

July 2021

# Australian Whistleblower Policy

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## Introduction

Sonic Healthcare Limited and its Australian subsidiaries (Sonic) are committed to maintaining high ethical standards and conducting business with honesty and integrity.

Sonic is committed to providing an environment where you and others can raise issues of legitimate concern, without fear of victimisation, detriment or other retribution. Sonic provides a number of avenues for the reporting of matters of concern. This policy deals with one of those avenues.

Consistent with Sonic's Core Value of 'Demonstrating responsibility and accountability', and consistent with Part 9.4AAA of the Corporations Act 2001 (Cth) (the Australian Whistleblower Law), Sonic supports the reporting of misconduct, illegal acts or any improper state of affairs relating to Sonic Healthcare and any of its Australian or overseas related bodies corporate, Sonic Group, called disclosable matters. These disclosable matters do not generally include personal work-related grievances, discussed below.

Under the Australian Whistleblower Law, eligible whistleblowers will be protected against suffering detriment where they make a protected disclosure. Our Whistleblower Policy (Policy) has been put in place to support people to raise concerns about corporate wrongdoing within the Sonic Group without being subject to victimisation, harassment or discriminatory treatment. Disclosers who make a disclosure in accordance with this Policy will qualify for protection under the Australian Whistleblower Law.

For matters that are not disclosable or that are personal work-related grievances, or related to a specific topic, there are other avenues for reporting these matters which should be used. These other avenues can be used at any time. Please see Sonic's various corporate governance policies and charters, located on the Sonic Healthcare website, [sonichealthcare.com/corporate-responsibility/](http://sonichealthcare.com/corporate-responsibility/) policies and any local entity grievance procedures.

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## Who is an eligible whistleblower under this Policy?

A person is eligible for protection as a whistleblower under this Policy (eligible whistleblower) if they are or have previously been:

- an officer of Sonic
- an employee of Sonic (whether full time, part time or casual, regardless of whether they are permanent, fixed-term or temporary)
- an individual who supplies goods or services to Sonic (or an employee of a person who supplies goods or services to Sonic) including contractors, consultants and secondees
- an individual who is an associate of Sonic (as set out in Division 2 of Part 1.2 of the *Corporations Act 2001* (Cth) (Corporations Act))
- a relative, spouse or dependent of any of the above persons; or
- a dependant of a spouse of any of the above persons.

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## What should be disclosed under this Policy?

Information should be disclosed under this Policy if the discloser has reasonable grounds to suspect that the information:

- concerns misconduct or an improper state of affairs or circumstances in relation to a Sonic Group entity. The misconduct or improper state of affairs or circumstances does not have to involve a breach of any law; or
- indicates that any Sonic Group entity, or any employee or officer of a Sonic Group entity, has engaged in conduct that:
  - constitutes an offence against, or a contravention of, certain legislation such as the Corporations Act;
  - constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
  - poses a significant risk to public safety or to the stability of, or confidence in, the Australian financial system (including instances where the risk to public safety or the Australian financial system does not involve a breach of any law).

Disclosures that relate to the matters set out above but which subsequently turn out to be incorrect may still qualify for protection under this Policy. However, disclosures that do not relate to the matters set out above will not qualify for protection under this Policy.

Examples of information that should be disclosed include:

- dishonest, fraudulent or corrupt conduct, including any activity that would constitute a breach of Sonic's Anti-bribery and Corruption Policy
- unethical or other serious improper misconduct, such as dishonestly altering company records or data, submitting fraudulent claims to payers or adopting questionable accounting practices or a breach of trust and breach of duty, which would constitute a breach of Sonic's Code of Conduct
- concerns of working practices or situations that would be considered a breach of Sonic's Labour Standards and Human Rights policy, especially any activity or situation that could be considered modern slavery
- illegal activity, such as theft, violence, criminal damage to property or other breaches of law.

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## What should not be disclosed under this Policy?

Disclosures that are deliberately false, as opposed to disclosures which the discloser believes to be true but which are subsequently proven to be false, should not be made under this Policy, or at all.

Additionally, disclosures about a personal work-related grievance will not qualify for protection under this Policy. A personal work-related grievance is generally one about any matter in relation to the discloser's employment, or former employment, having (or tending to have) personal implications for the discloser.

Examples of personal work-related grievances include:

- an interpersonal conflict between employees, including complaints of bullying, discrimination and harassment
- a decision and grievance relating to the engagement, transfer or promotion of the discloser or another employee
- a decision and grievance relating to terms and conditions of employment
- a decision to suspend or terminate the engagement of the discloser or another employee, or otherwise to discipline or performance manage the discloser or another employee.

There are, however, certain personal work-related grievances that may still qualify under this Policy. This is the case where:

- you suffer or are threatened with detriment for making, or proposing to make, a disclosure
- the disclosure, concerning misconduct or an improper state of affairs, has significant implications for a Sonic Group entity that do not relate personally to the discloser (e.g. the information that is disclosed suggests misconduct beyond the discloser's personal circumstances); and
- the information concerns conduct, or alleged conduct, that:
  - constitutes an offence against, or a contravention of, certain legislation such as the Corporations Act;
  - constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
  - poses a significant risk to public safety or to the stability of, or confidence in, the Australian financial system.

If a potential disclosure relates to a personal work-related grievance and does not have any of the characteristics listed above, or is not a disclosable matter, then you should follow the procedures set out in the Sonic Healthcare Code of Conduct and/or your employing entity's grievance procedures.

A person who knowingly makes a false disclosure or makes a disclosure with malice and without having reasonable grounds to suspect that the disclosure is appropriate under this Policy will not qualify for protection. Sonic personnel may also be subject to disciplinary action for making such false or malicious disclosures.

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## Disclosures relating to matters outside of Australia and disclosures by Sonic Group employees outside of Australia

Details of how this Policy applies to disclosures relating to matters outside of Australia and disclosures made by Sonic Group employees or officers located outside of Australia are set out below.

Situation	Protection
An employee or officer (located in Australia or overseas) of an Australian Sonic entity makes a disclosure relating to an Australian Sonic entity.	The whistleblower is protected under this Policy if the disclosure is made in accordance with this Policy.
An employee or officer (located in Australia) of an Australian Sonic entity makes a disclosure relating to an overseas Sonic Group entity.	The whistleblower is protected under this Policy if the disclosure is made in accordance with this Policy.
An employee or officer of an overseas Sonic Group entity makes a disclosure relating to an Australian Sonic entity.	In so far as is practicable, the Australian Sonic entity will protect the whistleblower in accordance with this Policy. Where appropriate, the discloser will be referred to the Sonic global whistleblower policy or the relevant Sonic country specific whistleblower policy, which may afford more suitable protection.
An employee or officer of an overseas Sonic Group entity makes a disclosure relating to an overseas Sonic Group entity.	This Policy does not cover this scenario and will be more appropriately dealt with under the Sonic global whistleblower policy or the Sonic country-specific whistleblower policy.

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## Obtaining further information about the whistleblowing process

If you need to obtain further information about the process of making a disclosure in accordance with this Policy, you can contact Sonic Healthcare's Whistleblower Protection Officer. The Whistleblower Protection Officer's contact details are provided in the next section.

Alternatively, you can obtain further information about the operation of the Australian Whistleblower Law from a legal practitioner.

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## To whom should a disclosure under this Policy be made?

To qualify for protection under this Policy, you must make a disclosure in the manner specified in this section or in the 'Disclosures outside of Sonic' section.

The primary person authorised by Sonic to receive disclosures under this Policy is Sonic Healthcare's Whistleblower Protection Officer, who is contactable in person or by email or phone at:

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<b>Address</b>	Sonic Healthcare Level 22, Grosvenor Place, 225 George St, Sydney NSW 2000 Australia
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<b>Email</b>	wpo@sonichealthcare.com
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<b>Telephone</b>	1800 318 041 (within Australia) +61 1800 318 041 (outside Australia)
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Alternatively, you may make your disclosure to:

- the Chief Executive Officer (or equivalent) of an Australian Sonic business or division
- Sonic Healthcare Limited's Chief Medical Officer or Chief Business Officer; or
- a Director or Company Secretary of Sonic Healthcare Limited.

You can find the contact details for the persons specified above on our websites and employee intranet sites.

Lastly, you may make a disclosure to Sonic Healthcare's external auditor, whose contact details can be found in Sonic Healthcare's latest annual report. Sonic Healthcare's external auditor is PricewaterhouseCoopers Australia.

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## Disclosures outside of Sonic

You can also qualify for protection under the Australian Whistleblower Law where you make a disclosure on any one of the matters set out in the 'What should be disclosed under this Policy' section to an external party (i.e. a non-Sonic person) as identified below. However, Sonic encourages you to make a disclosure to Sonic in the first instance as this will assist Sonic to identify and address any wrongdoing as early as possible.

You will qualify for protection under the Australian Whistleblower Law where you make a disclosure:

- to a legal practitioner for the purpose of obtaining legal advice or representation in relation to the operation of the Australian Whistleblower Law (even where the legal practitioner determines that the disclosure does not relate to a 'disclosable matter' under the Australian Whistleblower Law); and
- on any one of the matters set out in the 'What should be disclosed under this Policy' section to:
  - the Australian Securities and Investments Commission (ASIC)
  - the Australian Prudential Regulation Authority (APRA); or
  - a Commonwealth authority prescribed under the *Corporations Regulations 2001* (Cth)

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## Anonymous disclosures

Under this Policy, disclosures may be made anonymously and still qualify for protection. Disclosers may also remain anonymous during the course of an investigation and after the investigation has been completed. If an anonymous disclosure is made, Sonic will take reasonable steps to protect the anonymity of the discloser, including by allowing disclosers to communicate with Sonic using a pseudonym or an email address that does not identify the discloser.

However, anonymous disclosures may not be dealt with as effectively, as Sonic may be unable to obtain additional information from an anonymous whistleblower. If you elect to make an anonymous disclosure, Sonic encourages you to maintain ongoing communication with Sonic to enable Sonic to obtain additional information and keep you updated about an investigation.

All whistleblowers who disclose their identity while making a relevant disclosure in accordance with this Policy, will be afforded confidentiality protections in respect of their identity as outlined below.

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## Protections for whistleblowers

Sonic is committed to ensuring that the confidentiality of any eligible whistleblower's identity is safeguarded and the whistleblower is protected from retaliation or victimisation.

### Confidential information

Strict confidentiality obligations apply in relation to any disclosures made in accordance with this Policy. It is illegal for a person to disclose the identity of a whistleblower or any information that is likely to lead to the identification of the whistleblower (Confidential Information) unless:

- the whistleblower consents to the disclosure
- the disclosure is made to:
  - ASIC, APRA or a member of the Australian Federal Police; or
  - a lawyer for the purposes of obtaining advice or legal representation in relation to the operation of of the Australian Whistleblower Law; or
- the Confidential Information disclosed is not of the identity of the whistleblower and:
  - the disclosure is reasonably necessary for the purpose of investigating the disclosure; and
  - Sonic has taken all reasonable steps to reduce the risk that the whistleblower will be identified.

To protect the confidentiality of whistleblowers, Sonic will (as appropriate):

- remove information from a whistleblower's disclosure that might identify them (e.g. redacting personal information and replacing specific gender references with gender neutral references)
- work with the discloser to identify and amend any aspects of their disclosure that might inadvertently identify them
- only use a restricted number of trained staff to manage disclosures from whistleblowers, and limit access to information relating to a disclosure and the whistleblower to these staff (e.g. printers that are accessible by all Sonic staff will not be used)
- ensure that the 'Whistleblower Assessment Group' responsible for conducting the preliminary assessment of each disclosure, is restricted to staff with qualifications relevant to the respective disclosure
- securely store all paper and electronic materials relating to a disclosure.

### Protection from legal action

Eligible whistleblowers who make a disclosure in accordance with this Policy are protected from certain legal action taken by Sonic because of the disclosure, including:

- civil, criminal and administrative, including disciplinary, action against the whistleblower
- contractual action, including termination of a contract on the basis that making a disclosure is a breach of that contract.

However, the Australian Whistleblowing Law does not grant immunity to an eligible whistleblower if they are involved in or connected to the misconduct or improper state of affairs that are the subject of the disclosure.

## Protection against detriments and threats

Under this Policy a Sonic employee, including Directors and officers, (the first person) must not:

- engage in conduct that causes any detriment to another person (the second person) because that first person believes or suspects that the second person or any other person made, may have made, proposes to make, or could make, a disclosure in accordance with this Policy; or
- make a threat, whether express or implied, conditional or unconditional, intentional or reckless, to cause any detriment to the second person because the second person or another person has made, or may make, a disclosure in accordance with this Policy.

'Detriment' includes dismissal, disciplinary action, injuring an employee in their employment, altering an employee's position or duties to their disadvantage, harassment or intimidation of a person, discrimination between an employee and other employees of the same employer, damage to a person's property, reputation, business or financial position, and any other damage to a person. However, detriment does not include:

- administrative action that is reasonable for the purpose of protecting a discloser from detriment (e.g. moving a discloser who has made a disclosure about their immediate work area to another office to prevent them from detriment)
- managing a discloser's unsatisfactory work conduct or performance in accordance with Sonic's performance management framework.

If you have suffered detriment or been threatened with detriment, please contact Sonic Healthcare's Whistleblower Protection Officer **immediately**. Sonic will treat allegations of detrimental conduct confidentially, and take appropriate steps to deal with such conduct if it has been established to have occurred (e.g. disciplinary action or termination).

Sonic will take steps to protect whistleblowers that make disclosures in accordance with this Policy from suffering detriment. These steps may include (as appropriate):

- changing the whistleblower's work arrangements in consultation with the whistleblower to reduce the risk of them suffering detriment (e.g. relocating the whistleblower to another location, reassigning the whistleblower to another role at the same level, or reassigning or relocating other staff involved in the disclosure)
- making support services available to whistleblowers, such as counselling, to assist them to manage any negative impact that might arise from them making a disclosure.

If a person suffers detriment or is threatened detriment by another person's conduct that is in contravention of the Australian Whistleblower Law, the person may apply to a court for a remedy against those involved. Courts are given broad scope to make orders if they are satisfied that detrimental conduct has occurred or been threatened.

## Other protections

Depending on the circumstances, whistleblowers may have protections, other than the ones specified in this Policy, under the national laws of the countries in which the Sonic Group operates. Please refer to Sonic Healthcare's Global Whistleblower Policy and any applicable national Sonic whistleblower policy for further details.

There is also a separate Australian whistleblower protection law under the *Tax Administration Act 1953* (Cth). Broadly speaking, the types of disclosures that are protected under this separate law relate to information about the tax affairs of Sonic.

## Support and fair treatment

Through this Policy, Sonic is committed to ensuring all personnel feel supported and able to raise issues that relate to any misconduct or improper state of affairs or circumstances within the Sonic Group.

Sonic will treat a disclosure that meets the criteria under this Policy as a protected disclosure, even if any subsequent investigation finds no wrongdoing.

Where a protected disclosure is made, Sonic will repeat the requirements of, and protections contained in, this Policy with any person concerned in the investigation of the disclosure.

Investigations into protected disclosures will be conducted in a procedurally fair and confidential manner. Sonic will have regard to the protections afforded to a whistleblower and the privacy and fair treatment of persons referred to in the disclosure, including those to whom the disclosure relates. Persons who are accused of misconduct in a disclosure will be given the opportunity to respond to the allegation before any adverse investigation findings are made and any disciplinary action is taken. This may require Sonic to disclose the whistleblower's identity to the accused person(s), in which case Sonic will seek the whistleblower's consent to disclose their identity, either directly or indirectly. If consent is not given, it may not be possible for Sonic to investigate the whistleblower's disclosure.

Sonic will determine whether any disciplinary outcomes or other remedies are appropriate after an investigation into a protected disclosure is completed.

Sonic will not tolerate any reprisals or threats of reprisals made against whistleblowers, and will take appropriate steps to protect whistleblowers from such retaliation. This may include conducting an investigation into the alleged reprisal, where appropriate.

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## Investigation process

Sonic takes all relevant disclosures seriously.

Upon receiving a disclosure, Sonic will first make preliminary enquiries. Depending on the nature of the disclosure, this preliminary enquiry may take approximately 10 business days to complete, but Sonic will endeavour to complete the enquiries promptly.

Based on that preliminary assessment, and depending on the nature of the matter, Sonic will further assess, inquire into, investigate or take other action in response to the disclosure. Sonic may deal with or investigate the disclosure internally or refer it to an appropriate external person for investigation. The timeframe in which Sonic will deal with the disclosure will vary depending on a number of factors, including the nature of the disclosure. Typically, Sonic expects it will take four to eight weeks to conduct any investigation.

The referral of a disclosure for investigation will be done in accordance with the confidentiality obligations that Sonic owes to the whistleblower. If compliance with Sonic's confidentiality obligations will result in the inability to conduct a fair inquiry or investigation, the whistleblower will be informed in advance of being identified.

Sonic will keep the whistleblower informed of the progress of the matter and its expected timescale through regular updates, provided that it can contact the whistleblower, including through anonymous channels. However, confidentiality concerns, if any, may prevent Sonic from providing specific details, including as to the investigation or any disciplinary action taken as a result. All staff should treat any information about the matter and process as confidential.

The outcomes of all assessments, inquiries and investigations will be documented in a report. The Sonic Healthcare Board of Directors will be informed of all material incidents reported under this Policy. Information that is likely to identify a whistleblower will not be disclosed to the Board unless Sonic is authorised under the Australian Whistleblower Law to do so.

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## Training

New employees of Sonic's Australian entities will be provided access to this Policy as part of the induction process.

Sonic will make training available to all Sonic employees which will explain how this Policy works, the process for making a disclosure, how disclosures will be investigated and the protections that are available to eligible whistleblowers.

Sonic will provide training for Sonic employees who are authorised by Sonic to receive disclosures under this Policy. The training will cover the process set out in this Policy on how to respond to disclosures and the importance of maintaining the anonymity of the whistleblower.

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## Accessibility and review of this Policy

This Policy is available via Sonic's employee intranet sites and respective company internet sites.

Sonic will review this Policy periodically to confirm that it is operating effectively and consider whether any changes are required. Sonic may amend this Policy from time to time.