 - (i) civil liability to pay compensation, damages and/or a penalty; and/or
 - (ii) criminal liability to pay penalties and/or a maximum of two years' imprisonment.

6 Investigation of Disclosable Matters

- 6.1 Investigation of a Disclosure will be facilitated by the Whistleblower Investigation Officer to determine whether the Disclosure attracts the protections in clause 5.

- 6.2 As soon as reasonably practicable after an Eligible Recipient receives a Disclosure, the Eligible Recipient must:
- (a) provide the Whistleblower with the protections set out in clause 5 on an interim basis until the investigation is finalised;
 - (b) ask the Whistleblower if they consent to the disclosure of their identity, or information that may identify them, to the Whistleblower Investigation Officer and any other parties involved in the investigation (such as witnesses and the Whistleblower Protection Officer);
 - (c) subject to the protections in clause 5.1, ask:
 - (i) the Chief Executive (if the Chief Executive is not the Eligible Recipient) or;
 - (ii) the Chair of the Board (if the Chief Executive or any Director is the subject of the Disclosure); or
 - (iii) the Chair of the Audit Risk and Governance Committee (if the Chair of the Board is the subject of the Disclosure);to inform the Whistleblower Investigation Officer and the Chair of the Board (except where the Chair is the subject of the Disclosure) of the nature and substance of the Disclosure.
- 6.3 The investigation:
- (a) will be conducted in an independent manner, observing confidentiality and ensuring fair treatment of persons mentioned in the Disclosure;
 - (b) may be undertaken internally or through the engagement of an external investigator;
 - (c) may be undertaken, where appropriate, under client legal privilege; and
 - (d) will determine (with the assistance of the Whistleblower Investigation Officer where necessary) whether the Disclosure must be reported to external parties (for example, to the police).
- 6.4 If a Disclosure is made and it mentions an employee or officer of legalsuper, legalsuper will ensure the fair treatment of that employee or officer by:
- (a) to the extent possible given the requirements set out in clause 5.1, making the employee or officer aware of the nature of the allegations mentioning them and updating the employee or officer on the progress of the investigation;
 - (b) giving the employee or officer an opportunity to respond to the allegations relating to or mentioning them; and
 - (c) making the employee or officer aware of Employee Assistance Program services available to them.

- 6.5 The Whistleblower will be regularly informed of the progress and outcome of the investigation (unless it is not possible to contact the Whistle-blower due to anonymity).
- 6.6 A person may disclose information (other than the actual identity of the Whistleblower):
 - (a) if reasonably necessary for the purposes of investigating a matter that is relevant to the Disclosure; and
 - (b) if the person takes all reasonable steps to reduce the risk that the Whistleblower will be identified as a result.

7 Accessibility and training

- 7.1 This Policy will be published on legalsuper’s GRC system for legalsuper’s officers and employees and legalsuper’s website for legalsuper’s officers and employees and for those making disclosures from outside of legalsuper, and training will be provided to legalsuper’s employees and officers as part of induction and annually.

8 Review and approval

- 8.1 No less than every three years, the Executive Manager, Governance will review this Policy or earlier if there is a change to relevant legislation or requirements of the Australian Prudential Regulation Authority or of the Australian Securities and Investments Commission.
- 8.2 Any changes to this Policy must be approved by the Board.

Version control:	
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