
Protected Disclosure Procedure

Document Number – GOV-PROC-36

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1.0 Purpose/Scope

Stanwell is committed to creating and supporting a workplace culture that promotes fair and just ethical standards by:

- encouraging the disclosure of Reportable Conduct including, but not limited to, Protected Disclosures;
- providing transparent and accessible reporting processes; and
- supporting and protecting our people who make a disclosure which qualifies as a Protected Disclosure.

This Procedure has been specifically developed to facilitate the effective management of Protected Disclosures **within** Stanwell in accordance with the *Corporations Act 2001* (Cth), *Tax Administration Act 1953* (Cth) and the *Public Interest Disclosure Act 2010* (Qld).

Terms used in this Procedure are defined in Section 10.

This Procedure applies to Stanwell's directors, employees, former employees, all contractors, service providers (such as consultants) and suppliers working for or at Stanwell (**our people**).

This Procedure also applies in a more limited way to former officers, employees and contractors, and family members of our people in respect of Corporations Act Disclosures.

2.0 Actions

2.1 Protected Disclosures

2.1.1 What is a Protected Disclosure?

A Protected Disclosure is a qualifying disclosure of information in relation to Reportable Conduct.

A Protected Disclosure is a disclosure of Reportable Conduct which falls within the statutory definition of:

- (a) an eligible disclosure under the *Corporations Act 2001* (Cth) or *Tax Administration Act 1953* (Cth) (**Corporations Act Disclosures**); or
- (b) a public interest disclosure under the *Public Interest Disclosure Act 2010* (Qld) (**Public Interest Act Disclosures**).

The assessment of whether a disclosure qualifies as a Protected Disclosure will be made between the Whistleblower Protection Officer and the Whistleblower Investigation Officer.

2.1.2 What is a Corporations Act Disclosure?

The *Corporations Act 2001* (Cth) and the *Tax Administration Act 1953* (Cth) provide for protections for whistleblowers (**Whistleblower Protection Scheme**).

The primary types of disclosures that 'qualify' for protection under the Scheme are:

- (a) disclosures by current and former officers, employees and contractors of Stanwell and their family members to ASIC, APRA, the Commissioner of Taxation, a prescribed Commonwealth authority or a legal practitioner (for the purpose of obtaining legal advice about the operation of the Whistleblower Protection Scheme); and
- (b) disclosures by current and former officers, employees and contractors of Stanwell and their family members to Stanwell's officers or senior managers, auditors or actuaries or the Company Secretary (who is appointed as the Whistleblower Protection Officer),
where
- (c) the Discloser has 'reasonable grounds' to 'suspect' that the disclosed information concerns:

- (i) misconduct or an improper state of affairs or circumstances in relation to Stanwell or one of its related bodies corporate; or
- (ii) indicates that Stanwell, a related body corporate or one of its or their officers or employees has engaged in conduct that:
 - (A) constitutes an offence against the Corporations Act, *Australian Securities and Investments Commission Act 2001* (Cth) and any instrument made under those Acts;
 - (B) an offence against other Commonwealth legislation that is punishable by imprisonment for 12 months or more; or
 - (C) represents a danger to the public or the financial system.

The misconduct or an improper state of affairs can be in respect of tax affairs.

Disclosable matters do not necessarily involve a contravention of a law. For example, 'misconduct or an improper state of affairs or circumstances' could involve conduct that, whilst not unlawful, indicates a systemic issue of concern that the relevant regulator should know about to properly perform its functions. It may also relate to business behaviour and practices that may cause consumer harm.

A disclosure does not qualify for protection under the Whistleblower Protection Scheme to the extent that the information disclosed concerns a 'personal work-related grievance' of the Discloser, which is where:

- (a) the information concerns a grievance about any matter in relation to the Discloser's employment, or former employment, having (or tending to have) implications for the Discloser personally; and
- (b) the information:
 - (i) does not have significant implications for Stanwell, or another regulated entity, that do not relate to the Discloser; and
 - (ii) does not concern conduct, or alleged conduct, referred to in paragraph 1(c) of this Procedure.

There are two additional categories of disclosures which are protected under the Whistleblower Protection Scheme:

- 'public interest disclosures' which can be made to journalists and members of Parliament but only if the eligible whistleblower complies with the strict requirements set out in the legislation; and
- 'emergency disclosures' which can be made to journalists and members of Parliament where there is a substantial and imminent danger to the health or safety of one or more persons or to the natural environment, but only if the Discloser complies with strict requirements set out in the legislation.

Before making a public interest or emergency disclosure, it is important that a Discloser understands the criteria for protection under the relevant legislation. Stanwell encourages Disclosers to obtain independent legal advice prior to making a public interest or emergency disclosure.

2.1.3 What is a Public Interest Act Disclosure?

The *Public Interest Disclosure Act 2010* (Qld) provides for protections for Disclosers of certain public interest disclosures.

As a Government Owned Corporation, the types of public interest disclosures which can be made by employees of Stanwell are set out in section 19 of the *Public Interest Disclosure Act 2010* (Qld), which are limited to:

- conduct that could, if proven, be Corrupt Conduct by an employee of Stanwell; or
- conduct that could, if proven, be a reprisal that relates to a previous Protected Disclosure made by the Discloser.

To be protected as a Public Interest Act Disclosure, disclosures made by Stanwell employees must be made in accordance with this Procedure and can only be made to the Company Secretary (Whistleblower Protection Officer) or to the Crime and Corruption Commission.

Public Interest Act Disclosures can be made by anyone in respect of information about:

- a substantial and specific danger to the health or safety of a person with a disability;
- certain contraventions and offences which are or would be a substantial and specific danger to the environment; and
- conduct that could, if proven, be a reprisal that relates to a previous Protected Disclosure made by the Discloser.

2.1.4 Content of a Protected Disclosure

You must:

- make disclosures honestly and on objectively reasonable grounds. This means you must make the disclosure with a genuine belief in its truth or provide evidence which tends to show the wrongdoing has occurred. Even if a disclosure turns out to be incorrect, the protections will still apply, provided the Discloser had reasonable grounds for making the Disclosure; and
- provide as complete details as you are able. Although it is not mandatory, Stanwell encourages Disclosers to provide their personal details as this will assist Stanwell to efficiently and effectively assess and investigate the subject matter of the Protected Disclosure and to protect the Discloser from reprisal or detriment.

2.2 How a Protected Disclosure may be made

A Protected Disclosure may be made to the Company Secretary (Whistleblower Protection Officer) via the following methods:

Phone: 1800 671 902
 Email: company.secretary@stanwell.com
 Mail: Reportable Conduct
 C/- Company Secretary
 GPO Box 800
 Brisbane QLD 4000

The Whistleblower Protection Officer is the Public Interest Disclosure Coordinator for Stanwell.

Whilst Stanwell encourages disclosures to the Whistleblower Protection Officer, if it relates to the CEO or a director, it should be raised directly with the Executive General Manager Business Services, who can be contacted in the following ways :

Phone: (07) 3228 4397
Email: Sophie.Naughton@stanwell.com
Mail: The Executive General Manager
 Business Services
 Stanwell Corporation Limited

GPO Box 800
Brisbane Qld 4001

Corporations Act Disclosures can also be made to the CEO, CFO, Stanwell's internal or external auditors or a qualified legal practitioner for the purpose of taking legal advice about the Whistleblower Protection Scheme.

While Stanwell encourages Disclosers to disclose Reportable Conduct internally, a Discloser may choose to raise disclosable matters with an appropriate external authority, which could include ASIC, APRA, the Commissioner of Taxation, the Crime and Corruption Commission or the Queensland Ombudsman.

2.2.1 Actions upon receipt of a Protected Disclosure

Stanwell will acknowledge receipt of a disclosure within a reasonable period, assuming the Discloser can be contacted (including through anonymous channels). Stanwell will assess whether the disclosure qualifies as a Protected Disclosure.

If the disclosure is assessed as not meeting the definition of a Protected Disclosure, the Whistleblower Protection Officer will:

- (a) notify the Discloser that the disclosure has been received, but that it was not assessed as a Protected Disclosure, and the reasons for this;
- (b) if the disclosure was claimed to be a Public Interest Act Disclosure, the review rights available and how to request a review; and
- (c) any other options the Discloser may have in relation to the matter.

If the assessment establishes that the disclosure is a Protected Disclosure, Stanwell will notify the Discloser of:

- (a) the assessment of the disclosure as a Protected Disclosure; and
- (b) how Stanwell proposes to deal with the Protected Disclosure.

2.2.2 Dealing with a Protected Disclosure

If Stanwell considers that the Protected Disclosure is best dealt with by another agency (other than where it has a legislative obligation to do so, such as referring potential Corrupt Conduct to the Crime and Corruption Commission), it will consult with the Discloser about potential referral, including undertaking a referral risk assessment.

Stanwell may decide not to investigate or deal with a Protected Disclosure in certain circumstances, including if:

- (a) the information disclosed has already been investigated or dealt with by another process;
- (b) the age of the information makes it impractical to investigate; or
- (c) the information disclosed is too trivial and dealing with it would substantially and unreasonably divert Stanwell from the performance of its functions.

If a decision is made not to investigate or deal with Protected Disclosure, Stanwell will provide the Discloser written reasons for the decision.

If the disclosure is a Public Interest Disclosure Act Disclosure, the Discloser can request a review by writing to the Chief Executive Officer within 28 days if they are dissatisfied with that decision.

If Stanwell decides that the Protected Disclosure should be investigated, it will:

- (a) provide the details of the Protected Disclosure Support Officer assigned to support the Discloser;
- (b) undertake a risk assessment in respect of potential reprisal or detriment (as outlined in section 2.2.4 below);
- (c) where required by law, report the Protected Disclosure or elements of it to the appropriate external authority, which could include ASIC, APRA, the Commissioner of Taxation, the Crime and Corruption Commission or the police;
- (d) where appropriate, engage an external investigator;
- (e) except as required to investigate the Projected Disclosure or permitted by law, keep confidential information identifying the Discloser or Subject Officer and information disclosed by the Protected Disclosure; and
- (f) ensure proper records are kept and that appropriate reporting occurs.

Stanwell will provide appropriate updates to the Discloser, including about the completion of any investigation. However, the extent of the information provided will be subject to applicable confidentiality considerations, legal obligations and any other factors Stanwell considers relevant in the particular situation.

2.2.3 Support of Discloser

The level and nature of support provided to a Discloser will depend on the particular circumstances of the Protected Disclosure.

Amongst other things, support may include:

- (a) an offer of professional support and assistance (Equity Referral Officer, Employee Assistance Program); and
- (b) giving the Discloser reasonable information about the assessment and any investigation as appropriate, including as to the progress and the outcome of any investigation.

2.2.4 Protections

Important protections relating to confidentiality and detriment apply to Disclosers who make a Protected Disclosure.

Stanwell will:

- (a) except as required or permitted by law, or the individual's consent, keep confidential any information identifying the Discloser or Subject Officer and information disclosed by the Protected Disclosure (other than as required to investigate the Disclosure);
- (b) take reasonable steps to ensure that Disclosers are not subject to reprisal or detriment, because of their status as a Discloser; and
- (c) not pursue any civil, criminal, administrative or contractual action against a Discloser because they have made a Protected Disclosure.

Reprisal and detriment are defined broadly, and include:

- (a) dismissing a Discloser;
- (b) injuring a Discloser in their employment;
- (c) altering a Discloser's position or duties to their disadvantage;
- (d) discriminating between a Discloser and other employees;
- (e) harassing or intimidating a person;

- (f) harming or injuring a person;
- (g) damaging a person's property, reputation, business or financial position;
- (h) any other damage to a person;
- (i) making threats of reprisal or detriment; and
- (j) encouraging or conspiring with others to cause detriment to a Discloser.

If any of our people are found to have engaged in reprisal or detrimental action, they may be subject to disciplinary action, up to and including termination of employment.

It may be necessary during the course of an investigation to take reasonable administrative action to protect a Discloser from reprisal or detriment (e.g. changing the Discloser's reporting line if the disclosure relates to a manager). Such conduct will not be detrimental conduct. A Protected Disclosure will also not prohibit the Stanwell from managing (in the ordinary way) any separate performance issues that may affect the work of a Discloser.

It will be lawful to disclose information in a Protected Disclosure without the Discloser's consent if this is reasonably necessary for the purpose of investigating the disclosure, provided the information does not include the Discloser's identity. Stanwell will take all reasonable steps to reduce the risk that the Discloser will be identified as a result of any investigation.

Stanwell may also consider a range of other matters to protect a Discloser, or a witness involved in an investigation of a Protected Disclosure, from the risk of suffering reprisal or detriment and to ensure fair treatment of individuals mentioned in a disclosure.

The risk assessment that Stanwell will take to help achieve this may include:

- (a) assessing whether anyone may have a motive to cause detriment—information could be gathered from a Discloser about:
 - (i) the risk of their identity becoming known;
 - (ii) who they fear might cause detriment to them;
 - (iii) whether there are any existing conflicts or problems in the work place; and
 - (iv) whether there have already been threats to cause detriment;
- (b) analysing and evaluating the likelihood of each risk and evaluating the severity of the consequences;
- (c) developing and implementing strategies to prevent or contain the risks—for anonymous disclosures, it may be worthwhile assessing whether the Discloser's identity can be readily identified or may become apparent during an investigation;
- (d) monitoring and reassessing the risk of detriment where required—the risk of detriment may increase or change as an investigation progresses, and even after an investigation is finalised;
- (e) allowing the Discloser (where appropriate) to perform their duties from another location or reassigning the Discloser to another role of the same level or making other modifications to the workplace or the way the Discloser performs their duties; and/or
- (f) where necessary, undertaking specific interventions to protect a Discloser has already occurred, including extended leave for the Discloser or alternative career development and training.

In addition to these protections, Disclosers who make a Protected Disclosure may be able to bring a claim under the *Corporations Act 2001* (Cth), *Tax Administration Act 1953* (Cth), *Public Interest Disclosure Act 2009* (Qld) (under the process set out in the *Anti-Discrimination Act 1991* (Qld) or the *Fair Work Act 2009* (Cth) if they believe they have been subjected to reprisal or detriment.

If the Discloser has personally been engaged in serious misconduct, illegal conduct, or has wilfully been involved in the Reportable Conduct which they have then made a Protected Disclosure about, they are not protected against liability for their own conduct.

2.2.5 Rights of Subject Officer

The Subject Officer will:

- (a) be treated in accordance with the principles of natural justice;
- (b) be able to access support and assistance (Equity Referral Officer, Employee Assistance Program); and
- (c) be given information about the disclosure and any investigation as appropriate.

3.0 False or Misleading Information

Consistent with the requirement that you must make disclosures honestly and on objectively reasonable grounds, you must not intentionally provide false or misleading information when making a Protected Disclosure or otherwise in connection with any assessment or investigation of a Protected Disclosure.

If you are found to have intentionally provided false or misleading information, disciplinary action may be taken against you. In some circumstances, providing false or misleading information could be a criminal offense.

4.0 Responsibilities

Refer to the Whistleblower Protection Policy.

The **Company Secretary** (Whistleblower Protection Officer) must:

- (a) assess the risk of reprisal against the Discloser;
- (b) provide details of the disclosure to the Whistleblower Investigation Officer and the CEO;
- (c) offer professional support and assistance to the Discloser and, where appropriate, the Subject Officer;
- (d) where appropriate, provide information about any assessment or investigation to the Discloser and the Subject Officer; and
- (e) as required, report to the Public Service Commission, the Chief Executive Officer and Stanwell's Board as required.

The **Whistleblower Investigation Officer** (being a member of the Legal Team as nominated by the General Counsel) must:

- (a) assess the disclosure to determine whether it qualifies as a Protected Disclosure and advise accordingly;
- (b) liaise with the Crime and Corruption Commission or Australian Securities and Investment Commission or other agency as applicable;
- (c) appoint appropriately qualified parties (where available under Legal Professional Privilege) to investigate the Protected Disclosure; and
- (d) assist the Whistleblower Protection Officer, as required, to report to the Public Service Commission, the Chief Executive Officer and Stanwell's Board.

The **Whistleblower Support Officer** (being the Company Secretary) will:

- (a) provide advice and information to the Discloser on the Protected Disclosure Procedure;

- (b) provide personal support and referral to other sources of advice or support as required;
- (c) facilitate updates on progress of any investigation; and
- (d) proactively contact the Discloser throughout Protected Disclosure management process;

5.0 Record keeping

In accordance with its legislative obligations, Stanwell will ensure that:

- (a) accurate data is collected about the receipt and management of Protected Disclosures;
- (b) anonymised data regarding Protected Disclosures is reported to the Office of the Queensland Ombudsman (in respect of Public Interest Act Disclosures) or ASIC (for Corporations Act Disclosures) in their roles as the oversight agencies.

Records about disclosures, investigations, and related decisions will be kept secure and accessible only to appropriately authorised people involved in the management of the Protected Disclosures.

6.0 Review, Consultation and Communication

Review:

This Document is required to be reviewed, as a minimum, every 2 year/s

Consultation:

The Executive Leadership Team members and the Stanwell Board of Directors.

Communication/Requirements after Update:

The Executive Leadership Team members and the Stanwell Board of Directors.

This Policy is available electronically in TRIM and is available on GenNet and Stanwell's website.

7.0 References

- Environmental Protection Act 1994 & Regulation 2008
- Work Health & Safety Act 2011 & Regulation 2011
- GOV-POL-30 - Code of Conduct
- All Code of Conduct Framework Policies
- Public Interest Disclosure Act 2010 (Qld) and Public Interest Disclosure Standard Nos. 1/2019, 2/2019 and 3/2019.
- Crime and Corruption Act 2001 (Qld)
- Tax Administration Act 1953 (Cth)
- Corporations Act 2001 (Cth) and ASIC Regulatory Guide 270.

8.0 Definitions

Contractor	refers to an individual who is under a contract for services to Stanwell.
Discloser	refers to an individual who make an allegations of Reportable Conduct, including a Protected Disclosure.
Corrupt Conduct	is defined in section 15 of the Crime and Corruption Act 2001 (Qld) and in

summary includes conduct (whether by our people, or a third party) which either:

adversely affects, or could adversely affect, directly or indirectly, the performance of functions or the exercise of powers of an agency or a public office holder; and

results, or could result, directly or indirectly, in the performance of functions or exercise of powers in a way that is not honest or impartial; involves a breach of the public trust; or involves a misuse of information; and

would, if proved, be a criminal offence or a disciplinary breach providing reasonable grounds for terminating the person's services;

OR

impairs, or could impair, public confidence in public administration; and

involves, or could involve, collusive tendering or fraud relating to an application for licence or permit, dishonestly obtaining benefit from public funds or assets, evading a State tax, levy or duty, or gaining an appointment; and,

would, if proved, be a criminal offence or a disciplinary breach providing reasonable grounds for terminating the person's services

Our people refers to Stanwell directors, employees and all contractors working for or at Stanwell, in their capacity as a director, employee or contractor of Stanwell.

Protected Disclosure refers to a disclosure of information which constitutes a:

- Corporations Act Disclosure as defined in section 2.1.2 of this Procedure; or
- Public Interest Act Disclosure as defined in section 2.1.3 of this Procedure.
- The assessment of whether a disclosure qualifies as a Protected Disclosure will be made between the Whistleblower Protection Officer and the Whistleblower Investigation Officer.

Reportable Conduct refers to any conduct by our people, which:

- is or could be dishonest, fraudulent, corrupt or unethical;
- is or could be an illegal or criminal act (including but not limited to theft, drug use or sale, violence or threatened violence and criminal damage to property);
- is a repeated breach of Stanwell Policy or administrative processes;
- is or could be a breach of Commonwealth or State legislation or local authority by-laws;
- comprises an unsafe work practice or practices involving substantial risk to the health and safety of our people or the public;
- causes or may cause financial or non-financial loss or damage to Stanwell or is otherwise detrimental to Stanwell's interests;
- is or could be a Reprisal that relates to a previous disclosure of Reportable Conduct; or
- any deliberate concealment of any of the above.

Reprisal or detriment means causing, attempting to cause or attempting to induce a person to cause detriment to a person because, or in the belief that, that person or someone else:

- has made or intends to make a disclosure about Reportable Conduct; or
- is, has been, or intends to be, involved in a proceeding relating to a

Protected Disclosure against any person.

Subject Officer refers to the director, employee or contractor of Stanwell whose conduct is the subject of the Protected Disclosure.

Stanwell refers to Stanwell Corporation Limited.

9.0 Revision History

Rev. No.	Rev. Date	Revision Description	Author	Endorse/Check	Approved By
0	21.03.2011	New Procedure to replace existing Whistleblower Policy (GOV-POL-11) & Procedure (GOV-PROC-15) and Customer Complaints/Feedback/Enquiries procedure (CORP-MAN-04)	J. Windle		H. Gluer
1	29.02.2012	Procedure was revised to reflect the process for Stanwell Corporation, after the merger of Stanwell Corporation, TEC and CS Energy sites Mica Creek and Swanbank.	K. Buckley		M. O'Rourke
2	4.07.2012	Procedure was revised and a number of edits and enhancements made.	K. Buckley		M. O'Rourke
3	5.09.2014	Procedure updated with new definition of Corrupt Conduct. References to the Crime and Misconduct Commission have been replaced with Crime and Corruption Commission	K Buckley		K Buckley (acting under authority delegated by the Board on 8 July 2014)
4	20.01.2017	Procedure updated to reflect Crime and Corruption Act 2001 and correct formatting issues	K Buckley	M O'Rourke	M O'Rourke
5	16.12. 2019	Amendments made to reflect new definition of Corrupt Conduct, Public Interest Disclosure Standards and requirements of federal whistleblower protection legislation	K Buckley	M O'Rourke	M O'Rourke