



Whistleblowing Policy

Approved Date: 25 August 2020

POLICY STATEMENT

This policy sets out the process for raising concerns about actual, suspected or anticipated wrongdoings within the Meridian New Zealand Group¹. It sets out what a wrongdoing is, who those wrongdoings can be reported to and how Meridian will address such wrongdoings. Meridian is committed to complying with the laws and practices that protect the rights of people who raise concerns about wrongdoings in or by Meridian, including the Protected Disclosures Act (2000).

PURPOSE OF THIS POLICY

The purpose of the policy is to:

- make employees, directors, contractors, consultants and secondees feel confident about raising concerns regarding actual, suspected or anticipated wrongdoings within Meridian and its subsidiaries, by offering a reporting and investigation mechanism that protects a person making a disclosure from reprisal or disadvantage;
- provide an avenue for Meridian Persons (as defined in section 3 below) to raise these concerns and receive feedback on any actions taken; and
- reassure Meridian Persons that they will be protected from possible reprisals or victimisation if their allegation is made in good faith.

SCOPE AND FIT

This is a Corporate Group Policy. It applies to all directors, employees (including any secondees, contractors or consultants) of the Meridian New Zealand Group ("Meridian Persons").

POLICY DETAIL

Reporting Concerns

Each Meridian Person must use good judgement to enhance trust, respect and the reputation of Meridian, including taking action to prevent the occurrence of a wrongdoing.

To the extent that any Meridian Person becomes aware of any activities of wrongdoing, they should follow the process set out in this policy.

Wrongdoings include:

- any unethical or inappropriate behaviour (including but not limited to physical, verbal or sexual harassment, workplace bullying, discrimination, manipulation or falsification);
- fraudulent or any other illegal behaviour;

- corrupt conduct;
- unsafe work practices;
- conduct involving substantial or serious risk to public health or safety;
- conduct involving substantial or serious risk to the environment;
- a substantial mismanagement of Meridian or the Group's resources;
- any other conduct that could cause loss to the Meridian Group or become detrimental to the Meridian Group; or

If you want to make a disclosure about a wrongdoing, you can report it to any of the following Meridian staff:

- your People Manager;
- General Manager, Human Resources;
- General Counsel or a member of the Legal Team;
- General Manager, Strategy and Finance; or
- Chief Executive

If you want to make a disclosure about a wrongdoing involving the Chief Executive, you can also report it to the Chair of the Meridian Board or the Chair of the Meridian Board's Audit and Risk Subcommittee.

You may make a disclosure at any time in person, by email, post, or by hand.

If you are not comfortable reporting allegations of serious wrongdoing to any of the above individuals, you can call our dedicated whistleblowing number on 0800 327 669 (from New Zealand) or 1800 726 474 (from Australia). Calls to these numbers are managed by the Employee Assistance Program ("EAP") on behalf of Meridian. Calls will be treated confidentially and may be made at any time. The EAP representative will prepare a report of the call and this will be provided to the General Counsel and General Manager, Human Resources to take appropriate action in line with this policy (unless the allegation involves one of those roles, in which case that person will not receive the report).

The Employee Assistance Program general numbers (0800 327 669) (NZ) and 1800 726 474 (Aus) are also available as a source of support for any Meridian Person who has raised concerns under this policy.

If you make a disclosure from or to a Meridian email address, your email may be accessed by certain people within our IT department in accordance with Meridian's other policies. If you are concerned about those limited circumstances in which your email might be accessed, you may prefer to make your disclosure verbally or by mail.

Information to Provide

It is helpful if you are able to provide some or all of the following information when you are reporting a wrongdoing as this will assist in any investigation. However, it is more important that a concern is raised even if not all details are provided.

¹ Flux Federation Limited has its own Whistleblowing Policy.

Information that is helpful to provide as part of your reporting of any serious wrongdoing:

- Nature of the wrongdoing
- Any background to the wrongdoing including dates and history of the issue
- Why you believe the allegation of wrongdoing is true (relying on facts rather than speculation if possible); and
- Any supporting information you may have.

Be aware that the earlier you report a concern, the easier it may be to take action.

Anonymity and Confidentiality

You have the right to report an allegation of wrongdoing anonymously. Meridian is committed to protecting Meridian Persons in making genuine disclosures and all reasonable efforts will be made to ensure that anonymous disclosures remain anonymous. Anonymity cannot be guaranteed in limited circumstances (e.g court orders).

Meridian Persons wishing to report a wrongdoing should be aware that it will be more difficult to investigate and take action in relation to wrongdoing that is reported anonymously. Meridian encourages individuals to put their name to concerns which they raise in case additional information is required further into the investigation. You will be given support if required.

Meridian Persons who make a disclosure about a wrongdoing must at all times keep the information disclosed confidential between themselves and the person to whom they have disclosed the information.

Any information you disclose will be treated confidentially and only shared to the extent necessary to allow the person to whom the disclosure was made or the Chief Executive (as applicable) to conduct a fair and thorough investigation, and to take any remedial action, in accordance with applicable laws.

All Meridian Persons have a duty to cooperate, as required, in the investigation of reports of any potential discrimination, retaliation, threats or harassment resulting from the reporting or investigation of any wrongdoing. However, you may refuse to answer questions that you feel may reveal your identity at any time.

Investigation Process

All whistleblowing complaints will be treated seriously and addressed promptly and discretely (as far as is reasonably possible). Investigation processes will vary depending on the nature of the conduct reported. All investigations must be conducted in a manner that is fair, objective and affords natural justice to all people involved.

Within 20 working days of receipt of the disclosure, the applicable person(s) to whom the disclosure was made must examine seriously the allegations of wrongdoing and decide whether a full investigation is warranted. The disclosure and the evidence provided will be considered in an unbiased and fair manner. A full investigation will generally be warranted unless, for example, the allegation is considered to be frivolous or vexatious or does not concern matters that are wrongdoings under this policy. At the end of the 20 working days, the person to whom the disclosure was made, or the Chief Executive as applicable, will report back to you to advise the outcome of their examination and their decision whether or not to fully investigate the matter.

If warranted, a full investigation will be undertaken by the Chief Executive or their nominee (or in relation to wrongdoing involving the Chief Executive that is reported to the Chair of the Meridian Board or the Chair of the Meridian Board's Audit and Risk Subcommittee, by the Chair of the Meridian Board or the Chair of the Meridian Board's Audit and Risk Subcommittee) as soon as practicably possible.

Those accused of the wrongdoing will have the right to answer the allegation. If you made the allegation other than anonymously, you will also have the right to be heard during the investigation and to be kept informed of progress as appropriate.

Prompt and appropriate corrective action will be taken as determined by the investigator.

If an allegation is made in good faith by a Meridian Person but is not confirmed by the investigation, no action will be taken against the Meridian Person.

If you have concerns with the way the investigation is progressing or the outcome of an investigation there are avenues for you to raise your concerns with an appropriate authority. For more information visit the Office of the Ombudsman website.

Non-Retaliation

It is in Meridian's best interests that Meridian Persons report wrongdoings. Meridian will not tolerate any behaviour that discourages someone from reporting a wrongdoing or is seen as retaliation to a reported wrongdoing.

Allegations of wrongdoings should be made in good faith and not be vexatious or frivolous or without good reason.

You will not face disciplinary actions or be disadvantaged on the grounds that you have reported a wrongdoing in good faith.