

# Whistleblower Policy

Revised Version Approved by the  
Board of Ramsay Health Care Limited  
on 22<sup>nd</sup> February 2022



**Ramsay**  
Health Care

# Policy Title: Whistleblower Policy

All directors and employees of Ramsay Health Care must comply with this policy. Department and Facility Managers should ensure that each Ramsay employee is made aware of the contents of this policy and requirements of this policy.

Key Words: Improper Conduct and whistleblower

## 1. BACKGROUND

Ramsay Health Care Limited (**Ramsay**) is a public company that is listed on the Australian Securities Exchange (**ASX**).

Ramsay is committed to achieving the highest possible standards of service to its employees, patients and other stakeholders in accordance with the 'Ramsay Way'.

The Board and management encourage the reporting of any behaviour, conduct or affairs that are inconsistent with Ramsay's expected standards of conduct and behaviour.

## 2. POLICY PURPOSE

The purpose of this policy is to:

- promote a culture of responsibility in reporting Improper Conduct within the Group;
- explain how to make a report about Improper Conduct;
- outline the protections available for those who make a report;
- outline Ramsay's processes for responding to reports; and
- promote a workplace environment in which everyone feels safe, supported and encouraged to report Improper Conduct.

## 3. DEFINITIONS

**Group** means Ramsay and its wholly owned subsidiaries globally, as well as any other Australian subsidiaries.

**Improper Conduct** means any suspected or actual misconduct or improper state of affairs or circumstances in relation to the Group.

Examples of Improper Conduct include:

- breaches of laws or regulations;
- ill-treatment of a patient;
- a breach of Ramsay's Statement of Delegated Authorities;
- a breach of Ramsay's policies including the Code of Conduct for Employees, Human Rights and Labour Policy and global and domestic Anti-Bribery and Corruption Policies;
- dishonest or unethical behaviour;
- acting on a conflict of interest, for example showing undue favour over a contractual matter or to an applicant for employment where the person is a family member or friend;
- conduct endangering health and safety, or causing actual or likely damage to the environment;
- financial fraud or mismanagement;
- victimisation or harassment;
- conduct likely to damage Ramsay's financial position or reputation;
- conduct that represents a danger to the public or financial system;
- modern slavery in the Group's operations or supply chains; and
- deliberate concealment of any of the above.

Improper Conduct does not generally cover personal work-related grievances. Attachment 1 sets out examples where personal work-related grievances may qualify for legal protections.

**Personal work-related grievances** means grievances relating to an individual's employment that have implications for the individual personally (e.g. disagreements between two employees or a promotion outcome decision). Generally, personal work-related grievances are more effectively addressed by contacting your relevant manager or Human Resources contact.

## 4. SCOPE OF APPLICATION

This policy applies to all current and former directors, officers, employees, associates and suppliers (and employees of suppliers) of the Group. It also covers spouses, relatives or dependants of such persons.

Others, including employees of indirect suppliers, can also use the reporting channels in this policy to raise concerns in relation to modern slavery or breaches of Ramsay's Human Rights and Labour Policy.

For those Ramsay subsidiaries outside of Australia that are not wholly owned or Ramsay related companies that are not controlled by Ramsay (eg. joint venture entities), Ramsay strongly encourages these entities to establish whistleblowing procedures that are consistent with the principles outlined in this policy.

This policy reflects Australian law. Further information regarding the protections afforded under Australian law to persons who make a report is available at Attachment 1 to this policy.

## 5. POLICY STATEMENT

Anyone with information about Improper Conduct is encouraged to report that information to a Recipient.

Ramsay will not tolerate anyone being discouraged from reporting Improper Conduct or being subject to detriment because they want to report Improper Conduct or they have done so. Disciplinary action, up to and including termination of employment or engagement, will be imposed on anyone shown to have caused detriment to a person because they want to, or have, made a report.

## 6. REPORTING IMPROPER CONDUCT

### What should be reported?

You are encouraged to report any Improper Conduct. If you are unsure whether particular conduct meets the definition of Improper Conduct, you should still report it under this policy.

You should provide as much information as possible when reporting Improper Conduct, including details of the Improper Conduct, people involved, dates, locations and if any more evidence may exist.

When making a report, you will be expected to have reasonable grounds to believe the information you are reporting is true, but you will not be penalised even if the information turns out to be incorrect. Obviously, you must not make a report that is known to be untrue or misleading. Where it is found that a person has knowingly made a false report, this will be considered a serious matter and will result in disciplinary action.

### Who should I speak to?

Ramsay encourages individuals to make a report to one of the following Recipients:

- Group General Counsel & Company Secretary;
  - the [Ramsay Whistleblower Hotline](http://www.ramsay.deloitte.com.au) at [www.ramsay.deloitte.com.au](http://www.ramsay.deloitte.com.au);
  - Chief Risk Officer (Global);
  - General Counsel in your jurisdiction; or
  - the Chairman of the Board (if the concern relates to a member of the Global Senior Executive Team),
- each a "**Recipient**".

The contact details of the Recipients can be found on the intranet. You can make your report by email, telephone or in person.

The [Ramsay Whistleblower Hotline](http://www.ramsay.deloitte.com.au) is an independent service that gives employees and other individuals the opportunity to anonymously report Improper Conduct. The Hotline website is accessible at [www.ramsay.deloitte.com.au](http://www.ramsay.deloitte.com.au). Additional contact information (including telephone number, email and postal addresses) is also available at [www.ramsay.deloitte.com.au](http://www.ramsay.deloitte.com.au).

Information about all categories of people to whom you can report Improper Conduct and qualify for protection under Australian law is set out in Attachment 1.

### Deciding whether to make an anonymous report

Ramsay encourages the reporting of Improper Conduct, however we appreciate that making a report can be difficult.

You can make an anonymous report if you do not want to reveal your identity, and you will still be eligible for protections under this policy and applicable laws. However, you are encouraged to provide your name because it will make it easier for Ramsay to investigate and address your report.

If you do not provide your name any investigation will be conducted as best as possible in the circumstances. However, an investigation may not be possible unless sufficient information is provided, and it may make it difficult to offer you the same level of practical support if Ramsay does not know your identity.

You are encouraged to maintain communication after your initial report using your preferred reporting channel. This will allow Ramsay to ask follow-up questions if needed and better understand and investigate your concerns.

If you do provide your name, it will only be disclosed if you provide your consent, or in exceptional circumstances where the disclosure is allowed or required by law (e.g. in dealings with a regulator). If you have concerns about this, you can discuss this with the Recipient.

## **7. RESPONDING TO A REPORT**

Details of how Ramsay considers and investigates reports under this Policy are set out in the Whistleblower Handbook.

Ramsay's response to a report will vary depending on the nature of the report and the amount of information provided. Your report may be addressed and resolved informally (such as assisting employees to change their behaviour) or through formal investigation. In all cases, reports will be treated sensitively, seriously, and objectively.

While making a report does not guarantee a formal investigation, all reports will be properly assessed and considered by Ramsay and a decision made as to whether they should be investigated. If an investigation is undertaken, all employees and contractors must cooperate fully with any investigation. Investigators will be independent from any person to whom the report relates.

Ramsay will treat the person to whom the report relates fairly and any findings will be made on reliable evidence. When appropriate, a person being investigated will be provided with details of the report that involves them (to the extent permitted by law) and given an opportunity to respond. However, should patient care or staff safety be compromised, it is likely that the person against whom allegations have been made will be suspended from duty pending investigation.

## **8. PROTECTIONS FOR PEOPLE WHO REPORT UNDER THIS POLICY:**

### **Protecting the identity of reporters**

Ramsay will look to protect the identity of people who report Improper Conduct. Your identity (and any information Ramsay has because of your report that someone could likely use to work out your identity) will only be disclosed if you consent to Ramsay disclosing that information or the disclosure is allowed or required by law.

### **Protecting reporters from detriment**

No person may cause detriment to someone else (or threaten to do so) because of a belief that person has or will make a report under the Whistleblower Policy. Examples of detriment include varying an employee's role or duties, discrimination or harassment.

All incidents of detrimental conduct must be reported to a Recipient. Ramsay will treat any such incidents very seriously.

Any person involved in detrimental conduct will be subject to disciplinary action. In some circumstances, such behaviour may also be a criminal offence punishable by imprisonment.

### **Other protections available**

Ramsay is committed to making sure that reporters are treated fairly and do not suffer detriment because they report Improper Conduct. The protections offered will depend on things such as the Improper Conduct and people involved. Protections may include the following:

- monitoring and managing the behaviour of other employees;
- relocating employees (which may include the people alleged to have been involved in the Improper Conduct) to a different division, group or office;
- offering reporters a leave of absence or flexible workplace arrangements while a matter is investigated;
- access to Ramsay's Employee Assistance Program (for current employees) and a reporter may also request additional support from Ramsay (such as counselling or other support services); and/or
- rectifying any detriment that the reporter has suffered.

In addition, Ramsay may appoint a Designated Protection Officer to support and help protect the person making a report of Improper Conduct. A Designated Protection Officer will be the reporter's point of contact. They can arrange additional support

for the reporter where needed and can escalate any concerns the reporter has with how their report is being dealt with. Ramsay can only appoint a Designated Protection Officer where a person making a report has agreed to share their identity with the Designated Protection Officer.

Ramsay will look for ways to support all people who make reports, but it will of course not be able to provide non-employees with the same type and level of support that it provides to employees. Where this policy cannot be applied to non-employees (for example, because Ramsay cannot itself offer flexible workplace arrangements to a supplier), Ramsay will still seek to offer as much support as reasonably practicable.

Further information regarding the protections afforded under Australian law to reporters is available at Attachment 1 to this policy.

## **9. AUDIT REVIEW AND REPORTING**

Compliance with this policy will be monitored by the Ramsay Global Risk Management Committee.

The Global Risk Management Committee will receive quarterly updates including on significant breaches and overall metrics, trends and learnings and will report to the Board as appropriate.

The Board will be informed about material incidents outside of scheduled Board reporting as appropriate.

## **10. REVIEW**

This policy will be reviewed from time to time by the Ramsay Group General Counsel & Company Secretary. The policy will be available on Ramsay's public website and intranet.

## **RELATED POLICIES, PROCEDURES & GUIDELINES**

- Ramsay Whistleblower Handbook
- Ramsay Grievance Policy
- Ramsay Performance Management and Disciplinary Policy
- Ramsay Discrimination, Bullying and Harassment Policy
- Global Anti-Bribery & Corruption Policy
- Ramsay Code of Conduct for Employees

## **CONTACT**

Group General Counsel & Company Secretary, Ramsay Health Care Limited

# Attachment 1 – Protections provided by Australian law

## 1. LEGISLATIVE PROTECTIONS

You are encouraged to report Improper Conduct to the Recipients outlined in the Policy and you will be protected as outlined in the Policy if you do.

Australian law also gives special protection to people who report Improper Conduct in other cases, so long as certain conditions are satisfied (for example, you can report Improper Conduct to people other than Recipients).

If you make a “protected disclosure” under the law, you will be entitled to the legal protections outlined in this Attachment.

## 2. PROTECTED DISCLOSURES

Certain information that is disclosed by certain people (being all current and former directors, officers, employees, associates and suppliers (and employees of suppliers) of the Group, as well as spouses, relatives or dependants of such persons) to certain people or organisations is protected by law. Examples include:

Information reported or disclosed	Recipient of disclosed information
<ul style="list-style-type: none"><li>Information about actual or suspected misconduct, or an improper state of affairs or circumstances in relation to Ramsay or a related body corporate</li><li>This includes information that Ramsay or any officer or employee of Ramsay has engaged in conduct that: – contravenes or constitutes an offence under certain legislation (e.g. the Corporations Act); – represents a danger to the public or the financial system; or – constitutes an offence under any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more.</li></ul>	<ul style="list-style-type: none"><li>A person authorised by Ramsay to receive protected disclosures – i.e. Recipients under this policy</li><li>An officer or senior manager of the Group</li><li>An auditor, or a member of an audit team conducting an audit, of the Group</li><li>An actuary of the Group</li><li>ASIC or APRA</li><li>A legal practitioner for the purpose of obtaining legal advice or legal representation</li></ul>
<ul style="list-style-type: none"><li>Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to Ramsay</li></ul>	<ul style="list-style-type: none"><li>Commissioner of Taxation</li></ul>
<ul style="list-style-type: none"><li>Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Ramsay which the employee considers may assist the recipient to perform functions or duties in relation to the tax affairs of Ramsay</li></ul>	<ul style="list-style-type: none"><li>An auditor, or a member of an audit team conducting an audit, of Ramsay</li><li>A registered tax agent or BAS agent who provides tax services or BAS services to Ramsay</li><li>A director, secretary or senior manager of Ramsay</li><li>An employee or officer of Ramsay who has functions or duties that relate to the tax affairs of Ramsay</li></ul>

The law also protects certain disclosures made in “emergency” and “public interest” situations, in which case disclosures can be made to additional recipients. Please contact Ramsay’s Group General Counsel and Company Secretary if you would like more information about emergency and public interest disclosures.

### **Personal work-related grievances**

Legal protection for disclosures about solely personal employment related matters are only available under the law in limited circumstances. A disclosure of a personal work-related grievance will be protected if, in summary:

- it concerns detriment to the reporter because they have or may be considering reporting Improper Conduct under this Policy; or
- it is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistleblowers.

Under the law, a grievance is not a 'personal work-related grievance' if it:

- has significant implications for an entity regulated under the law that do not relate to the reporter;
- concerns conduct, or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws;
- concerns conduct that represents a danger to the public or financial system; or
- concerns conduct prescribed by the regulations of the Corporations Act.

### **3. SPECIFIC PROTECTIONS UNDER THE LAW**

The protections given by the Corporations Act when the conditions are met include:

- compensation for loss, damage or injury suffered as a result of detrimental conduct;
- an injunction to prevent, stop or remedy the effects of the detrimental conduct;
- an order requiring an apology for engaging in the detrimental conduct;
- if the detrimental conduct wholly or partly resulted in the termination of an employee's employment, reinstatement of their position; and
- any other order the court thinks appropriate.

The law also states that if a reporter makes a protected disclosure:

- in some circumstances (e.g. if the disclosure has been made to a regulator) the information provided is not admissible in evidence against the reporter in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information;
- the reporter is not subject to any civil, criminal or administrative liability for making the disclosure; and
- no contractual or other remedy may be enforced or exercised against the reporter on the basis of the disclosure.

