Whistleblower Policy

nib holdings limited ABN 51 125 633 856 and all related entities within the nib Group (“the nib Group”) or (“nib”)

Dated **27 May 2025**

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1 Introduction

At nib we are guided by our nib Group values. These values are the foundation of how we behave and interact with each other, our members, suppliers, shareholders, and other stakeholders. Together our values reflect the priorities of the business and provide guidance in decision making.

nib's Code of Conduct and other policies have been developed to align with our values to ensure that we observe the highest standards of fair dealing, honesty and integrity in our business activities.

Our Whistleblower Policy (this "***Policy***") has been put in place to ensure employees and other Disclosers can raise concerns regarding any misconduct or improper state of affair or circumstances (including unethical, illegal, corrupt or other inappropriate conduct) without being subject to victimisation, harassment or discriminatory treatment.

This Policy will be made available to nib Group's officers and employees through the Intranet, and will be publicly available on the nib internet site.

2 Purpose

This Policy aims to:

- encourage Disclosers to report an issue if they have reasonable grounds to believe that someone within the nib Group has engaged in serious wrongdoing;
- outline how nib will deal with whistleblowing reports; and
- set out the avenues available to Disclosers to report serious wrongdoing to nib. Whilst it is generally expected that these issues will be raised through the normal channels of line management, reporting by other avenues may be appropriate or necessary in certain situations.

3 Who does this Policy apply to?

Reports can be made under this Policy by anyone who is, or has been, any of the following with respect to any entity within the nib Group:

- employees (including permanent, part-time, casual, fixed term or temporary employees, interns, and secondees);
- Directors;
- officers;
- contractors (including employees of contractors);
- suppliers (including employees of suppliers);
- associates;
- consultants; and
- relatives, dependents, spouses, or dependents of a spouse of any of the

above.

A "**Discloser**" is any of the above individuals who makes a whistleblower report in accordance with this Policy.

The protections in this Policy will also apply to anyone who has made a disclosure of information relating to an entity in the nib Group to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to whistleblowing protection laws.

A Discloser may also be eligible for protection as a whistleblower under the *Corporations Act 2001* (Cth) in certain circumstances. More information on this is in **Appendix 2**.

4 Disclosable Matters

A **Disclosable Matter** means any information where the Discloser has reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs or circumstances in relation to a nib Group company. Please note that personal work-related grievances (as defined below) are excluded from this Policy and will be handled under the Grievance Resolution Policy.

Disclosable Matters include any conduct that constitutes:

- an offence against, or a contravention of:
    - the *Corporations Act 2001* (Cth);
    - the *Australian Securities and Investments Commission Act 2001* (Cth);
    - the *Banking Act 1959* (Cth);
    - the *Financial Sector (Collection of Data) Act 2001* (Cth);
    - the *Insurance Act 1973* (Cth);
    - the *Life Insurance Act 1995* (Cth);
    - the *National Consumer Credit Protection Act 2009* (Cth);
    - the *Superannuation Industry (Supervision) Act 1993* (Cth); or
    - any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- a danger to the public or the financial system (even if it does not involve a contravention of a particular law);
- dishonest behavior;
- fraudulent activity;
- unlawful, corrupt or irregular use of company funds or practices;
- illegal activities (including theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage against property);
- unethical behavior, including anything that would breach the nib Code of Conduct;
- improper or misleading accounting or financial reporting practices;
- behaviour that is oppressive, discriminatory or grossly negligent;
- an unsafe work-practice;

- any behaviour that poses a serious risk to the health and safety of any person at the workplace;
- a serious risk to public health, public safety or the environment;
- causing or threatening to cause Detriment (within the meaning of clause 7.2) to a Discloser who has made a report under this Policy, or who is believed or suspected to have made or be planning to make a report under this Policy; or
- any other conduct which may cause loss to nib or be otherwise detrimental to the interests of nib.

4.1 Personal Work-Related Grievances

Personal work-related grievances are not covered under this Policy and should be reported to your line manager or People and Culture representative in accordance with the Grievance Policy. A "**personal work-related grievance**" means 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. This includes:

- an interpersonal conflict between the Discloser and another employee;
- a decision relating to the engagement, transfer or promotion of the Discloser;
- a decision relating to the terms and conditions of engagement of the Discloser; and
- a decision to suspend or terminate the engagement of the Discloser, or otherwise to discipline the Discloser.

However, a personal work-related grievance does not include:

- any conduct that would be considered victimisation of an individual because they have made, may have made, or propose to make a report under this Policy; or
- a matter that would have significant implications for any nib Group company.

Reports that are not about a Disclosable Matter will not qualify for protection under the *Corporations Act 2001* (Cth) (and/or the *Taxation Administration Act 1953* (Cth) where applicable) although these reports may be protected under other legislation such as the *Fair Work Act 2009* (Cth).

However, a personal work-related grievance may still qualify for protection under the *Corporations Act 2001* (Cth) if:

- it includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (mixed report);
- any nib Group company has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- the Discloser suffers from or is threatened with Detriment for making the disclosure; or

- the Discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the *Corporations Act 2001* (Cth).

Reports about personal work-related grievances should be reported to the relevant line manager or People and Culture advisor.

4.2 Reasonable Grounds

A Discloser must have reasonable grounds for a report made under this Policy. A mere allegation with no supporting information is unlikely to be considered as having reasonable grounds. However, a Discloser does not need to prove their allegations. A Discloser will still qualify for protection under this Policy even if their disclosure turns out to be incorrect.

4.3 False Reports

The reporting of false information is taken very seriously by nib. Individuals who deliberately or knowingly report false information will not be able to access the protections available under this Policy for Disclosers, and individuals who are employees, officers or contractors of a nib Group company may be subject to disciplinary action or termination of engagement.

5 Responsibility to report

The nib Group relies on its employees to help maintain and grow its culture of honest and ethical behavior. It is therefore expected that any employee or contractor who becomes aware of a Disclosable Matter will make a report in accordance with this Policy.

6 Making a report

The following channels are available for reporting Disclosable Matters. If a Discloser has any questions or wishes to obtain additional information before making a report, he or she should contact the Whistleblower Protection Officer (***WPO***) or obtain independent legal advice.

6.1 Internal Reporting for Employees

nib encourages Disclosers to make an internal report in the first instance, so that it can identify and address the Disclosable Matter as early as possible.

Where an employee makes an internal report to a line manager or a People and Culture advisor who is not an Eligible Recipient as defined in clause 6.4, the manager is obligated to refer the report through to the WPO or an Eligible Recipient.

Where this is not appropriate, where the person making a report does not feel comfortable making an internal report, or where an employee has made an

internal report but no action has been taken within a reasonable time, the report can be made using nib Group's external independent whistleblower service, the KPMG FairCall service.

6.2 External Hotline Service

A Discloser may make a report to nib's external independent whistleblowing service using any of the following methods:

For China: by email to nib@ethics-hotline.com

Elsewhere:

- calling the External Hotline Service number - refer to **Appendix 1** and/or relevant policy Addendum for the telephone number;
- visiting online https://www.kpmgfaircall.kpmg.com.au/NIB
- by post to The FairCall Manager, PO Box H67 Australia Square, Sydney NSW 1213

nib has appointed KPMG as an Eligible Recipient to receive disclosures under the Corporations Act 2001 (Cth) and/or Taxation Administration Act 1953 (Cth) *and/or Taxation Administration Act 1953 (Cth)* and/or *the Protected Disclosures (Protection of Whistleblowers) Act 2022 (NZ)*. KPMG will treat all disclosures in accordance with the attached policy: http://www.kpmg.com/AU/faircallprivacy

Calls will be received by the KPMG FairCall service on recognised business days between 7.00 AM and 5.00 PM (AEST). Outside these times, a Discloser may leave a voicemail, or chose to have their call received by KPMG in South Africa. If a voicemail is left with sufficient details, KPMG Australia will return the call upon resumption of the hotline's normal business hours (as set out above). Calls are not recorded. The operators taking the call on this hotline are not associated with nib Group. They are trained and experienced specialists dedicated to dealing with whistleblowers and their concerns. Disclosers will be provided with a confidential reference number by the FairCall operator.

The FairCall operator will prepare a report which details the wrongdoing reported by the Discloser. All FairCall reports will be forwarded to the WPO for action and/or referral to the Whistleblower Investigations Officer (***WIO***).

6.3 Reporting to the Whistleblower Protection Officer

The nib Group has appointed a WPO who will safeguard the interests of Discloser making reports under this Policy and will ensure the integrity of the reporting mechanism.

If a Discloser is unable to use the External Hotline Service for any reason, a report can be made directly to the WPO:

- The current WPO is the Group Chief Risk Officer

A report to the WPO:

- must be made in person or by telephone; and
- the Discloser must first inform the WPO that they wish to make a report under this Policy, so that the WPO can make appropriate arrangements in relation to confidentiality.

6.4 Reporting to Other Eligible Recipients

If a Discloser is unable to use any of the above reporting channels, a disclosure can be made to an "Eligible Recipient" within the company. Eligible Recipients in relation to a nib Group company are:

- officers;
- Directors;
- senior managers;
- auditor or member of an internal or external audit team conducting an audit; and
- actuaries.

Reports to an Eligible Recipient:

- must be made in person or by telephone; and
- the Discloser must first inform the Eligible Recipient that they wish to make a report under this Policy, so that the Eligible Recipient can make appropriate arrangements in relation to confidentiality.

An Eligible Recipient may direct the Discloser to make the report to the external whistleblowing service, or to the WPO, if they consider it appropriate in the circumstances.

6.5 Other External Reporting Channels

nib encourages employees and other Disclosers to make a report to nib in the first instance, so that it can identify and address wrongdoing as early as possible. However, the Discloser may make a report about a Disclosable Matter to an external party (such as the Australian Securities & Investments Commission (***ASIC***), the Australian Prudential Regulation Authority (***APRA***) or the Australian Taxation Office (***ATO***)) as set out in **Appendix 2**.

6.6 What does a report need to include?

A report should include as much detail as possible about the suspected Disclosable Matter and include any supporting information such as emails and/or other

documents. As a general guide, a report should include:

- if the Discloser does not wish to remain anonymous (see section 6.7 below), the Discloser's contact information (including their name, designation, business unit, contact number and email);
- information of the suspected person(s) involved (including their name, designation, business unit, contact number and email);
- information of any witnesses (including their name, designation, business unit, contact number and email); and
- information regarding the issue including other parties involved or any evidence that could be provided.

6.7 Anonymous Reporting

A report can be made anonymously. However, it may be difficult for nib to properly investigate or take other action to address the matters disclosed in anonymous reports. A Discloser providing their identity will also assist in monitoring their wellness and protections against Detriment.

In circumstances where the Discloser has not consented to the disclosure of their identity, the matter may be referred for investigation, but the investigator will be required to take all reasonable steps to reduce the risk that the Discloser will be identified as a result of the investigation.

A Discloser who wishes to remain anonymous should maintain ongoing two-way communication with nib so that nib can ask follow-up questions or provide feedback. Disclosers who wish to remain anonymous are encouraged to use the External Hotline Service.

Information about a Discloser's identity and information that is likely to lead to the identification of the Discloser may be disclosed in the following circumstances:

- where the information is disclosed to ASIC, APRA or the Australian Federal Police;
- where the information is disclosed to a legal practitioner for the purpose of obtaining legal advice in relation to the operation of applicable whistleblowing protection laws; or
- where the Discloser consents.

Information that may be likely to lead to the identification of the Discloser may be disclosed without consent if:

- the information does not include the Discloser's identity;
- all reasonable steps have been taken to reduce the risk that the Discloser will be identified from the information; and
- it is reasonably necessary for investigating the issues raised in the report.

It is illegal for a person to identify a Discloser or disclose information that is likely to

lead to the identification of a Discloser, apart from the exceptional circumstances described above. If a Discloser is concerned about possible reprisals if their identity is revealed, they should contact the Whistleblower Protection Officer so that appropriate measures can be taken to protect them.

Further information on anonymity protections is set out in **Appendix 2**.

7 Support and Protections Available to Disclosers

7.1 Immunity

If a Discloser makes a disclosure that qualifies for protection under the Corporations Act, they will not be subject to disciplinary proceedings and will have immunity against civil, criminal and administrative liability, to the extent permitted by law.

However, these protections do not mean that a Discloser has immunity for their own conduct that is revealed in a report.

7.2 Protection from Detriment

No employee, officer or contractor of a nib Group company may subject a Discloser to any Detriment because they have made or propose to make a report in accordance with this Policy. It is also a breach of this Policy to make a threat to cause Detriment to a Discloser (or another person) in relation to a report made under this Policy. Any such action will be treated as serious misconduct, and will be dealt with in accordance with nib's disciplinary procedures.

"**Detriment**" includes (without limitation):

i. dismissal of an employee;
ii. injury of an employee in his or her employment;
iii. alteration of an employee's position or duties to his or her disadvantage;
iv. discrimination between an employee and other employees of the same employer;
v. harassment or intimidation of a person;
vi. harm or injury to a person (including psychological harm);
vii. damage to a person's property; and
viii. reputational, financial or any other damage to a person.

Detriment does not include administrative action that is reasonable to protect a Discloser from Detriment (for example a temporary transfer), or reasonable management action in relation to managing an employee's work performance, if the action is in line with nib's performance management framework.

If a Discloser believes they have suffered or may suffer Detriment because they have made a report under this Policy, or if any person has threatened to cause Detriment to them or another person in connection with a report, they should immediately report the matter to a WPO. Further information on legal protections and remedies for reprisals against a Discloser is set out in **Appendix 2**.

7.3 Support for Disclosers

Support available for Disclosers includes:

- connecting the Discloser with access to the Employee Assistance Program (EAP);
- appointing an independent support person from the People and Culture team to deal with any ongoing concerns they may have; or
- connecting the Discloser with third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636).

Use of these support services by a Discloser may require the Discloser to consent to disclosure of their identity or information that is likely to lead to the discovery of their identity.

8 Resources

The Board of nib holdings limited, through the Risk & Reputation Committee, governs and is responsible for the ultimate decision-making power regarding reports and investigations under this Policy.

8.1 Whistleblower Protection Officer (WPO)

The Whistleblower Protection Officer will safeguard the interests of Discloser making reports under this Policy and will ensure the integrity of the reporting mechanism. The WPO will refer any reports that require further investigation to the WIO.

The WPO reports directly to the Managing Director/Chief Executive Officer (***MD/CEO***) and the Risk & Reputation Committee. The WPO also has access to independent advisers as and when required. The current WPO is the Group Chief Risk Officer.

8.2 Whistleblower Investigations Officer (WIO)

The nib Group has also appointed a Whistleblower Investigations Officer (***WIO***) who will carry out or supervise the investigation of reports made under this Policy. The current WIO is the nib Group Head of Compliance and Governance.

The WPO and WIO act independently of each other and the responsibilities of these roles do not reside with one person.

9 Reports concerning the MD/CEO, WPO and WIO

If a report involves the MD/CEO, the WPO and the WIO (or all three representatives for the avoidance of doubt), this will be directed to the Chair of the nib holdings limited Board for investigation and further action.

10 Investigating a Report

10.1 Assessment of Report

The WPO will conduct an initial assessment of a report made under this Policy to assess whether it concerns a Disclosable Matter, whether a formal, in-depth investigation is required, and whether the matter may be investigated or confirmed in other ways. An investigation may not be possible if the Discloser cannot be contacted or further details cannot be obtained (for example, if a report is made anonymously and no contact details are provided).

If the WPO is implicated in the report, the WPO must not have any involvement in the initial assessment and the matter may be referred directly to the WIO. If both the WPO and the WIO are implicated, the matter may be referred directly to the Chairman of the Board of Directors.

10.2 Investigation

To the extent that they include sufficient detail and are able to be investigated, reports of Disclosable Matters made under this Policy will be investigated as soon as possible after the matter has been reported. A report may be investigated by the WIO. Where the WIO deems necessary, the WIO may use an external investigator to conduct an investigation, either in conjunction with the WIO or independently. Where the WIO deems necessary, the WIO may also use an external expert to assist with an investigation. All investigations will be conducted in a fair and independent manner, as is reasonable and appropriate having regard to the nature of the Disclosable Matter and all of the circumstances, and all reasonable efforts will be made to preserve confidentiality of an investigation.

- Where applicable, the subject(s) of the report will be informed of the allegations and have an opportunity to respond.

- Where appropriate, the WPO will update the Discloser on the progress of the investigation. A Discloser must keep confidential any details of the investigation, its progress or its outcome.

To avoid jeopardizing an investigation, a Discloser who has made a report under this Policy is required to keep confidential the fact that a report has been made (subject to any legal requirements).

Where a Discloser wishes to remain anonymous, the Discloser's identity will not be disclosed to the investigator or to any other person. Information that is likely to lead to the identification of the Discloser can be disclosed without the Discloser's consent, provided that:

- it is disclosed for the purpose of reasonably investigating the matter; and
- all reasonable steps are taken to reduce the risk that the Discloser will be identified.

10.3 Investigation outcomes

The method of documenting and reporting the findings of an investigation will depend on the nature of the report. Where a formal investigation is conducted, the investigator will provide a report to the WPO documenting the investigator's findings. This report must be kept strictly confidential and disclosed only to those who have a need to know the information.

Where appropriate, and where the Discloser is able to be contacted, the WPO will inform the Discloser of the outcome of an investigation.

The outcome of the investigation may result in disciplinary action for officers and employees up to and including dismissal without notice. Serious criminal matters will be reported to the police or the appropriate regulatory authorities.

11 Fair Treatment of Persons Implicated or Mentioned in a Report

No action will be taken against employees or officers who are implicated in a report under this Policy until an investigation has determined whether any allegations against them are substantiated. However, an employee or officer who is implicated may be temporarily stood down on full pay whilst an investigation is in process, or may be temporarily transferred to another office, department or workplace, if appropriate in the circumstances. Any such stand-down or temporary transfer may only continue for the duration of the investigation. If the investigation determines that the allegations are not substantiated, the employee officer must be immediately reinstated to full duties.

Any disclosures that implicate an employee or officer must be kept confidential, even if the Discloser has consented to the disclosure of their identity, and should only be disclosed to those persons who have a need to know the information for the proper performance of their functions under this Policy, or for the proper investigation of the report. An employee or officer who is implicated in a report has a right to be informed of the allegations against them, and must be given an opportunity to respond to those allegations and provide additional information, if relevant, in the course of an investigation into those allegations (subject to the Discloser's right to anonymity).

Support available for persons implicated in a report under this Policy includes:

- connecting the person with access to the Employee Assistance Program (EAP);
- appointing an independent support person from the People and Culture team to deal with any ongoing concerns they may have; or
- connecting the person with third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636).

12 Investigation feedback

Wherever possible, and assuming that the identity of the Discloser is known, the Discloser will be kept informed of the progress and outcomes of the investigation, subject to privacy and confidentiality considerations.

13 Reports to other bodies

In certain circumstances a Discloser may have a legal obligation to make a report to a statutory body or government department. Disclosers should ensure that they comply with all such reporting requirements. The WPO can advise Disclosers on these reporting obligations.

14 Breach of this Policy

Any breach of this Policy will be taken seriously and may result in counselling and/or disciplinary action, up to and including summary dismissal.

15 General

It is a condition of any employment or engagement by nib that all employees, officers and contractors must comply at all times with this Policy. However, this Policy does not form part of any agreement between any person and any nib Group company, nor does it constitute terms and conditions of any person's employment or engagement with a nib Group company.

This Policy will be made available to officers and employees of all nib Group companies by making it accessible through the Intranet, and it will be publicly available on the nib internet site.

16 Review of the Policy

The WPO will report to the Board of nib on a regular basis regarding the effectiveness of this Policy, and nib's whistleblowing processes. All such reports shall be de-identified and shall ensure confidentiality of Disclosers. If a report under this Policy relates to serious misconduct or involves a serious risk to nib, the WPO may immediately notify the Board.

This Policy will be reviewed every two years to ensure it remains consistent with all relevant legislative requirements, as well as the changing nature of the organisation. This Policy may be amended, withdrawn or replaced from time to time at the sole discretion of nib.

Policy Owner:	Group Executive – Legal and Chief Risk Officer
Approved By:	The Board of nib holdings ltd and nib health funds ltd
Last Updated:	27 May 2025

Appendix 1 FairCall Service Channels

The following table provides the *FairCall* service channels available across nib locations.

Location	Whistleblower Hotline	Web Portal	Post
Australia	1800 500 965	https://www.kpmgfaircall.kpmg.com.au/nib	The FairCall Manager KPMG Forensic PO Box H67 Australia Square Sydney NSW Australia 1213
New Zealand	0800 100 526		
Brazil	0800 892 0373		
Canada	1 844 874 4045		
India	0008 000 402 232		
Ireland	1800 200 625		
Philippines	1800 1611 0324		
Thailand	1800 011 807		
United Kingdom	0808 234 7091		
United States of America	1 866 884 9435		
China	By email to nib@ethics-hotline.com		

Appendix 2 Protections for Whistleblowers under the Corporations Act

A Discloser may qualify for protection as a whistleblower under the *Corporations Act 2001* (Cth) if they are an 'eligible whistleblower'[1] in relation to a nib Group company, and:

- they have made a disclosure of information relating to a 'disclosable matter'[2] directly to an 'eligible recipient',[3] or to ASIC, the Australian Prudential Regulation Authority (***APRA***) or another Commonwealth body prescribed by regulation;
- they have made a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the *Corporations Act 2001* (Cth) (even in the event that the legal practitioner concludes that a disclosure does not relate to a 'disclosable matter'); or
- they have made an 'emergency disclosure' or a 'public interest disclosure'.

Public interest disclosures and emergency disclosures

Disclosures can be made to a journalist or a parliamentarian under certain circumstances and qualify for protection under the *Corporations Act 2001* (Cth). These kinds of disclosures must meet several legal requirements, as described below, in order for the discloser to be subject to the whistleblower protections under the law.

A Discloser should obtain independent legal advice to ensure that they understand the criteria for making an emergency disclosure or a public interest disclosure that qualifies for protection.

An ***Emergency Disclosure*** is the disclosure of information to a journalist or parliamentarian, where:

a) the discloser has previously made a disclosure of the information to ASIC, APRA or another Commonwealth body prescribed by regulation;

b) the discloser has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;

c) before making the emergency disclosure, the discloser has given written notice to the

[1] An 'eligible whistleblower' within the meaning of the *Corporations Act 2001* (Cth) is (in relation to regulated entity):
- an officer;
- an employee;
- an individual who supplies services or goods to the regulated entity (and their employees);
- an associate;
- a relative, dependent or spouse of any individual referred to above; or
- an individual prescribed by regulation (see section 1317AAA).

[2] A 'disclosable matter' which qualifies for protection within the meaning of the *Corporations Act 2001* (Cth) involves information that the Discloser has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances in relation to an entity or a related body corporate of the entity (see section 1317AA(4)).

[3] An 'eligible recipient' within the meaning of the *Corporations Act 2001* (Cth) is (in relation to a regulated entity):
- an officer or senior manager;
- an auditor or member of an audit team conducting an audit;
- an actuary;
- a person authorised by the regulated entity to receive disclosures that may qualify for protection under the *Corporations Act 2001* (Cth); or
- an individual prescribed by regulation (see section 1317AAC).

body to which the previous disclosure was made that:

(i) includes sufficient information to identify the previous disclosure; and

(ii) states that the discloser intends to make an emergency disclosure; and

d) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.

A ***Public Interest Disclosure*** is the disclosure of information to a journalist or a parliamentarian, where:

a) at least 90 days have passed since the discloser made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation;

b) the discloser does not have reasonable grounds to believe that action is being, or has been taken, to address the matters to which the previous disclosure related;

c) the discloser has reasonable grounds to believe that making a further disclosure of the information is in the public interest; and

d) before making the public interest disclosure, the discloser has given written notice to the body to which the previous disclosure was made that:

(i) includes sufficient information to identify the previous disclosure; and

(ii) states that the discloser intends to make a public interest disclosure.

Legal Protections

The following protections are available to whistleblowers who make a protected disclosure under the *Corporations Act 2001* (Cth) or the *Taxation Administration Act 1953* (Cth) (whether that disclosure is made internally, or to an external body such as ASIC, APRA, a legal practitioner or is a public interest or an emergency disclosure):

- protection of the whistleblower's identity, if they wish to remain anonymous;
- protection from Detriment because of making a protected disclosure;
- the right to claim compensation for loss, damage or injury caused to the whistleblower because of a protected disclosure;
- protection from civil, criminal and administrative liability because of making the protected disclosure. However, a whistleblower cannot be protected from any liability which may arise from his or her own conduct.

Anonymous Reports

A report can be made anonymously and still be protected under the *Corporations Act*

2001 (Cth). A whistleblower can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised. A whistleblower can refuse to answer questions that they feel could reveal their identity at any time, including during follow-up conversations.

Legal Remedies

A whistleblower that suffers loss, damage or injury because of a protected disclosure may seek compensation and other remedies through the courts. A whistleblower should seek independent legal advice if they wish to obtain such a remedy. A whistleblower may also contact regulatory bodies such as ASIC or APRA (or the ATO, in the case of a tax related report) if they believe that they have suffered Detriment due to making a report about a disclosable matter, or if there has been a breach of confidentiality such as a disclosure of their identity without their consent.

Addendum: New Zealand

Whistleblower Policy:

New Zealand Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for compliance with New Zealand law and best practice:

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3 Who does this Policy apply to?

The following sentence should be appended to clause 3:

"A Discloser may also be eligible for protection under the Protected Disclosures (Protection of Whistleblowers) Act 2022 in certain circumstances. More information on this is in the appendix to this addendum.

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4 Disclosable Matters

Clause 4 is replaced as follows:

"A **Disclosable Matter** means any information where the Discloser believes on reasonable grounds that the information involves serious wrongdoing in or by nib. Please note that personal work-related grievances (as defined below) are excluded from this Policy and will be handled under the Grievance Policy.

Disclosable Matters include, but are not limited to, any conduct that involves:

- an offence;
- fraudulent activity;
- unlawful, corrupt or irregular use of company funds or practices;
- unlawful, corrupt or irregular use of public funds or resources;
- an act, omission, or course of conduct that constitutes a serious risk to the maintenance of law, including the prevention, investigation and detection of offences, and the right to a fair trial;
- illegal activities (including theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage against

property);

- improper or misleading accounting or financial reporting practices;
- a serious risk to public health, public safety, the health or safety of any individual or the environment;
- an act, omission, or course of conduct by a public official, public sector body or public sector employee that is oppressive, improperly discriminatory, or grossly negligent, or that constitutes gross mismanagement;
- any other conduct which may cause loss to nib or be otherwise detrimental to the interests of nib."

4.1 Personal Work-Related Grievances

The last section of clause 4.1 is replaced as follows:

"Reports that are not about a Disclosable Matter in New Zealand may not qualify for protection under the Protected Disclosures (Protection of Whistleblowers) Act 2022, although they may be protected under other legislation such as the Employment Relations Act 2000."

6.1 Internal Reporting for Employees

The second sentence of clause 6.1 is amended as follows:

"Where an employee makes an internal report to a line manager or a People and Culture advisor who is not an Eligible Recipient as defined in clause 6.4, the manager should refer the report through to the WPO or an Eligible Recipient.

6.5 Other External Reporting Channels

Clause 6.5 is replaced as follows:

"nib encourages employees and other Disclosers to make a report to nib in the first instance, so that it can identify and address wrongdoing as early as possible. However, an employee may make a report about a Disclosable Matter to an external party as set out in the appendix to this addendum."

6.7 Anonymous Reporting

Clause 6.7 is replaced as follows:

A report can be made anonymously in the first instance. However, it may be difficult for nib to investigate properly or take other action to address the matters disclosed in anonymous reports. If a Discloser provides their identity that will also enable nib to better support their wellness and ensure effective protection against Detriment.

Disclosers may also make reports on an identified basis, but request that their identities are kept anonymous for the purposes of any investigation or other action. nib will seek to comply with such requests and confirms that it will also comply with relevant legal rules protecting the confidentiality of Disclosers.

In circumstances where the Discloser has not consented to the disclosure of their identity, the matter may be referred for investigation, and the investigator will be required to take all reasonable steps to reduce the risk that the Discloser will be identified as a result of the investigation. However, nib cannot guarantee that the Discloser's identity will remain anonymous.

A Discloser who wishes to remain anonymous should maintain ongoing two-way communication with nib so that nib can ask follow-up questions or provide feedback. Disclosers who wish to remain anonymous are encouraged to use the External Hotline Service.

Information about a Discloser's identity and information that is likely to lead to the identification of the Discloser may be disclosed in the following circumstances:

- where the information is disclosed to ASIC, APRA or the Australian Federal Police;
- where the information is disclosed to a legal practitioner for the purpose of obtaining legal advice in relation to the operation of applicable whistleblowing protection laws; or
- where the Discloser consents.

Information that could lead to the identification of the Discloser may be disclosed without consent in some limited circumstances, including if there are reasonable grounds to believe that the release of the identifying information is essential:

- for the effective investigation of the disclosure; or
- to prevent a serious risk to public health, public safety, the health or safety of any individual, or the environment; or
- to comply with the principles of natural justice.

In such circumstances, generally nib will consult the Discloser about the proposed disclosure.

It is illegal for a person to identify a Discloser or disclose information that is likely to lead to the identification of a Discloser, apart from in the limited circumstances outlined in this policy. If a Discloser is concerned about possible reprisals if their identity is revealed, they should contact the Whistleblower Protection Officer so that appropriate measures can be taken to protect them.

Further information on confidentiality protections under New Zealand law is set out in the appendix to this addendum."

7.1 Immunity

The first sentence of clause 7.1 is replaced as follows.

"If a Discloser makes a disclosure that qualifies for protection under the Protected Disclosures (Protection of Whistleblowers) Act 2022, they will not be subject to disciplinary proceedings and will have immunity against civil and criminal proceedings, to the extent permitted by law.

7.2 Protection from Detriment

The last sentence of clause 7.2 is replaced as follows.

"Further information on legal protections and remedies for reprisals against New Zealand employees and other Disclosers is set out in the appendix to this addendum."

10.2 Investigation

The last section of Clause 10.2 is amended as follows:

"Where a Discloser has made a report on an anonymous basis, this means that the Discloser's identity cannot be disclosed to the investigator or to any other person. This may also mean, however, that nib cannot properly investigate the report.

The person receiving the report from the Discloser ('**Receiver**') will use their best endeavours to keep confidential information that might identify the Discloser. However, information that is likely to lead to the identification of the Discloser may be disclosed without the Discloser's consent, if the Receiver, following consultation with the Discloser if required, believes on reasonable grounds that:

- it is essential for the purpose of effectively investigating the matter; or
- it is essential to prevent serious risk to public health or public

safety, the health and safety of any individual, or the environment; or

- it is essential to comply with the principles of natural justice; or
- it is essential to an investigation by a law enforcement or regulatory agency for the purpose of law enforcement.

Where the Receiver has disclosed identifying information about the Discloser, they will inform the Discloser."

Appendix 2

Appendix 2 and any references to Appendix 2 are deleted and replaced with:

Appendix 2

Protections under the Protected Disclosures (Protection of Whistleblowers) Act 2022

1 A person who makes a disclosure under this policy may qualify for protection under the Protected Disclosures (Protection of Whistleblowers) Act 2022 ('**Act**'). A protected disclosure is where an employee who discloses information about serious wrongdoing in nib is protected from the risk of potential retaliation.

1.1 A disclosure of information is a protected disclosure if the Discloser:

a Believes on reasonable grounds that there is, or has been, serious wrongdoing in or by nib; and

b Does not make the disclosure in bad faith; and

c Discloses the information in accordance with the Act.

2 Under the Act, the Discloser is entitled to protection under the Act if the report is made in accordance with internal procedures or to the head or a deputy head of nib. However, a technical failure to comply with this requirement may not prevent the disclosure from being protected if the employee has substantially required with the requirements at 1.1(a) – (c) above.

2.1 An employee can make a protected disclosure in writing, by email, telephone or in person. When reporting serious wrongdoing employees should identify the person or persons they believe are involved in serious wrongdoing and specify the nature of the serious wrongdoing.

3 Serious wrongdoing under the Act includes serious wrongdoing of any of the following types:

a Unlawful, corrupt or irregular use of public funds or public resources;

b An act, omission or course of conduct that constitutes a serious risk to public health or public safety, the health and safety of any individual or the environment;

c An act, omission or course of conduct that constitutes a serious risk to the maintenance of law, including the prevention, investigation, and detection of offences or the right to a fair trial;

d Act or omission or cause of conduct that constitutes an offence;

e Act or omission that is oppressive, improperly discriminatory, grossly negligent, or that constitutes gross mismanagement, and is done (or is an omission) by an employee of a public sector organisation, or a person performing (or purporting to perform) a function or duty or exercising (or purporting to exercise) a power on behalf of a public sector organisation or the Government.

4 If the disclosure qualifies as a protected disclosure under the Act the person making the disclosure may have the following protections where relevant:

a Confidentiality, unless:

i That person gives consent that his or her identity may be disclosed; or

ii There are reasonable grounds for nib to believe that the release of identifying information about the Discloser is essential for an effective investigation of the disclosure, to prevent serious risk to public health or safety or the health and safety of any individual or the environment, to comply with the principles of natural justice or to an investigation by a law enforcement or regulatory agency for the purpose of law enforcement.

b Immunity from liability to any civil or criminal proceeding or to a disciplinary proceeding is for making or referring the disclosure. A Discloser will not qualify for such immunity if they are considered, consequent to any investigation or by admission, to be the serious wrongdoer.

c Protection from reprisals. Reprisals are adverse reactions taken against a person as a result of them making a protected disclosure, or providing information to support a disclosure, in accordance with this Policy (subject to the Discloser not being the perpetuator). For the purposes of this Policy reprisals include (but are not limited to):

i Dismissal or demotion;

ii Any form of victimisation, intimidation or harassment;

iii Discrimination;

iv Current or future bias;

v Action causing injury, loss or damage; and

vi Threats (expressed or implied, conditional or unconditional) to cause detriment, as well as actually causing detriment.

5 Where required, the Discloser will be consulted with before identifying information is released about them.

6 A Discloser can report a serious wrongdoing to an appropriate authority at any time. However, in order for nib to identify and address wrongdoing as early as possible where required, nib encourages Disclosers to make a report to nib in the first instance.

6.1 The appropriate external authority will be dependent on the nature of the perceived or suspected serious wrongdoing and may include (but is not limited to):

a the Commissioner of Police;

b the Controller and Auditor-General;

c the Director of the Serious Fraud Office;

d the Inspector-General of Intelligence and Security;

e an Ombudsman;

f the Ministry for the Environment;

g the Independent Policy Conduct Authority;

h the Privacy Commissioner;

i the Ministry of Business, Innovation and Employment;

j the Solicitor-General;

k the State Services Commissioner;

l the Health and Disability Commissioner;

m the head of every public sector organisation, whether or not mentioned above;

n a private sector body which comprises members of a particular profession or calling and which has power to discipline its members; and

o Reserve Bank of New Zealand (RBNZ).

Addendum: Ireland

Whistleblower Policy: Irish Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for Ireland in order to comply with Irish law and best practice, including the *Protected Disclosures Act 2014* as amended by the *Protected Disclosures (Amendment) Act 2022* (the "**Act**").

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1 Introduction

The third paragraph of Clause 1 is amended as follows:

"Our Whistleblower Policy (this "***Policy***") has been put in place to ensure Disclosers can raise concerns regarding wrongdoing which has come to their attention in the course of their employment (including unethical, unlawful, corrupt or other inappropriate conduct) without being subject to victimisation, harassment, discriminatory treatment, penalisation or disadvantage.

This Policy does not replace any legal reporting or disclosure requirements arising under other Irish legislation. Where statutory reporting requirements exist, these must be fully complied with. See Clause 13 of the Policy for further guidance."

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2 Purpose

The first bullet point in clause 2 is replaced as follows:

"encourage Disclosers to report an issue if they have reasonable belief that someone within the nib Group has engaged in wrongdoing and which came to the attention of the Discloser in a work-related context."

---

3 Who does this Policy apply to?

Clause 3 is replaced as follows:

"This Policy applies to all current or past:

- employees;
- contractors or consultants;
- agency workers;

- interns or trainees;
- shareholders;
- members of administrative, management or supervisory body of an undertaking including non-executive members;
- volunteers;
- job applicants; and
- those involved in pre-contractual negotiations

of all entities within the nib Group, and all individuals who acquire information on relevant wrongdoings in a work-related context.

A "**Discloser"** is any of the above individuals who makes a whistleblower report in accordance with this Policy.

The protections in this Policy will also apply to a Discloser who has made a disclosure of information relating to an entity in the nib Group to a legal practitioner or an official of a Trade Union or Excepted Body for the purpose of obtaining legal advice or legal representation in relation to whistleblowing protection laws."

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4 Disclosable Matters

Clause 4 is deleted and replaced in its entirety as follows:

"Any matter that a Discloser has reasonable belief is a relevant wrongdoing in relation to a nib Group company (or employee) should be reported in accordance with this Policy. Please note that interpersonal work-related grievances (as defined below) are excluded from this Policy and will be handled under the Grievance Policy.

"**Disclosable Matters"** include one or more of the following which has been, is being, or is likely to be committed:

- commission of an offence;
- failure to comply with any legal obligation other than one arising under the worker's contract of employment or other contract whereby the worker undertakes to do or perform personally any work or services;
- miscarriage of justice;
- endangering the health and safety of any individual(s);
- damage to the environment;
- an unlawful or otherwise improper use of public funds or resources of a public body, or of other public money;
- an act or omission by or on behalf of a public body that is oppressive, discriminatory or grossly negligent or which constitutes gross mismanagement;
- an act or omission that is unlawful, or that defeats the object or

purpose of certain rules of the European Union in the following areas:

- public procurement;
- financial services, products and markets, and prevention of money laundering and terrorist financing;
- product safety and compliance;
- transport safety;
- protection of the environment;
- radiation protection and nuclear safety;
- food and feed safety and animal health and welfare;
- public health;
- consumer protection;
- protection of privacy and personal data, and security of network and information systems; or
- affects the financial interest of the European Union or the internal market; or

- that information tending to show that any matter falling within the above matters has been, is being, or is likely to be destroyed, concealed, or an attempt has been, is being, or is likely to be made to conceal or destroy such information."

4.1 Interpersonal Work-Related Grievances

Clause 4.1 is deleted, and the following insertion shall be made:

"Interpersonal work-related grievances are not covered under this Policy and should be reported to your line manager or People and Culture representative in accordance with the Grievance Policy. An "**interpersonal work-related grievance"** means a grievance exclusively affecting you, grievances about interpersonal conflicts between you and another worker, or a matter concerning a complaint by you to, or about, the Company which concerns you exclusively.

Interpersonal conflicts or grievances shall not be a Disclosable Matter for the purposes of this Policy. Concerns relating to your own or another individual's health and safety, may fall within the remit of this Policy.

This Policy does not include a wrongdoing which is within the function of the individual or the Company to detect, investigate or prosecute and which does not involve an act or omission on the part of the Company."

4.3 False Reports

Clause 4.3 shall be amended to also include:

"The motivation for making a disclosure is irrelevant as to whether or not it is a protected disclosure.

The reporting of false information is distinguished from the irrelevance of the motivation behind a report amounting to a Disclosable Matter, under this Policy. In order for a report of 'relevant information' to receive protection under this Policy, it is a requirement that "in the reasonable belief of the individual, it tends to show one or more relevant wrongdoings" (as per s 5(2)(a) of the Act).

False information, knowingly or deliberately provided by an individual, does not meet the "reasonable belief" requirement under this Policy or the Act, the individual cannot therefore benefit from the protections of this Policy, or the Act.

A person who makes a report containing any information that they know to be false, commits an offence under the Act."

6.3 Reporting to the Whistleblower Protection Officer

Clause 6.3 (last paragraph) shall be deleted, and the following insertion made:

"Disclosers may also contact the WPO, if they are unsure whether to use this Policy.

Disclosures raised orally initially, are generally followed up with an in-person meeting."

6.5 Other External Reporting Channels

Clause 6.5 shall be replaced by the following:

"In most cases it should not be necessary to alert anyone externally to a suspected wrongdoing or danger at work. nib encourages Disclosers to make a report to nib in the first instance, so that it can identify and address wrongdoing as early as possible. However, a Discloser may make a report

about a Disclosable Matter to an external party, in accordance with the procedure outlined in **Appendix 2."**

6.6 What does a report need to include?

Clause 6.6 shall be replaced by the following:

"Any reports setting out an individual's concerns should be factual (to the best of their knowledge) and should address the following key points to the extent that such information is known to the Discloser in relation to a wrongdoing that has occurred, is occurring or is likely to occur:

- if the Discloser does not wish to remain anonymous (see section 6.7 below), the Discloser's contact information (including their name, designation, business unit, contact number and email);
- what has occurred;
- when and where it occurred;
- the information of the suspected person(s) involved, where possible, (including their name, designation, business unit, contact number and email);
- has the Company been put at risk or suffered as a result;
- has it happened before;
- has it been raised with anyone else either within the Company or externally;
- if so when/whom;
- are there any witnesses;
- is there any supporting information or documentation; and
- how the matter came to light."

6.7 Anonymous Reporting

Clause 6.7 from the fourth paragraph onwards shall be deleted and replaced as follows:

"Information about a Discloser's identity and information that is likely to lead to the identification of the Discloser may be disclosed in the following circumstances:

- for the effective investigation of the relevant wrongdoing concerned;
- for the prevention of serious risk to the security of the State, public health, public safety or the environment;
- for the prevention of crime or prosecution of a criminal offence;

- the disclosure is otherwise necessary in the public interest or is required by law; or
- where the Discloser consents.

nib will make every effort to ensure the Discloser is notified, in writing, in advance that their identity may need to be disclosed, unless doing so would jeopardise the effective investigation into the disclosure or any related legal proceedings. nib will also endeavour to protect the confidentiality of any persons referred to in the disclosure.

Information that may be likely to lead to the identification of the Discloser may be disclosed without consent if:

- the information does not include the Discloser's identity;
- all reasonable steps have been taken to reduce the risk that the Discloser will be identified from the information; and
- it is reasonably necessary for investigating the issues raised in the report.

It is unlawful for a person to identify a Discloser or disclose information that is likely to lead to the identification of a Discloser, apart from the exceptional circumstances described above. If a Discloser is concerned about possible reprisals if their identity is revealed, they should contact the WPO so that appropriate measures can be taken to protect them.

A Discloser who makes an anonymous report in line with this Policy, and is subsequently identified, shall be entitled to the same protections from detriment under this Policy as a Discloser who followed the internal or external reporting procedures.

Further Information on anonymity protections is set out in **Appendix 2."**

7.1 Immunity

Clause 7.1 shall be deleted and replaced as follows:

"Any concerns raised in good faith can always be reported without fear of retaliation or disciplinary action, even if they turn out to be mistaken. A Discloser will not be subject to disciplinary action for having made a disclosure that is covered by this Policy, or for participating in any subsequent investigation by an nib Group company.

No cause of action in civil proceedings, can be taken against a Discloser, in respect of the making of a protected disclosure, other than a Defamation action (within the meaning of the *Defamation Act 2009*).

However, these protections do not mean that a Discloser has immunity for their own conduct that is revealed in a report."

7.2 Protection from Detriment

Clause 7.2, paragraph 2 shall be amended as follows:

““**Detriment**” includes (without limitation):

- suspension, lay-off or dismissal;
- demotion or loss of opportunity for promotion or withholding a promotion from a worker;
- transfer of duties, change of location of place of work, reduction in wages or change in working hours;
- the imposition or administering of any unwarranted disciplinary action, reprimand or other penalty (including a financial penalty);
- coercion, intimidation or harassment;
- discrimination, disadvantage or unfair treatment;
- injury, damage or loss;
- threat of reprisal;
- withholding training;
- negative performance reviews or employment references;
- failure to convert a temporary employment contract into a permanent one, where the worker had a legitimate expectation that he or she would be offered permanent employment;
- failure to renew or early termination of a temporary employment contract;
- harm, including the worker’s reputation, particularly on social media, or financial loss, including loss of business and loss of income;
- blacklisting within the industry;
- early termination or cancellation of a contract for goods or services;
- cancellation of a licence or permit; and
- psychiatric or medical referrals.

Detriment does not include administrative action that is reasonable to protect a Discloser from Detriment (for example a temporary transfer), or reasonable management action in relation to managing an employee’s work performance, if the action is in line with nib’s performance management framework.

If a Discloser believes they have suffered, or may suffer Detriment because they have made a report under this Policy, or if any person has threatened to cause Detriment to them or another person in connection with a report, they should immediately report the matter to a WPO.

Further information on legal protections and remedies for reprisals against a Discloser is set out in **Appendix 2.”**

10.1 Assessment of Report

Clause 10.1 shall also include:

“A Discloser will receive an acknowledgement from the WPO within 7 days that their disclosure has been received.

An initial assessment of the disclosure will then be undertaken by the WPO to assess whether there is a *prima facie* case that the relevant wrongdoing occurred.

Where the WPO deems there is no evidence that any wrongdoing occurred, the process under this Policy will then come to an end. The reporter will be notified in writing of the decision, and the reasons for same, as soon as practicable. If appropriate, the WPO may direct the reporter to an alternative Company policy in order to address the concern raised.

Where the WPO deems that there is sufficient evidence to suggest that a wrongdoing may have occurred, then appropriate action, including further investigation, may need to be undertaken, depending on the nature and seriousness of the disclosure, and the WPO may escalate the matter internally as appropriate.”

10.2 Investigation

Clause 10.2 shall be amended and replaced in its entirety:

“To the extent that they include sufficient detail and are able to be investigated, reports of Disclosable Matters made under this Policy will be investigated as soon as possible after the matter has been reported. A report may be investigated by the WIO. Where the WIO deems necessary, the WIO may use an external investigator to conduct an investigation, either in conjunction with the WIO or independently. Where the WIO deems necessary, the WIO may also use an external expert to assist with an investigation. All investigations will be conducted in a fair and independent manner, as is reasonable and appropriate having regard to the nature of the Disclosable Matter and all of the circumstances, and all reasonable efforts will be made to preserve confidentiality of an investigation.

The WPO will follow up with the Discloser and provide feedback within a reasonable period of time (where applicable) and, in any case, within

3 months of the initial disclosure regarding actions taken or envisaged to be taken to resolve the matter.

The Discloser, if they so wish, can additionally request in writing to be provided with updates at further 3-month intervals until such time as the process is closed out.

The WPO will ensure that the outcome of the disclosure process is properly tracked and that appropriate records are maintained.

To avoid jeopardizing an investigation, a Discloser who has a made a report under this Policy is required to keep confidential the fact that a report has been made (subject to any legal requirements).

Where a Discloser wishes to remain anonymous, the Discloser's identity will not be disclosed to the investigator or to any other person. Information that is likely to lead to the identification of the Discloser can be disclosed without the Discloser's consent, provided that:

- it is disclosed for the purpose of reasonably investigating the matter; and
- all reasonable steps are taken to reduce the risk that the Discloser will be identified.

10.3 Investigation Outcomes

Clause 10.3 reference to "police" shall be replaced with "An Garda Síochána".

References to 'Discloser'

All references to 'Discloser' in the nib Global Whistleblower Policy and in the within addendum shall have the meaning of "Reporting Person", for the purposes of the Act, as may be amended from time to time.

Appendix 2

Appendix 2 is replaced as follows:

Protections for Whistleblowers under the *Protected Disclosures Act 2014* as amended by the *Protected Disclosure (Amendment) Act 2022* ("the Act")

Whether a disclosure is protected or not will depend on the way in which the disclosure is made. The Act provides for a number of channels for those who wish to make a protected disclosure.

The Act sets out a number of distinct disclosure channels for potential Disclosers who make a protected disclosure. It provides for a tiered or "stepped" disclosure regime with a number of avenues open to potential Disclosers, internal and external to the workplace. The first tier in the disclosure regime is internal, namely disclosure to nib's WPO or some other responsible person. However, there may be circumstances where this may not always be appropriate. The channels as relevant to Disclosers are as set out below.

Disclosure to nib

The Act provides for direct disclosure to the employer. A Discloser may make a protected disclosure to the Company's WPO where they reasonably believe that information being disclosed shows or tends to show a Disclosable Matter as referred to in the Policy.

Disclosure outside of the Workplace

There may be circumstances where it is appropriate for a Discloser to make a disclosure externally. These circumstances include nib failing to act on the information being disclosed or where the Discloser does not wish to avail of the internal channel route.

A Discloser may make a report about a Disclosable Matter to an external party (such as a legal advisor, the Protected Disclosure Commissioner, Central Bank of Ireland or the Data Protection Commission) or other Prescribed Person. In general, Prescribed Persons have regulatory functions in the area which are the subject of the allegations. A list of Prescribed Persons can be found at www.gov.ie/prescribed-persons.

Where a report is made to the Office of the Protected Disclosures Commissioner (OPDC), the OPDC will then refer the report, usually to a suitable regulator, for acknowledgement, follow-up and feedback.

A Discloser may also request that the WPO provide information on making disclosures to prescribed persons, the Protected Disclosures Commission and relevant EU agencies, where applicable.

A Discloser may make a disclosure to a prescribed person if the Discloser reasonably believes that the relevant wrongdoing is within the remit of the prescribed person, and the information to be disclosed and any allegation in it, are substantially true.

A Discloser may make a report externally through other disclosure channels. In order for such a report to be deemed a protected disclosure, the individual must reasonably believe that the report/allegation made by the Discloser substantially true, and:

- have previously made a report of substantially the same information to the Company, prescribed person, or legal advisor, and no action was taken within the relevant time periods; or
- reasonably believe that the relevant allegation may constitute an imminent or manifest danger to the public interest, amount to an emergency situation, or present a risk of irreversible damage; or
- reasonably believe that if they were to make a report to a prescribed person they would be at risk of penalisation; or
- reasonably believe that there is a low prospect of the relevant wrongdoing being effectively addressed, due to the particular circumstances of the case, such as those where evidence may be concealed or destroyed or where a prescribed person may be in collusion with the suspected perpetrator of the wrongdoing or involved in the wrongdoing.

Legal Protections

The following protections are available to Disclosers who make a protected disclosure under the Act (whether that disclosure is made internally, to an external body, or a legal practitioner):

- protection of the Discloser's identity, if they wish to remain anonymous;
- protection from Detriment because of making a protected disclosure; and
- the right to claim compensation for loss, damage or injury caused to the Discloser because of a protected disclosure.

Anonymous Reports

A report can be made anonymously and still be protected under the Protected Disclosures Acts. A Discloser can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised. A Discloser can refuse to answer questions that they feel could reveal their identity at any time, including during follow-up conversations.

Legal Remedies

A Discloser that suffers loss, damage or injury because of a protected disclosure may seek compensation and other remedies through the courts. A Discloser should seek independent legal advice if they wish to obtain such a remedy. A Discloser may also contact regulatory bodies such as the Workplace Relations Commission if they believe that they have suffered Detriment due to making a report about a disclosable matter, or if there has been a breach of confidentiality such as a disclosure of their identity

without their consent.

A person who suffers damage resulting from the making of a report, where the Discloser knowingly reported false information, has a right of action in tort against the Discloser.

Addendum: U.S.A

Whistleblower Policy: U.S.A. Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for the United States for compliance with U.S. federal law ("Addendum") (please also consult any state specific addenda):

3 Who does this Policy apply to?

Clause 3 is replaced as follows:

"Reports can be made under this Policy by anyone who is, or has been, any of the following with respect to any entity within the nib Group:

- employees (including permanent, part-time, casual, fixed term or temporary employee, interns, and secondees);
- directors;
- officers;
- contractors (including employees of contractors);
- suppliers (including employees of suppliers); and
- consultants.

A "**Discloser**" is any of the above individuals who makes a report in accordance with this Policy.

The protections in this Policy will also apply to anyone who has made a disclosure of information relating to an entity in the nib Group to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to whistleblowing protection laws.

A Discloser may also be eligible for protection as a whistleblower under the Sarbanes-Oxley Act of 2002 (**SOX**), the Dodd-Frank Wall Street Reform and Consumer Protection Act (the **Dodd-Frank Act**), the Occupational Safety and Health Act (**OSH Act**). the Affordable Care Act (**ACA**), and related, applicable federal and state laws in certain circumstances."

4 Disclosable Matters

Clause 4 is amended as follows:

Matters that a Discloser genuinely believes breach nib's policies or the law are defined as "***Disclosable Matters***".

Disclosable Matters include, but are not limited to, any conduct that constitutes:

- AFTER – “an offence against, or a contravention of:” STRIKE: the *Corporations Act 2001* (Cth);
- the *Australian Securities and Investments Commission Act 2001* (Cth);
- the *Banking Act 1959* (Cth);
- the *Financial Sector (Collection of Data) Act 2001* (Cth);
- the *Insurance Act 1973* (Cth);
- the *Life Insurance Act 1995* (Cth);
- the *National Consumer Credit Protection Act 2009* (Cth);
- the *Superannuation Industry (Supervision) Act 1993* (Cth); or
- any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;

4.1 ALSO STRIKE: Reports that are not about a Disclosable Matter will not qualify for protection under the *Corporations Act 2001* (Cth) (or the *Taxation Administration Act 1953* (Cth), where applicable) although these reports may be protected under other legislation such as the *Fair Work Act 2009* (Cth).

STRIKE both instances of the following: under the Corporations Act 2001 (Cth)

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7 Support and Protections Available to Disclosers

Clause 7 is replaced as follows:

Anti-retaliation Protection

“nib will not retaliate or attempt to retaliate and will not knowingly permit retaliation by others against Disclosers who make reasonable reports of Disclosable Matters, under this Policy, who assist anyone in making a report, or who participate in a related investigation, even if the report is subsequently determined to be incorrect or unsubstantiated.

All reasonable steps will be taken to ensure that a Discloser, anyone assisting in making a report, or anyone who participates in a related investigation will not be subject to any form of retaliation. Any nib employee who retaliates against someone for making a reasonable report is subject to discipline, including dismissal from his or her position with nib.

No employee, officer or contractor of a nib Group company may subject a Discloser to any unlawful retaliation because they have made or propose to make a report in accordance with this Policy. It is also a breach of this Policy to make a threat to retaliate against a Discloser (or another person) in relation to a report made under this Policy. Any such action will be treated as serious misconduct, and will be dealt with in accordance with nib’s disciplinary procedures.

All forms of unlawful retaliation are prohibited, including any form of adverse action, discipline, threats, intimidation, or other form of retaliation for reporting under or complying with this Policy.

If a Discloser believes they have suffered or may suffer unlawful retaliation because they have made a report under this Policy, or if any person has threatened to retaliate against them or another person in connection with a report, they should immediately report the matter to a WPO.

However, this Policy will not protect Disclosers or anyone else if they are also involved in or connected to the improper conduct or illegal activities that are being reported."

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17 Confidentiality

A new clause 17 is inserted as follows:

"To the extent possible, and except as required by law or where disclosure is necessary to regulatory authorities, law enforcement agencies or professional advisors to the nib Group, reports of Disclosable Matters, and the investigations pertaining to such Disclosable Matters, shall be kept confidential consistent with the need to conduct an adequate investigation. Disclosure of reports of Disclosable Matters to individuals not involved in the investigation will be viewed as a serious disciplinary offense and may result in discipline including dismissal from nib.

Nothing in the Policy and this Addendum is intended to interfere with nib employees' rights under federal and state laws—including their right under the National Labor Relations Act to discuss terms and conditions of employment and their right under other federal laws and regulations to report legal violations, or make other protected disclosures, to the government—nor will nib construe this Policy in a way that limits such rights.

Notwithstanding the above, by way of the Policy and this Addendum, employees are hereby notified, pursuant to the Defend Trade Secrets Act of 2016, that an employee may not be held criminally or civilly liable under any federal or state trade secret law for the disclosure of a trade secret made: (a) in confidence to a federal, state, or local government—either directly or indirectly—or to an attorney, for the sole purpose of reporting or investigating a suspected violation of law; or (b) in a complaint or other document filed in a lawsuit or other proceeding, as long as such filing is made under seal. Additionally, an employee who files a lawsuit for retaliation by nib for reporting a suspected violation of law may disclose the trade secret to his or her attorney and may use the information in court proceedings if the employee files any document containing the trade secret under seal and does not disclose the trade secret unless pursuant to a court order."

Appendix 2
Appendix 2 and any references to Appendix are deleted.

Addendum: UK

Whistleblower Policy: UK Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for the United Kingdom ("UK") for compliance with UK laws and Financial Conduct Authority (FCA) regulations:

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2 Purpose

Clause 2 is replaced as follows:

"This Policy aims to:

- encourage Staff to report suspected wrongdoing as soon as possible, in the knowledge that their concerns will be taken seriously and investigated as appropriate, and that their confidentiality will be respected;
- provide Staff with guidance as to how to raise those concerns; and
- reassure staff that they should be able to raise genuine concerns without fear of reprisals, even if they turn out to be mistaken."

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3 Who does this Policy apply to?

Clause 3 is replaced as follows:

"This Policy applies to any person who wishes to raise the type of concern covered by this policy, including to all UK-based employees, Directors, officers, consultants, volunteers, interns, contractors, casual workers, and agency workers of all entities within the nib Group ("***Staff***").

This policy does not form part of the contract of employment or other contract to provide services and it may be amended by the nib Group at any time."

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4 Matters that should be reported

Clause 4 is replaced as follows:

Whistleblowing is the disclosure of information which relates to suspected malpractice, wrongdoing or dangers at work. This may include:

- criminal activity;

- failure to comply with any legal or professional obligation or regulatory requirements;
- miscarriages of justice;
- danger to health and safety;
- damage to the environment;
- bribery;
- facilitating tax evasion;
- financial fraud or mismanagement;
- breach of our internal policies and procedures including our Code of Conduct;
- conduct likely to damage our reputation or financial wellbeing;
- unauthorised disclosure of confidential information;
- money laundering;
- market abuse;
- negligence; and
- the deliberate concealment of any of the above matters."

A whistleblower is a person who raises a genuine concern relating to any of the above ("**Whistleblower**"). If you have any genuine concerns related to a suspected wrongdoing or danger affecting any of our activities you should report it under this policy.

This policy should not be used for complaints relating to your own personal circumstances, such as the way you have been treated at work. In those cases, you should use the relevant Grievance Procedure, Policy or contact your HR Advisor as appropriate.

If a complaint relates to your own personal circumstances but you also have wider concerns regarding one of the areas set out above, you should discuss with the Whistleblowing Protection Officer as which route is most appropriate.

If you are uncertain whether something is within the scope of this policy you should seek advice from the Whistleblowing Protection Officer.

4.1 Personal-Work Related Grievances

Clause 4.1 is deleted.

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5 Responsibility to report

Clause 5 is replaced as follows:

"All Staff are responsible for the success of this Policy and should ensure that they use it to disclose any suspected danger or wrongdoing. Staff are invited to comment on this Policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Whistleblower Protection Officer.

The nib Group will not tolerate conduct that should be reported under this Policy. It is therefore expected that any Staff who becomes aware

of such conduct will make a report."

6 Making a report

The first paragraph of clause 6 is replaced as follows:

"The following channels are available for reporting a whistleblowing concern.

6.1 Internal Reporting

Clause 6.1 is replaced as follows:

"Employees may wish to first discuss the matter informally with their direct line manager or human resources advisor in order to determine whether serious misconduct has occurred. This is an opportunity to clarify the incident, ask questions and determine whether the matter comes under this Policy. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively. In some cases they may refer the matter to the Whistleblowing Protection Officer (WPO).

However, where the matter is more serious, or you feel that your line manager or human resource advisor has not addressed your concern, or you prefer not to raise it with them for any reason, you should contact the nib Group's external independent whistleblower service, FairCall. FairCall is administered by a third party, with calls and web reports received by them relayed to nib without any contact information beyond that which the reporter expressly chooses to provide. Contact details of FairCall are at clause 6.2.

You can also contact the UK Branch Whistleblowing Champion who is the UK Branch Manager. The UK Whistleblowing Champion is currently Mr. Bradley Bonser who can be contacted via email at brad.bonser@nibtravel.com.

The Whistleblowing Champion is required to:

- ensure the integrity, independence and effectiveness of this Policy. The contact details of the Whistleblowing Champion;
- handle any alleged misconduct reports with the utmost confidentiality;
- keep this Policy and associated procedures up to date and compliant with the regulatory requirements;
- in conjunction with compliance, ensure all employees (including new joiners) are aware of, and understand this Policy and associated procedures;
- provide training on whistleblowing, if deemed necessary;
- in conjunction with compliance, to maintain a whistleblowing log of all reported whistleblowing cases within the company, that notes

their status and who is handling the case; ensuring that this record is secure and retained in accordance with any local legal or regulatory requirements;

- provide an annual whistleblowing report in sufficient granularity to Board; and

- inform the FCA, where an employment tribunal finds in favour of a Whistleblower, when the findings relate to a claim that the Whistleblower was victimised."

6.2 External Reporting

The first paragraph and subsequent bullet points of clause 6.2 are replaced as follows:

"A Whistleblower may make a report to nib's external independent whistleblowing service using any of the following methods:

- calling the hotline number 0808 234 7091 within the UK;
- visiting online https://www.kpmgfaircall.kpmg.com.au/NIB
- by post to "The Fair Call Manager, PO Box H67 Australia Square, Sydney NSW 1213"

Calls will be received by the KPMG Fair Call service 24 hours a day by either KPMG in Australia or South Africa, depending on the time the call is made by the Discloser. Alternatively, a Discloser may leave a voicemail. If a voicemail is left with sufficient details, KPMG Australia will return the call upon resumption of the hotline's normal business hours. Calls are not recorded. The operators taking the call on this hotline are not associated with nib Group. They are trained and experienced specialists dedicated to dealing with Whistleblowers and their concerns. Whistleblowers will be provided with a confidential reference number by the Fair Call operator.

The Fair Call operator will prepare a report which details the wrongdoing reported by the Whistleblower. All Fair Call reports will be forwarded to the WPO for action and/or referral to the Whistleblower Investigations Officer (WIO).

Reports made under this Policy should describe the grounds for the report and provide as much detail as possible of all relevant facts and supporting documentation (if any).

KPMG will treat all Disclosures in accordance with the attached policy: http://www.kpmg.com/AU/faircallprivacy"

You may, if you wish, raise concerns with the Financial Conduct Authority at any time. Although we would encourage you to raise all concerns with us directly so that we may investigate and resolve them internally, if you do wish to contact the regulator, it is not a requirement that you raise your concerns with us first. The internal and external processes can run simultaneously or consecutively. Their contact

details are set out below:

Website:	https://www.the-fca.org.uk/firms/whistleblowing
Email:	whistle@fca.org.uk
Telephone:	+44 (0)20 7066 9200 during office hours or leave a message
Address:	Intelligence Department (Ref PIDA) Financial Conduct Authority 12 Endeavour Square, London, E20 1JN"

7 Support and Protections Available to Whistleblowers

Clause 7 is replaced as follows:

"If Staff have a genuine concern related to suspected wrongdoing or danger affecting any of nib's activities (a "whistleblowing concern"), Staff should report it under this Policy.

It is understandable that Whistleblowers are sometimes worried about possible repercussions. nib aim to encourage openness and will support Staff who raise genuine concerns under this Policy, even if they turn out to be mistaken.

Whistleblowers must not suffer any detrimental treatment as a result of raising a concern. Detrimental treatment includes dismissal, disciplinary actions, threats or other unfavourable treatment connected with raising a concern. A Whistleblower who believes that he or she has suffered any such treatment should inform the Whistleblower Protection Officer immediately. If the matter is not remedied, the Whistleblower should raise it formally using the Grievance procedures.

Staff should not threaten or retaliate against Whistleblowers in any way. If Staff are involved in such conduct, he or she may be subject to disciplinary action, where relevant, nib may need to make a report to the regulator.

Confidentiality and anonymity

nib hopes that Staff will feel able to voice whistleblowing concerns openly under this Policy. However, if Staff want to raise a concern confidentially, nib will make every effort to keep your identity secret. If it is necessary for anyone investigating the whistleblowing concern, nib will want to discuss it with the Staff.

nib does not encourage Staff to make disclosures anonymously, although we will make every effort to investigate anonymous disclosures. Proper investigation may be difficult or impossible if we cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible.

Whistleblowers who are concerned about possible reprisals if their identity is revealed should come forward to the Whistleblower Protection Officer and appropriate measures can then be taken to preserve confidentiality. If you are in any doubt, Staff can seek advice from Protect (formerly known as Public Concern at Work), the independent whistleblowing charity, who offer a confidential helpline. It is a source of further information and advice and aims to stop harm by encouraging safe whistleblowing. Their contact details are as follows:

Helpline: 020 3117 2520
Email: info@protect-advice.org.uk
Website: protect-advice.org.uk/contact-protect-advice-line"

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10 Investigating a report

Clause 10 is replaced as follows:

"Once a concern has been raised under this Policy, the WIO will investigate the report. The WIO may arrange a meeting to discuss the concern raised. The individual may bring a colleague [or trade union representative] to any meeting that takes place. The companion must respect the confidentiality of the disclosure and any subsequent investigation. nib may ask the individual for further information about the concern raised, either at this meeting or at a later stage.

nib will take down a written summary of the individual's concern and provide the individual with a copy after the meeting. nib will also aim to give the individual an indication of how nib proposes to deal with the matter.

"Once the Whistleblower has raised a concern, nib will carry out an initial assessment to determine the scope of any investigation. nib will inform the Whistleblower of the outcome of the assessment. The individual may be required to attend additional meetings in order to provide further information.

Where the WIO deems necessary, the WIO may use an external

investigator to conduct an investigation, either in conjunction with the WIO or independently. Where WIO deems necessary, the WIO may also use an external expert to assist with an investigation. All investigations will be conducted in a fair and independent manner and all reasonable efforts will be made preserve confidentiality of an investigation."

12 Investigation feedback

Clause 12 is replaced as follows:

"nib will aim to keep the Whistleblower informed of the progress of the investigation, its likely timescale and the outcome. However, sometimes the duty of confidentiality owed to others may prevent nib from giving specific details of the investigation or any disciplinary action taken as a result. Any information relating to the investigation should be treated as confidential.

A report may have serious consequences, including potential damage to career prospects and reputation of people who are the subject of allegations of wrongdoing. Therefore, it is very important that those who make a report under this Policy only do so when they have a genuine concern.

nib takes very seriously all reports made under this Policy and it looks particularly unfavorably on any false reports or claims. Disciplinary action may be taken against any employee who makes false allegations maliciously."

16 Review of the policy

Clause 16 is replaced as follows:

"This Policy will be reviewed from a legal and operational perspective at least once every two years to ensure that it remains consistent with all relevant legislative requirements, as well as the changing nature of the organisation."

17 External disclosure

A new clause 17 is added as follows:

"The aim of this Policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases it should not be necessary to alert anyone externally.

The law recognises that in some circumstances it may be appropriate for you to report your concerns to an external body such as a regulator.

It will very rarely, if ever, be appropriate to alert the media. We strongly encourage you to seek appropriate advice before reporting a concern to anyone external.

The independent whistleblowing charity, Protect, operates a

confidential helpline. They also have list of prescribed regulators for reporting certain types of concern. Their contact details are set out in Clause 7.

Whistleblowing concerns usually relate to the conduct of our employees, but they may sometimes relate to the actions of a third party, such as a customer, supplier or service provider. In some circumstances the law will protect you if you raise the matter with the third party directly. However, we encourage you to report such concerns internally first. You should contact your line manager or human resource advisor for further information."

Appendix 2

Appendix 2 and any references to Appendix 2 are deleted.

Addendum: People's Republic of China (PRC)

Whistleblower Policy: People's Republic of China (PRC) Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for the PRC for compliance with PRC law:

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3 Who does this Policy apply to?

In clause 3, the Scope of "employees" is replaced as follows:

"(full-time, part-time and dispatched employees, interns, secondees and hired retirees)."

The last sentence of clause 3 is deleted.

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4 Disclosable Matters

The first bullet point of Disclosable Matters is replaced as follows:

- "an offence against, or a contravention of the PRC Company Law, the *PRC Security Law*, the *PRC Insurance Law*, or any other applicable law or regulation that is pursuable for criminal liability;"

4.1 Personal Work-Related Grievances

The third last paragraph of clause 4.1 is replaced as follows:

"Reports that are not about a Disclosable Matter will not qualify for protection under clause 7 of this Policy although these reports may be protected under legislation such as the *PRC Employment Promotion Law*."

The second last paragraph of clause 4.1 is replaced as follows:

"However, a personal work-related grievance may still qualify for protection under clause 7 of this Policy if:

- it includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (mixed report);
- any nib Group company has breached employment or any other applicable law or regulation that is pursuable for criminal liability, engaged in conduct that represents a danger to the public, or the

disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- the Discloser suffers from or is threatened with Detriment for making the disclosure; or
- the Discloser seeks legal advice or legal representation about the operation of the whistleblower protections under clause 7 of this Policy."

4.3 False Reports

Clause 4.3 is replaced as follows:

"The reporting of false information is taken very seriously by nib. Individuals who deliberately or knowingly report false information will not be able to access the protections available under this Policy for Disclosers, or any legal protections, and individuals who are employees, dispatched employees, interns, secondees and hired retirees of a nib Group company may be subject to disciplinary action or termination of employment or engagement due to gross misconduct."

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6 Making a report

6.2 External Hotline Service

Clause 6.2 is replaced as follows:

"A Discloser may make a report to nib's external independent whistleblowing service by email to nib@ethics-hotline.com.

Reports made under this Policy should describe the grounds for the report and provide as much detail as possible of all relevant facts and supporting documentation (if any).

KPMG will treat all Disclosures in accordance with the attached policy: http://www.kpmg.com/AU/faircallprivacy"

6.5 Other External Reporting Channels

Clause 6.5 is replaced as follows:

"nib encourages employees and other Disclosers to make a report to nib in the first instance, so that it can identify and address wrongdoing as early as possible. However, the Discloser may make a report about a Disclosable Matter to an external party to the extent permitted or required by law."

6.7 Anonymous Reporting

The first bullet point in clause 6.7 is replaced as follows:

- "where the information is disclosed to competent authorities;"

The second last paragraph of clause 6.7 is replaced as follows:

"It is a breach of this Policy for a person to identify a Discloser or disclose information that is likely to lead to the identification of a Discloser, apart from the exceptional circumstances described above. If a Discloser is concerned about possible reprisals if their identity is revealed, they should contact the Whistleblower Protection Officer so that appropriate measures can be taken to protect them."

The last paragraph of clause 6.7 (referred to below) is deleted:

"Further information on anonymity protections is set out in **Appendix 2**."

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7 Support and Protections Available to Disclosers

7.2 Protection from Detriment

The following sentence of clause 7.2 is deleted:

"Further information on legal protections and remedies for reprisals against a Discloser is set out in Appendix 2."

7.3 Support for Disclosers

The last bullet point of clause 7.3 as set out below is deleted:

- "connecting the Discloser with third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636)."

---

10 Investigating a report

10.2 Investigation

The last paragraph and subsequent bullet points under clause 10.2 are replaced as follows:

“Where a Discloser wishes to remain anonymous, the Discloser’s identity will not be disclosed to the investigator or to any other person. Information that is likely to lead to the identification of the Discloser can be disclosed without the Discloser’s consent, provided that:

- it is disclosed to competent authorities as required by law;
- the information is disclosed to a legal practitioner for the purpose of obtaining legal advice in relation to the operation of applicable whistleblowing protection laws;

- it is disclosed for the purpose of reasonably investigating the matter; and
- all reasonable steps are taken to reduce the risk that the Discloser will be identified."

---

11 Fair Treatment of Persons Implicated or Mentioned in a Report

The last bullet point under clause 11 as follows is deleted:

- "connecting the person with third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636)."

---

12 Investigation feedback

Clause 12 is amended as follows:

“Wherever possible, and assuming that the identity of the Discloser is known, the Discloser will be kept informed of the progress and outcomes of the investigation, subject to privacy and confidentiality considerations and at the sole discretion of nib."

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13 Reports to other bodies

Clause 13 is amended as follows:

"In certain circumstances a Discloser may have a legal obligation to make a report to a statutory body or government department. Disclosers should ensure that they comply with all such reporting requirements. To the extent permitted by law, Workers should give notice to the WPO prior to making such a report and follow the advice of the WPO in relation to these reporting obligations."

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14 Breach of this Policy

Clause 14 is amended as follows:

"Any breach of this Policy will be taken seriously and may result in counselling and/or disciplinary action, up to and including summary dismissal due to gross misconduct."

Appendix 2

Appendix 2 and any references to Appendix 2 are deleted.

Addendum: Canada

Whistleblower Policy: Canada Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for Canada for compliance with Canadian federal and provincial law:

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3 Who does this Policy apply to?

The last paragraph of clause 3 is replaced as follows:

"A Discloser may also be eligible for protection as a whistleblower under relevant federal and provincial laws."

---

4 Disclosable Matters

The first and second paragraph of Clause 4 is replaced as follows:

"A Disclosable Matter means any information where the Discloser has reasonable grounds to suspect is in breach of nib's policies or any federal or provincial law should be reported in accordance with this Policy and/or the Discloser's legal obligations. Issues related to human resources and industrial relations are managed under separate mechanisms and policies and are excluded from this Policy."

The list of Disclosable Matters is amended to include:

"Disclosable Matters include any conduct that constitutes, but is not limited to:

- An offence against, or contravention of:
    - Canada's *Criminal Code* (R.S.C., 1985, c. C-46);
    - Canada's *Competition Act* (R.S.C., 1985, c. C-34);
    - Ontario's *Securities Act* (R.S.O. 1990, c. S.5);"

4.1 Personal Work-Related Grievances

The second and third last paragraph of Clause 4.1 is replaced as follows:

"Reports that are not about a Disclosable Matter under this Policy may be protected under other federal or provincial legislation dealing with the rights of workers, such as, but not limited to, Ontario's *Employment Standards Act 2000*, SO 2000, c 41 and *Human Rights Code,* RSO 1990, c. H.19."

6.2 External Hotline Service

Clause 6.2 is replaced as follows:

"A Discloser may make a report to nib's external independent whistleblowing service using any of the following methods:

- calling the hotline number 1 844 874 4045 within Canada;
- visiting online https://www.kpmgfaircall.kpmg.com.au/NIB; or
- by post to "The Fair Call Manager, PO Box H67 Australia Square, Sydney NSW 1213.

Calls will be received by the KPMG FairCall service 24 hours a day by either KPMG in Australia or South Africa, depending on the time the call is made by the Discloser. Alternatively, a Discloser may leave a voicemail. If a voicemail is left with sufficient details, KPMG Australia will return the call upon resumption of the hotline's normal business hours. Calls are not recorded. The operators taking the call on this hotline are not associated with nib Group. They are trained and experienced specialists dedicated to dealing with whistleblowers and their concerns. Disclosers will be provided with a confidential reference number by the FairCall operator.

The FairCall operator will prepare a report which details the wrongdoing reported by the Disclosers. All FairCall reports will be forwarded to the WPO for action and/or referral to the WIO.

Reports made under this Policy should describe the grounds for the report and provide as much detail as possible of all relevant facts and supporting documentation (if any).

KPMG will treat all Disclosures in accordance with the attached policy: http://www.kpmg.com/AU/faircallprivacy"

6.5 Other External Reporting Channels

Clause 6.5 is replaced as follows:

"nib encourages employees and other Disclosers to make a report to nib in the first instance, so that it can identify and address wrongdoing as early as possible. However, the Discloser may make a report about a Disclosable Matter to an external party, which include, but not limited to, a provincial police authority, the Royal Canadian Mounted Police, the Ontario Securities Commission, Canada's Competition Bureau, a statutory body, an enforcement agency, or a government department. In addition, nothing in this policy limits a Discloser's rights under the relevant provincial and federal legislation, which includes, but is not limited to, human rights legislation, employment standards legislation, and occupational health and safety legislation."

6.7 Anonymous Reporting

Clause 6.7 is replaced as follows:

"A report can be made anonymously. However, it may be difficult for nib to properly investigate or take other action to address the matters disclosed in anonymous reports. A Discloser providing their identity

will also assist in monitoring their wellness and protections against reprisal.

In circumstances where the Discloser has not consented to the disclosure of their identity, the matter may be referred for investigation, but the investigator will be required to take all reasonable steps to reduce the risk that the Discloser will be identified as a result of the investigation.

A Discloser who wishes to remain anonymous should maintain ongoing two-way communication with nib so that nib can ask follow-up questions or provide feedback. Disclosers who wish to remain anonymous are encouraged to use the External Hotline Service.

nib will take all reasonable steps to maintain the Discloser's anonymity. However, they may be limited circumstances where it is necessary for nib to disclose information that is likely to lead to the identification of the Discloser. These include:

- where the information is disclosed to the relevant statutory body, enforcement agency, or government department investigating the Disclosable Matter;
- where the information is disclosed to a legal practitioner for the purpose of obtaining legal advice in relation to the operation of applicable whistleblowing protection laws; or
- when appropriate, nib will request consent from the anonymous Discloser before disclosing information that could lead to the Discloser's identification.

However, consent is not required in circumstances where:

- the information does not include the Discloser's identity;
- all reasonable steps have been taken to reduce the risk that the Discloser will be identified from the information; or
- it is reasonably necessary for investigating the issues raised in the report.

If a Discloser is concerned about possible reprisals if their identity is revealed, they should contact the Whistleblower Protection Officer so that appropriate measures can be taken to protect them."

---

7 Support and Protections Available to Disclosers

Clause 7.1 is replaced as follows:

7.1 Protection for Disclosers

"A Discloser who makes a good faith report either internally or externally to nib, or to any other appropriate authority, or who otherwise participates in related investigation and enforcement of a reportable matters, will be free from reprisals by nib, or any person or company acting on behalf of nib, even if the report is subsequently determined to be incorrect or not substantiated. Freedom from reprisal

includes, but is not limited to, freedom from discrimination and any action or inaction that might adversely affect the employment of the employee or engagement with nib.

The Company retains the right to take any administrative action that it deems reasonable to protect a Discloser from adverse treatment. This may include, for example, temporarily modifying duties, department of work and/or reporting structures.

If a Discloser believes they have suffered or may suffer any reprisal because they have made a report under this Policy, or if any person has threatened to cause any actions of reprisal to them or another person in connection with a report, they should immediately report the matter to a WPO. This does not limit the Discloser's ability to assert their rights under the relevant provincial and federal legislation, which includes, but is not limited to, human rights legislation, occupational health and safety legislation, and employment standards legislation."

Clause 7.2 is replaced as follows:

7.2 Protection from Detriment

"All reasonable steps will be taken to ensure that a Discloser will not be subject to any form of adverse treatment, victimisation, discrimination, harassment, demotion, dismissal or prejudice, because they have made a report. Any Discloser who retaliates against another Discloser for making a report in good faith is subject to discipline, up to and including termination with cause and/or reporting to appropriate authorities and/or legal action.

Reasonable management actions, such as the management of the Discloser's workplace conduct or performance, do not amount to reprisal."

7.4 Refusals to Participate in Misconduct

A new clause 7.4 is added as follows:

"This Policy will protect Disclosers who refuse to do anything to facilitate an offence under relevant federal or provincial laws, or anything that would facilitate a breach of this Policy."

7.5 Reporting in Good Faith

A new clause 7.5 is added as follows:

"A report may have serious consequences, including potential damage to the career prospects and reputation of people who are the subject of allegations of wrongdoing. Therefore, it is very important that those who make a report under this Policy do so in good faith, with reasonable grounds for believing that the information is correct or likely to be correct.

nib takes very seriously all reports made under this Policy and it looks unfavorably on any false reports or claims. Disciplinary action up to

and including dismissal from employment and/or legal action may be taken against any Discloser who makes a report that is not in good faith. A report will not be considered to be made in good faith if it is frivolous, vexatious, raised for a malicious reason or ulterior motive, or if it is not based on facts and/or circumstances that provide a reasonable basis for the report. Repeated reports about trivial matters may also be considered not to be made in good faith."

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13 Reports to other bodies

Clause 13 is replaced as follows:

"In certain circumstances a Discloser may have a legal obligation to make a report to a statutory body, enforcement agency, or government department. Disclosers should ensure that they comply with all such reporting requirements. The WPO can advise Disclosers on these reporting obligations."

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14 Breach of this Policy

Clause 14 is amended as follows:

"Any breach of this Policy will be taken seriously and may result in counselling and/or disciplinary action, up to and including termination of employment with cause and/or reporting to appropriate authorities and/or legal action."

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15 General

Clause 15 is amended as follows:

"It is a term of any employment or engagement by nib that all Disclosers must comply at all times with this Policy. This Policy forms part of the terms and conditions of any person's employment or engagement with a nib Group company.

This Policy will be made available to officers and employees of all nib Group companies by making it accessible through the Intranet, and it will be publicly available on the nib internet site.

Appendix 2

Appendix 2 and any references to Appendix 2 are deleted.

Addendum: Brazil

Whistleblower Policy: Brazil Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for Brazil:

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3 Who does this Policy apply to?

The last paragraph of clause 3 is deleted.

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4 Disclosable Matters

The first bullet point is replaced as follows:

- "an offence against, or a contravention of any Brazilian law that is punishable by imprisonment for a period of 12 months or more, or against Brazilian Laws n. 8,666/1993 (contracts with the government) and n. 12,846/2013 (anticorruption law), regardless of the type of punishment;"

4.1 Personal Work-Related Grievances

Paragraph 4 is amended as follows:

However, a personal work-related grievance may still qualify for protection under the *Corporations Act 2001* (Cth) (where applicable) if:

4.3 False Reports

Clause 4.3 is replaced as follows:

"The reporting of false information is taken very seriously by nib. Individuals who deliberately or knowingly report false information will not be able to access the protections available under this Policy for Disclosers, and individuals who are employees, officers or contractors of a nib Group company may be subject to disciplinary action or termination of engagement, including termination for cause."

6.2 External Hotline Service

After the bullet points in clause 6.2, the following sentence is included:

"Reports made online can be made in Portuguese."

6.5 Other External Reporting Channels

This clause is amended as follows:

"nib encourages employees and other Disclosers to make a report to nib in the first instance, so that it can identify and address wrongdoing as early as possible. However, the Discloser may make a report about a Disclosable Matter to the competent authorities (such as the Brazilian Federal or State Police or the Federal or State Prosecutor)."

6.7 Anonymous Reporting

The first bullet point in clause 6.7 is replaced as follows:

- "where the information is disclosed to the Brazilian Federal, State Police or to another authority responsible for the investigation;"

The second last paragraph of clause 6.7 is amended as follows:

"It is a violation to this policy for a person to identify a Discloser or disclose information that is likely to lead to the identification of a Discloser, apart from the exceptional circumstances described above. If a Discloser is concerned about possible reprisals if their identity is revealed, they should contact the Whistleblower Protection Officer so that appropriate measures can be taken to protect them."

The last sentence of clause 6.7 is deleted.

7.2 Prohibition from Detriment

After the first paragraph, clause 7.2 is amended as follows:

""**Detriment**" includes (without limitation):

i. dismissal of an employee, with or without cause;
ii. suspension from work;
iii. verbal or written disciplinary warnings;
iv. injury of an employee in his or her employment;
v. alteration of an employee's position or duties to his or her disadvantage;
vi. discrimination between an employee and other employees of the same employer;
vii. harassment or intimidation of a person;
viii. harm or injury of a person (including psychological harm);
ix. damage to a person's property; and
x. reputational, financial or any other damage to a person.

Detriment does not include administrative action that is reasonable to protect a Discloser from Detriment (for example a temporary

transfer), or reasonable management action in relation to managing an employee's work performance, if the action is in line with nib's performance management framework.

If a Discloser believes they have suffered or may suffer Detriment because they have made a report under this Policy, or if any person has threatened to cause Detriment to them or another person in connection with a report, they should immediately report the matter to a WPO."

10.3 Investigation outcomes

The second and third paragraphs of clause 10.3 are deleted.

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11 Fair Treatment of Persons Implicated or Mentioned in a Report

The following extract from clause 11 is deleted:

"However, an employee or officer who is implicated may be temporarily stood down on full pay whilst an investigation is in process, or may be temporarily transferred to another office, department or workplace, if appropriate in the circumstances. Any such stand-down or temporary transfer may only continue for the duration of the investigation. If the investigation determines that the allegations are not substantiated, the employee officer must be immediately reinstated to full duties."

The following extract from clause 11 is deleted:

"An employee or officer who is implicated in a report has a right to be informed of the allegations against them, and must be given an opportunity to respond to those allegations and provide additional information, if relevant, in the course of an investigation into those allegations (subject to the Discloser's right to anonymity)."

The above extract from clause 11 that has been deleted is replaced as follows:

"An employee or officer who is implicated in a report may be informed of the allegations against them if so required, under the investigator's discretion. If informed of the allegations, the employee or officer must be given an opportunity to respond to those allegations and provide additional information, in the course of an investigation into those allegations (subject to the Discloser's right to anonymity)."

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12 Investigation feedback

Clause 12 is deleted.

14 Breach of this Policy

The clause is replaced, as follows:

"Any breach of this Policy will be taken seriously and may result in counselling and/or disciplinary action, up to and including summary dismissal with cause."

15 General

The first paragraph of clause 15 is replaced, as follows:

"It is a condition of any employment or engagement by nib that all employees, officers and contractors must comply at all times with this Policy. This Policy forms part of the terms and conditions of any person's employment or engagement with a nib Group company."

Appendix 2

Appendix 2 and any references to Appendix 2 are deleted.

Addendum: Philippines

Whistleblower Policy: Philippines Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for the Republic of the Philippines:

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4 Disclosable Matters

Clause 4 is replaced as follows:

"Any matter that a Discloser genuinely believes is in breach of nib's policies or the law ("**Reportable Matters"**) should be reported in accordance with this Policy. Issues related to human resources and industrial relations are managed under separate mechanisms and policies and are excluded from this Policy.

Reportable Matters include, but are not limited to, any conduct that involves:

- dishonest behaviour;
- fraudulent activity;
- conflict of interest situations which may prejudice nib;
- unlawful, corrupt or irregular use of company funds or practices;
- illegal activities punished under the Revised Penal Code and other special penal laws such as, but not limited to, theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage against property;
- unethical behavior, including anything that would breach the nib Code of Conduct;
- improper or misleading accounting or financial reporting practices;
- a breach of any legislation relating to nib's operations or activities;
- behaviour that is oppressive, discriminatory or grossly negligent;
- an unsafe work-practice;
- any behaviour that poses a serious risk to the health and safety of any person at the workplace;
- a serious risk to public health, public safety or the environment; or
- any other conduct which may cause loss to nib or be otherwise detrimental to the interests of nib."

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6 Making a report

6.1 Internal Reporting for Employees

Clause 6.1 is replaced as follows:

"Employees may wish to first discuss the matter informally with their direct line manager or human resources advisor in order to determine whether a Reportable Matter has occurred. This is an opportunity to clarify the incident, ask questions and determine whether the matter is covered by this Policy.

Where this is not appropriate, or where the person making a report does not feel comfortable making an internal report, or if after talking with his or her supervisor or human resources advisor s/he continues to have reasonable grounds to believe a Reportable Matter has occurred, the report can be made using nib Group's external independent whistleblower service, FairCall.

A direct line manager or human resources advisor and any other management level employee who receives a report of a Reportable Matter or of retaliation must, as soon as possible, notify the WPO."

6.2 External Hotline Service

Clause 6.2 is replaced as follows:

"A Discloser may make a report to nib's external independent whistleblowing service using any of the following methods:

- calling the hotline number 1800 161 10324 within the Philippines;
- visiting online https://www.kpmgfaircall.kpmg.com.au/NIB; or
- by post to 'The FairCall Manager, PO Box H67 Australia Square, Sydney NSW 1213'.

Calls will be received by the KPMG FairCall service 24 hours a day by either KPMG in Australia or South Africa, depending on the time the call is made by the Discloser. Alternatively, a Discloser may leave a voicemail. If a voicemail is left with sufficient details, KPMG Australia will return the call upon resumption of the hotline's normal business hours. Calls are not recorded. The operators taking the call on this hotline are not associated with nib Group. They are trained and experienced specialists dedicated to dealing with whistleblowers and their concerns. Whistleblowers will be provided with a confidential reference number by the FairCall operator.

The FairCall operator will prepare a report which details the wrongdoing reported by the Whistleblower. All FairCall reports will be forwarded to the WPO for action and/or referral to the WIO.

Reports made under this Policy should describe the grounds for the report and provide as much detail as possible of all relevant facts and supporting documentation (if any).

KPMG will treat all Disclosures in accordance with the attached policy: http://www.kpmg.com/AU/faircallprivacy"

6.7 **Anonymous Reporting**

Clause 6.7 is replaced as follows:

Anonymous Reporting

A report can be made anonymously and the identity of the Discloser shall be kept confidential by nib at all times, unless nib is compelled by law, administrative agency or court order to disclose his/her identity, or if disclosure is absolutely necessary to the prosecution and investigation of a charge arising from a Reportable Matter. nib shall not be accountable for maintaining anonymity where the Discloser has disclosed to others the report or the subject concern.

Reporting in Good Faith

A report may have serious consequences, including potential damage to the career prospects and reputation of people who are the subject of allegations of wrongdoing. Therefore, it is very important that those who make a report under this Policy do so in good faith, with reasonable grounds for believing that the information is correct or likely to be correct.

nib takes very seriously all reports made under this Policy and it looks particularly unfavorably on any false reports or claims. Disciplinary action may be taken against any employee who makes a report that is not in good faith. A report will not be considered to be made in good faith if it is clearly false, frivolous, baseless, raised for a malicious reason or ulterior motive, or if it is not based on facts and/or circumstances that provide a reasonable basis for the report. Repeated reports about trivial matters or matters that are not within the contemplation of the Reportable Matters defined herein may also be considered not to be made in good faith. In the event that the Discloser withdraws a report, the investigation may continue, provided that sufficient evidence is gathered."

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7 Support and Protections Available to Disclosers

Clause 7 is replaced as follows:

"nib shall endeavor to ensure that a Discloser, making a report in good faith and in accordance with this Policy, shall not be subject to any Retaliatory Actions, such as, but not limited to, negative or obstructive actions, reprisals, threats, frivolous or baseless civil and criminal actions, threats of litigation and/or disciplinary action, undue criticism, alienation, negative performance appraisals, discrimination, harassment, dismissal, forced or coerced resignations, suspensions, blacklisting, demotion or prejudice, reduction in salary or benefits, or any other action that may adversely affect the Disclosers rights and interests, simply due to the filing of a Report, whether or not a Report is later on determined as incorrect or unsubstantiated.

However, this Policy will not protect the Discloser if he/she is also involved in or connected to the Reportable Matters *provided*, that the Risk & Reputation Committee may, at its option, provide protection to the Discloser in case it is determined that:

- he/she is the least guilty or culpable;
- he/she will cooperate and participate in the investigation and testify in the appropriate proceedings against the subjects of the Reported Matter; and
- his/her personal knowledge over the material facts of the Reported Matter is essential to prove its existence or occurrence.

A Discloser that has an obligation by way of oath, rule or practice to maintain confidentiality of information shall not be deemed to have committed a breach of confidentiality if he/she makes a report on a Reportable Matter to nib.

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10 Investigating a Report

Clause 10 is replaced as follows:

"Where a report is made in good faith about a matter that comes under this Policy, the WIO will investigate the report. Where the WIO deems necessary, the WIO may use an external investigator to conduct an investigation, either in conjunction with the WIO or independently. Where the WIO deems necessary, the WIO may also use an external expert to assist with an investigation. All investigations will be conducted in a fair and independent manner and all reasonable efforts will be made to preserve confidentiality of an investigation. The investigation, especially if made by an external investigator, shall remain strictly confidential and the results thereof may only be disclosed to the Committee, WIO and WPO, unless otherwise required.

To avoid jeopardizing an investigation, a Discloser who has made a report under this Policy is required to keep confidential the fact that a report has been made (subject to any legal requirements)."

---

11 Fair Treatment of Persons Implicated or Mentioned in a Report

Clause 11 is replaced as follows:

"No action will be taken against employees or officers who are implicated in a report under this Policy until an investigation has determined whether any allegations against them are substantiated. However, an employee or officer who is implicated may be temporarily placed on preventive suspension on full pay whilst an investigation is in process. Any such preventive suspension which shall imposed in accordance with applicable law, should only be for a maximum of 30

days, however, nib may, in its discretion, determine that a shorter or longer suspension may be required under the circumstances. If the investigation determines that the allegations are not substantiated, the employee officer must be immediately reinstated to full duties.

Any disclosures that implicate an employee or officer must be kept confidential, even if the Discloser has consented to the disclosure of their identity, and should only be disclosed to those persons who have a need to know the information for the proper performance of their functions under this Policy, or for the proper investigation of the report. An employee or officer who is implicated in a report has a right to be informed of the allegations against them, and must be given an opportunity to respond to those allegations and provide additional information, if relevant, in the course of an investigation into those allegations (subject to the Discloser's right to anonymity).

Support available for persons implicated in a report under this Policy includes:

- connecting the person with access to the Employee Assistance Program (EAP);
- appointing an independent support person from the People and Culture team to deal with any ongoing concerns they may have; or
- connecting the person with third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636)."

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14 Breach of this Policy

Clause 14 is replaced as follows:

"Any breach of this Policy, such as, but not limited to, reports in bad faith and or commission of Retaliatory Measures, will be taken seriously and may result in counselling and/or disciplinary action under nib's policies and applicable Philippine laws."

References to 'Disclosable Matter'

All other references to a 'Disclosable Matter' in the nib Global Whistleblower Policy shall be replaced with 'Reportable Matter' within the meaning of this Addendum.

Appendix 2

Appendix 2 and any references to Appendix 2 are deleted.

Addendum: Thailand

Whistleblower Policy: Thailand Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for Thailand:

6.2 External Hotline Service

The first paragraph and subsequent bullet points of clause 6.2 are replaced as follows:

"A Whistleblower may make a report to nib's external independent whistleblowing service using any of the following methods:

- calling the hotline number 1800 011 807 within Thailand;
- visiting online https://www.kpmgfaircall.kpmg.com.au/NIB; or
- by post to The Fair Call Manager, PO Box H67 Australia Square, Sydney NSW 1213.

Calls will be received by the KPMG Fair Call service 24 hours a day by either KPMG in Australia or South Africa, depending on the time the call is made by the Discloser. Alternatively, a Discloser may leave a voicemail. If a voicemail is left with sufficient details, KPMG Australia will return the call upon resumption of the hotline's normal business hours. Calls are not recorded. The operators taking the call on this hotline are not associated with nib Group. They are trained and experienced specialists dedicated to dealing with whistleblowers and their concerns. Whistleblowers will be provided with a confidential reference number by the Fair Call operator.

The Fair Call operator will prepare a report which details the wrongdoing reported by the Whistleblower. All Fair Call reports will be forwarded to the WPO for action and/or referral to the WIO.

Reports made under this Policy should describe the grounds for the report and provide as much detail as possible of all relevant facts and supporting documentation (if any).

KPMG will treat all Disclosures in accordance with the attached policy: http://www.kpmg.com/AU/faircallprivacy"

Appendix 2

Appendix 2 and any references to Appendix 2 are deleted.

Addendum: India

Whistleblower Policy: India Addendum

Dated: 12 July 2023

The nib Global Whistleblower Policy is amended as follows for compliance with best practices in India ("**Policy**"). However, other provisions as set out in the Global Whistleblower Policy shall continue to apply *in toto* for India.

3 Who does this Policy apply to?

Clause 3 is replaced as follows:

"Reports can be made under this Policy by anyone who is, or has been, any of the following with respect to nib:

- employees (including permanent, part-time, casual, fixed term or temporary employees, interns, and secondees);
- Directors;
- officers;
- contractors (including employees of contractors);
- suppliers (including employees of suppliers);
- vendors (including employees of vendors); or any third parties in India associated with nib;
- associates;
- consultants.

A Discloser is any of the above individuals who makes a report in accordance with this Policy. Reports can be made by Disclosers against any other employee, officer, director, contractor, supplier, vendor or any other third-party in India associated with nib, associate, or consultant of nib."

4 Matters that should be reported

The second paragraph and subsequent bullet points under Clause 4 are replaced as follows:

"Disclosable Matters include, but are not limited to, any conduct that involves:

- Any civil or criminal offence against, or in contravention of any Indian law;
- a danger to the public or the financial system (even if it does not involve a contravention of a particular law);
- dishonest behaviour;
- malpractice and/ or fraudulent activity or otherwise encouraging

malpractices and/ or any fraudulent activity in any office or branch;

- unlawful, corrupt or irregular use of company funds or practices;

- illegal activities (including theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage against property) or pilferage of proprietary or confidential information or nib's customers;

- misuse or breach of nib's intellectual property rights;

- unethical behavior, including anything that would breach the nib's Code of Conduct (including but not limited to):

  (i) An abuse of authority.
  (ii) Manipulation or falsification of data/records/reports.
  (iii) Leaking confidential or proprietary information acquired in the course of service.
  (iv) An act of discrimination, workplace harassment (including physical or psychological harassment or bullying) or any other violation of human rights.
  (v) Any other ethical, biased, favoured imprudent event.
  (vi) Deliberate concealment of information tending to show any of the above.

- improper or misleading accounting or financial reporting practices or breach of fiduciary responsibility including but not limited to falsification of statutory reports and records, including nib's financial statements and accounting records;

- abuse of power or authority for any unauthorized or ulterior purpose or violation of corporate governance or behaviour that is oppressive, discriminatory or grossly negligent;

- an unsafe work-practice;

- any behaviour that poses a serious risk to the health and safety of any person at the workplace;

- a serious risk to public health, public safety or violation of environmental legislations or damage to others at nib or to the general public;

- causing or threatening to cause Detriment to a Discloser who has made a report under this Policy, or who is believed or suspected to have made or be planning to make a report under this Policy; or

- a breach of a policy on conflict of interest, insider trading policy, related party transactions, anti-bribery and anti-corruption policy or any other internal policy or process of nib;

- any act of abuse, bias, corruption, discrimination, duress, embezzlement, exploitation, favour, imprudence, workplace

harassment (including physical or psychological harassment or bullying), neglect, unethical, waste, wrongdoing;

- any act or omission which causes or likely to cause reputational loss to nib;

- any other conduct which may cause loss to nib or be otherwise detrimental to the interests of nib.

The abovementioned list is only an indicative list, any other concerns and violations can also be reported."

4.1 Personal Work-Related Grievances

The first paragraph of clause 4.1 is replaced as follows:

"Personal work-related grievances are not covered under this Policy and should be reported to your line manager or People and Culture representative in accordance with the Grievance Policy. A "**personal work-related grievance**" means 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. This includes:

- an interpersonal conflict between the Discloser and another employee;
- a decision relating to the engagement, transfer or promotion of the Discloser;
- a decision relating to the terms and conditions of engagement of the Discloser;
- a decision to suspend or terminate the engagement of the Discloser, or otherwise to discipline the Discloser;
- inappropriate administration facilities; and
- complaints of sexual harassment as governed under the Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The last paragraph of clause 4.1 is replaced as follows:

"Reports about personal work-related grievances should be reported to the relevant line manager or People and Culture advisor."

4.3 False Reports

Clause 4.3 is replaced as follows:

"A report may have serious consequences, including potential damage to the career prospects and reputation of people who are the subject of allegations of wrongdoing. Therefore, it is very important that those who make a report under this Policy do so in good faith, with reasonable grounds for believing that the information is correct or likely to be correct.

The reporting of false information is taken very seriously by nib.

Individuals who deliberately or knowingly report false information will not be able to access the protections available under this Policy for Disclosers, or any legal protections, and individuals who are employees, officers or contractors of a nib Group company or in any way engaged with a nib Group company may be subject to disciplinary action or termination of engagement, especially in case of repeated frivolous complaints by any particular Discloser."

6.1 Internal Reporting for Employees

Clause 6.1 is replaced as follows:

"Employees should first report any matters of concern to their direct line manager or People and Culture advisor. This is an opportunity to clarify the incident, ask questions and determine whether the matter comes under this Policy. At all times, these discussions will remain confidential.

Where neither of the above are appropriate, or where the person making a report does not feel comfortable making an internal report, or where an employee has made an internal report, but no action has been taken within a reasonable time, the report can be made using nib Group's external independent whistleblower service, Fair Call."

6.2 External Hotline Service

The first paragraph and subsequent bullet points under clause 6.2 are replaced as follows:

"A Discloser may make a report to nib's external independent whistleblowing service using any of the following methods:

- calling the hotline number 0800 000 402 232 within India.
- calling the hotline number outside of India (refer to Appendix 1).
- visiting online https://www.kpmgfaircall.kpmg.com.au/NIB
- by post to "The Fair Call Manager, PO Box H67 Australia Square, Sydney NSW 1213.

Reports made under this Policy should describe the grounds for the report and provide as much detail as possible of all relevant facts and supporting documentation (if any).

KPMG will treat all Disclosures in accordance with the attached policy: http://www.kpmg.com/AU/faircallprivacy"

6.4 Reporting to Eligible Recipients

Clause 6.4 is replaced as follows:

"If a Discloser is unable to use any of the above reporting channels, a disclosure can be made to an "Eligible Recipient" within the company.

Eligible Recipients in relation to a nib Group company are:

- designated officers;
- Directors;
- senior managers;
- auditor or member of an internal or external audit team conducting an audit; and
- actuaries.

The Discloser must first inform the Eligible Recipient that they wish to make a report under this Policy, so that the Eligible Recipient can make appropriate arrangements in relation to confidentiality.

An Eligible Recipient may direct the Discloser to make the report to the external whistleblowing service, or to the WPO, if they consider it appropriate in the circumstances."

6.5 Other External Reporting Channels

This section of clause 6.5 is replaced as follows:

"nib encourages employees and other Disclosers to make a report to nib in the first instance, so that it can identify and address wrongdoing as early as possible. However, nothing in this Policy shall take away the right and/ or obligation of all Disclosers to report externally any matter described under this Policy or any other crime under Indian law, to either the local law enforcement agencies or the jurisdictional police."

6.7 Anonymous Reporting

The following paragraphs are added to Clause 6.7 as follows:

"All anonymous complaints will be considered for appropriate investigation based on the following factors:

- The seriousness of the concern raised;
- The credibility of the concern;
- The likelihood of confirming that the allegation is raised through reliable sources; and
- The ability of the WPO and WIO to investigate into anonymous complaints.

Information about a Discloser's identity and information that is likely to lead to the identification of the Discloser may be disclosed in the following circumstances:

- If relevant authorities under the applicable law take further legal action on the reported matter, and it becomes necessary for a Discloser to identify himself/ herself;
- If required to do so under applicable law or any enforceable Government request or order;
- Where the information is disclosed to a legal practitioner for the purpose of obtaining legal advice in relation to the operation of

applicable whistleblowing protection laws; or

- Where the Discloser consents."

Clause 7.1(Immunity) *of the global policy will not apply to this Policy.*

7.2 Protection from Detriment

The last paragraph of clause 7.2 is replaced as follows:

"If a Discloser believes they have suffered or may suffer Detriment because they have made a report under this Policy, or if any person has threatened to cause Detriment to them or another person in connection with a report, they should immediately report the matter to a WPO."

Clause 7.3 (Support for Disclosures) *will not apply to this Policy.*

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9 Reports concerning the MD/CEO, WPO, or WIO

The following paragraph is added as the last paragraph to Clause 9:

"If either of the MD/CEO, the WPO, or the WIO of nib Group, have a conflict of interest in a given case, such person shall recuse themselves and the case shall be directed to the Chair of the Board of nib holdings limited for investigation and further action."

10.2 Investigation

The first paragraph of Clause 10.2 is replaced as follows:

To the extent that they include sufficient detail and are able to be investigated, reports of Disclosable Matters made under this Policy will be investigated as soon as possible after the matter has been reported. A report may be investigated by the WIO. Where the WIO deems necessary, the WIO may use an external investigator to conduct an investigation, either in conjunction with the WIO or independently. Where the WIO deems necessary, the WIO may also use an external expert to assist with an investigation. All investigations will be conducted in a fair and independent manner, as is reasonable and appropriate having regard to the nature of the Disclosable Matter and all of the circumstances, and all reasonable efforts will be made to preserve confidentiality of an investigation.

- Where applicable, the subject(s) of the report will be informed of the allegations and have an opportunity to respond.

- Where applicable, the subjects(s) of the report shall have the duty to cooperate during the investigation to the extent that such cooperation will not compromise self-incrimination protections

available under the applicable laws. Evidence shall not be withheld, destroyed or tampered with and witnesses shall not be influenced, coached, threatened or intimidated by the subject(s).

- Where appropriate, the WPO will update the Discloser on the progress of the investigation. A Discloser must keep confidential any details of the investigation, its progress or its outcome.

To avoid jeopardizing an investigation, the Discloser, the subject(s) and everyone involved under a report made under this Policy are required to keep confidential the fact that a report has been made (subject to any legal requirements), and further shall:

- ensure that related matters are not discussed in any informal, social gatherings and/or meetings.
- ensure that related matters are discussed only on a *'need-to-know'* basis to the extent or with persons required for the purpose of completing the process and investigation.
- Not keep any documents, information or papers unattended, at any given instance.

The following paragraphs are added to clause 10.2:

"Where a Discloser wishes to remain anonymous, the Discloser's identity will not be disclosed to the investigator or to any other person. However, this may not apply in a case where an external authority is involved in the investigation. Information that is likely to lead to the identification of the Discloser can be disclosed without the Discloser's consent, provided that:

- It is disclosed for the purpose of reasonably investigating the matter;
- It is disclosed under applicable law; and
- All reasonable steps are taken to reduce the risk that the Discloser will be identified.

The WIO shall not:

- take any statement from a respondent or a witness under duress or coercion; and
- voice- or video-record the investigation without the prior written consent of the person being interviewed and provided that the applicable law permits.

The WIO shall maintain appropriate records of the investigation proceedings at all times. The WIO shall consult with legal practitioners, in the event the Disclosable Matter is required to be reported to the law enforcement agencies."

10.3 Investigation outcomes

The first paragraph of Clause 10.3 is replaced as follows:

The method of documenting and reporting the findings of an investigation will depend on the nature of the report. Where a formal investigation is conducted, the investigator will provide a report to the WPO documenting the investigator's findings. This report must be kept strictly confidential and disclosed only to those who have a need to know the information.

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11 Fair Treatment of Persons Implicated or Mentioned in a Report

The first paragraph in clause 11 is replaced as follows:

"No action will be taken against employees or officers or any persons who are implicated in a report under this Policy until an investigation has determined whether any allegations against them are substantiated. However, an employee or officer or person who is implicated may be temporarily not be permitted to manage the work of the Discloser, or may be temporarily transferred to another office, department or workplace, whilst an investigation is in process, if appropriate in the circumstances. Any such alteration in the reporting structure or temporary transfer may only continue for the duration of the investigation. If the investigation determines that the allegations are not substantiated, the concerned person must be immediately reinstated to full duties and terms of engagement, as prevalent before the investigation."

Appendix 2

Appendix 2 and any references to Appendix 2 are deleted.