



# WHISTLEBLOWER POLICY

Effective Date: 1 July 2025

## 1. BACKGROUND

Perfection Fresh Australia Pty Ltd and each of its related bodies corporate (each and together, **the Perfection Fresh Group or the Group**) is committed to upholding the highest standards of integrity and ethical conduct in our dealings. We are dedicated to maintaining our reputation as an ethical and responsible corporate participant.

We believe that creating a supportive and safe environment where individuals are encouraged to disclose corporate wrongdoing is essential for effective risk management, corporate governance and to support the Group’s long term sustainability.

## 2. PURPOSE

The Group’s Whistleblower Policy is an important tool for helping the Group identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosing this type of conduct.

The purpose of this policy is to:

- describe the protections available where disclosures are made in accordance with the *Corporations Act 2001* (Cth) (**Corporations Act**) and the *Taxation Administration Act 1953* (**Tax Act**);
- encourage more disclosures of wrongdoing;
- help deter wrongdoing;
- ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported;
- ensure disclosures are dealt with appropriately and in a timely manner;
- provide transparency around the Group’s framework for receiving, handling and investigating disclosures;
- support the Group’s Code of Conduct and Values;
- support the Group’s long-term sustainability and reputation; and
- meet the Group’s legal and regulatory obligations.

## 3. WHO THIS POLICY APPLIES TO

This policy applies to all businesses within the Group, including those that operate outside of Australia, and to all individuals identified as eligible whistleblowers in Section 4.

This policy does not form part of any employee’s contract of employment and the Group may amend it at any time.

## 4. WHO CAN MAKE A DISCLOSURE UNDER THIS POLICY

4.1. An individual who is, or has been, in relation to the Group:

- an employee (whether permanent, temporary, casual, part-time or full-time);
- a director or other officer;
- an individual who supplies services or goods to the Group, including labour hire, contractors, consultants, service providers and business partners;

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- an associate; or
- a spouse, dependant or relative of an individual referred to above

**(eligible whistleblower)**

can make reports of Disclosable Matters (see Section 5) in accordance with this policy.

An eligible whistleblower qualifies for protection if they disclose a Disclosable Matter (see Section 5) to an eligible recipient (see Sections 7.2 to 7.4).

## **5. WHAT CAN BE REPORTED UNDER THIS POLICY?**

5.1. Eligible whistleblowers should, and employees of the Group must, make a disclosure under this policy if they reasonably suspect that misconduct or an improper state of affairs or circumstances exists in relation to the Group, including where that misconduct or improper state of affairs or circumstances:

- a) constitutes an offence against, or a contravention of, any provision of the Corporations Act or any other law enforced by the Australian Securities and Investments Commission (**ASIC**) or the Australian Prudential Regulation Authority (**APRA**);
- b) constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- c) represents a danger to the public or the financial system (even if this conduct does not involve a breach of a particular law); or
- d) relates to the tax affairs of the Group

(each a **Disclosable Matter**).

5.2. Without limiting the type of conduct that can be disclosed under this policy, examples of conduct that is appropriate to disclose under this policy includes:

- a) illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property;
- b) fraud, money laundering or misappropriation of funds;
- c) offering or accepting a bribe;
- d) financial irregularities;
- e) failure to comply with, or breach of, legal or regulatory requirements; and
- f) engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.

5.3. Although an individual may still qualify for protection even if their disclosure turns out to be incorrect, they must have reasonable grounds to suspect that the information disclosed has occurred or is occurring within the Group. An individual who makes false disclosures, particularly for improper or ulterior purposes, may be subject to disciplinary action.

## **6. WHAT SHOULD NOT BE REPORTED UNDER THIS POLICY**

6.1. Subject to the exceptions in Section 6.2, a Disclosable Matter does not include a personal work-related grievance, which concerns a grievance in relation to a whistleblower's employment or former employment with the Group that has implications for the whistleblower personally. Examples of a personal work-related grievance include complaints an employee or former employee may hold concerning:

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- a) a decision about the terms and conditions of their employment;
- b) a decision about their engagement, transfer or promotion;
- c) a decision about any disciplinary or performance management process;
- d) a decision to suspend or terminate their employment; or
- e) an interpersonal conflict with another employee.

Personal work-related grievances do not qualify for protection under the Corporations Act or Tax Act, should be raised with line managers or with a member of the human resources team, and will be dealt with under the complaint procedures outlined in the Group's Discrimination, Bullying & Harassment Policy.

6.2. A personal work-related grievance that has significant implications for the Group, and wider ramifications than for the whistleblower personally, may be appropriate to disclose under this policy as a Disclosable Matter. Similarly, where the grievance relates to detrimental conduct suffered by the whistleblower because of making a previous whistleblower disclosure, or seeking legal advice about whistleblower protections, the matter should be reported under this whistleblower policy as a Disclosable Matter. Without limiting the types of matters, examples of personal work-related grievances that could be reported as a Disclosable Matter under this policy include:

- a) mixed reports, for instance where a concern regarding corporate misconduct or wrongdoing is accompanied by a personal work-related grievance, or a personal work-related grievance includes information about corporate misconduct or wrongdoing; and
- b) where the matter suggests a behaviour or conduct extending beyond the individual's personal circumstances, for instance an individual claim of bullying has indicated that there may be a more general culture of bullying or harassment within the Group.

## 7. HOW SHOULD DISCLOSURES UNDER THIS POLICY BE MADE

7.1. Whistleblowers should, in the first instance, report Disclosable Matters through the Group's online 'Speak Safely' platform (**Speak Safely**), which:

- a) allows whistleblowers to nominate a Designated Disclosure Officer (see Section 7.2) to whom their disclosure will be made;
- b) enables disclosures to be made anonymously, confidentially and outside of business hours;
- c) provides a means for the Group to continue to communicate with the whistleblower in circumstances where the whistleblower wishes to remain anonymous; and
- d) allows the Group to identify and address wrongdoing as early as possible.

Speak Safely can be accessed through the Group's intranet page or through this link: <https://perfection.elker.com/report>

7.2. The Group has designated the following individuals as 'eligible recipients' to receive reports of Disclosable Matters (**Designated Disclosure Officers**). We strongly encourage whistleblowers to use Speak Safely to contact Designated Disclosure Officers; however they can also be contacted directly using the details below:

Louise Fitzpatrick (**Whistleblower Officer**)  
General Counsel & Head of Compliance  
[louise.fitzpatrick@perfection.com.au](mailto:louise.fitzpatrick@perfection.com.au)  
+61 474 701 557

Dominic Welfare  
Chief People & Safety Officer  
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- 7.3. Eligible whistleblowers are also protected where reports of Disclosable Matters are made to the following ‘eligible recipients’:
- a) Where the matter does not involve the tax affairs of the Group, raising it with:
    - any director, company secretary or senior manager of the Group (including members of the C-Suite);
    - the Group’s appointed auditor, ASIC ([Whistleblowing | ASIC](#)), APRA ([Become a whistleblower | APRA](#)) or other Commonwealth body prescribed by regulation (without making a prior disclosure to the Group); or
    - in limited circumstances involving an emergency or public interest disclosure, to the media or a Member of Parliament (prior disclosure must have previously been made, and written notice provided, to ASIC or APRA. Independent legal advice should be sought before making an emergency or public interest disclosure).
  - b) Where the matter involves the tax affairs of the Group, raising it with:
    - a director, company secretary or senior manager of the Group (including members of the C-Suite); or
    - the Group’s appointed auditor, registered tax or business activity statements agent, or the Commissioner of Taxation ([Tax whistleblowers | Australian Taxation Office](#)) (without making a prior disclosure to the Group).
- 7.4. Disclosures made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act and the Tax Act are also protected, even if the legal practitioner concludes that the disclosure is not a Disclosable Matter or the discloser is not an eligible whistleblower.
- 7.5. When making a report about a Disclosable Matter, the following information should be provided where possible in a clear and factual way, to assist the Group in handling the disclosure appropriately:
- a) the whistleblower’s full name and preferred contact details. While there is no requirement for a whistleblower to provide these details, and disclosures can be made anonymously (see Section 8), if comfortable doing so this information greatly assists the Group to investigate the Disclosable Matter and to provide the whistleblower with appropriate protections from detrimental conduct;
  - b) the entity, division or department which the Disclosable Matter relates to;
  - c) the nature of the alleged wrongdoing including, where relevant, details of the person believed to have committed the wrongdoing, or is aware of, or involved in, the wrongdoing;
  - d) when and where the wrongdoing occurred;
  - e) anyone else who may verify the claim, or possible witnesses;
  - f) if the whistleblower is concerned about any possible victimisation or acts of reprisal for reporting the matter, or has been subject to detrimental conduct for a previous report of a Disclosable Matter, and is seeking any assistance or support from the Group; and
  - g) any supporting information (for instance, emails, documents, text messages, file notes, photos).

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**8. ANONYMOUS DISCLOSURES**

- 8.1. Disclosures of Disclosable Matters can be made anonymously and a whistleblower may choose to remain anonymous, including during any investigation into the disclosure. Speak Safely enables anonymous disclosures to be made, and also allows for ongoing anonymous communication via encrypted two-way chat. Speak Safely is available outside of the Perfection Fresh network and we recommend accessing it from a personal rather than work device if you wish to remain anonymous.
- 8.2. If the disclosure is not made anonymously, or an anonymous whistleblower consents to limited disclosure of their identity (for instance, to the Whistleblower Officer and an investigator), the Group will take all reasonable steps to ensure that the whistleblower’s identity remains confidential in accordance with Section 9.

**9. CONFIDENTIALITY OF A WHISTLEBLOWER’S IDENTITY**

- 9.1. Where a disclosure received under this policy is a protected disclosure under the Corporations Act or the Tax Act, the confidentiality of a whistleblower’s identity is protected under the whistleblower protection regimes in those statutes, which include statutory sanctions and remedies where confidentiality is breached.
- 9.2. The Group will take the following steps to ensure the confidentiality of the identity of an eligible whistleblower’s identity:
  - a) The person receiving the disclosure will seek permission from the whistleblower to share their identity with the Whistleblower Officer and, if appropriate, the Audit and Risk Committee, some or all of the Board of Directors, and a restricted number of persons who may be involved in managing or investigating the disclosure. Only these people will be made aware of the whistleblower’s identity (subject to the whistleblower’s consent) or information that is likely to lead to the identification of the whistleblower.
  - b) Where a whistleblower does not give permission to share their identity, the person receiving the disclosure will disclose the information contained in the disclosure only if:
    - the information does not disclose the whistleblower’s identity;
    - they have taken all reasonable steps to reduce the risk that the whistleblower will be identified from the information; and
    - it is reasonably necessary for investigating or reporting on the issues raised in the disclosure.
  - c) Information relating to the disclosure will be stored confidentially and securely in Speak Safely and other secure document storage systems used by the Group, and only available for access by authorised users.
- 9.3. Whistleblowers making a disclosure under this policy should be aware that people may be able to guess or establish their identity where they:
  - a) have mentioned to other people they are considering making a disclosure;
  - b) have complained or raised concerns with other people about the subject matter of the disclosure;
  - c) are one of a very small number of people with access to the information the subject of the disclosure; or
  - d) are disclosing information that has been told to them privately and in confidence.

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**10. INVESTIGATION OF DISCLOSURES**

- 10.1. After receiving a disclosure from a whistleblower under this policy, a recipient of the disclosure will, subject to the confidentiality provisions in Section 9, notify the Whistleblower Officer who will:
- a) determine whether the disclosure:
    - falls within the scope of this policy or whether it is more appropriately managed under another workplace policy;
    - triggers a requirement for the Group to seek legal advice in respect of its legal obligations; and
    - should be investigated, and by whom;
  - b) assess the risk of any detrimental conduct to the whistleblower, or any other person, because the disclosure has been made; and
  - c) determine whether the disclosure is sufficiently serious to notify:
    - the Audit and Risk Committee or some or all of the Board of Directors; and
    - in consultation with the Board of Directors, an external entity including a regulator or law enforcement agency (the Whistleblower Officer may disclose the identity of a whistleblower to ASIC, APRA or a member of the Australian Federal Police).
- 10.2. In certain situations, it will be appropriate for the recipient of a disclosure to report a disclosure directly to the Audit and Risk Committee or some or all of the Board of Directors, and for the assessment detailed in Section 10.1 to be performed by the Audit and Risk Committee or some or all of the Board of Directors, including when the disclosure relates to:
- a) a director of the Group;
  - b) a member of the Group’s C-Suite; or
  - c) the Group’s appointed auditor.
- 10.3. Where it is determined that the matter should be investigated, the investigation process will depend on the nature of the matter being investigated, including whether a factual investigation of the matter will be conducted under legal professional privilege to assist a legal practitioner to provide the Group with legal advice. The object of an investigation into a disclosure is to determine whether there is enough evidence to substantiate or refute the matters reported.
- 10.4. Where the disclosure is investigated, the investigation will be thorough, objective, fair, and preserve the confidentiality of the whistleblower in accordance with Section 9.
- 10.5. Subject to a claim of privilege or self-incrimination, all employees of the Group, and all persons providing services as a contractor, consultant or labour hire worker to the Group, are required to cooperate with any investigation carried out under this policy, including by providing relevant documents and information.
- 10.6. Depending on the extent of the whistleblower’s consent to disclosing their identity, the whistleblower may be contacted for further information.
- 10.7. If the disclosure was made anonymously, and the whistleblower:
- a) has not maintained two-way communication with the Group, the assessment of the disclosure, any decision to undertake an investigation, and the conduct of any investigation will be based on the information provided by the whistleblower; or

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- b) has maintained two-way communication with the Group, the whistleblower can refuse to answer questions they feel could reveal their identity at any time, including during any follow-up conversation about, or investigation into, the disclosure.

10.8. An investigator appointed under Section 10.3 will document the nature and scope of their investigation and findings in a report, maintaining confidentiality in accordance with Section 9. Where appropriate, the whistleblower will be provided with information regarding the progress and outcome of, and actions arising from, any investigation.

10.9. The Group will ensure all records forming part of an investigation are kept confidential and stored securely in accordance with the Group's confidentiality obligations under 9, and the Corporations Act and Tax Act as appropriate.

## 11. FAIR TREATMENT OF PERSONS NAMED IN A DISCLOSURE

11.1. The Group will ensure the fair treatment of employees mentioned in a disclosure made under this policy and will:

- a) to the extent that it is practical and appropriate in the circumstances, handle all disclosures confidentially;
- b) assess each disclosure on its merits and investigate as appropriate, in accordance with Section 10;
- c) advise an employee who is the subject of a disclosure as and when required by principles of natural justice and procedural fairness, and where appropriate having regard to the nature of the disclosure, prior to:
  - any external actions being taken, such as referring the disclosure to a regulator or law enforcement agency; and
  - commencing a formal investigation;
- d) advise when conduct raised in a disclosure, if proven, could lead to allegations of misconduct being made against an employee the subject of a disclosure, leading to possible disciplinary consequences, including termination of employment; and
- e) advise the outcome of any investigation into the disclosure, however will not provide a copy of the investigation report or associated material.

## 12. PROTECTION AGAINST DETRIMENTAL CONDUCT

12.1. A person cannot:

- a) engage in conduct that causes detriment to a whistleblower (or another person) if:
  - the person believes or suspects that the whistleblower (or another person) made, may have made, proposes to make, or could make, a disclosure that qualifies for protection under the Corporations Law or Tax Act; and
  - the belief or suspicion is the reason, or part of the reason, for the conduct; or
- b) threaten to cause detriment to a whistleblower (or another person) in relation to a disclosure that qualifies for protection under the Corporations Act or Tax Act. A threat may be implied, conditional, or unconditional.

12.2. Examples of detrimental conduct include:

- a) dismissal or discrimination of an employee;

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- b) alteration of an employee's position or duties to their disadvantage;
- c) harassment or intimidation of a person;
- d) harm or injury to a person, including psychological harm; and
- e) damage to a person, their property, reputation, business or financial position.

12.3. As soon as possible after receiving notification of a disclosure under this policy, the Whistleblower Officer (or, where relevant, the Audit and Risk Committee or all or some of the Board of Directors) will assess the risk of detriment to the whistleblower or other person arising from the disclosure. Where appropriate, strategies will be developed to:

- a) explain the support services available to the whistleblower and other persons;
- b) assist the whistleblower and any other person to manage the stress, time and performance impacts resulting from the disclosure or its investigation;
- c) protect the whistleblower or any other person from detriment, such as permitting the performance of work from another location, assignment to another role, modifications to the workplace or reporting lines;
- d) remind those managing and handling the disclosure and its investigation about their obligations in respect of confidentiality, detrimental conduct, managing conflicts of interest, and the fair treatment of the whistleblower and others mentioned in the disclosure; and
- e) to the extent reasonable in the circumstances, remedy the effects of any detriment already suffered.

12.4. Reasonable management and administrative action conducted in a reasonable manner by the Group will not constitute detrimental conduct against a whistleblower or another person, including (but not limited to):

- a) management or administrative action taken to protect the whistleblower or another person from detriment; and
- b) performance management or disciplinary processes conducted in accordance with the Group's workplace policies.

12.5. A whistleblower or other person who believes they have suffered detriment in the circumstances described in Section 12.1 should do any of the following:

- a) report their concern in accordance with the reporting procedures identified in Section 7;
- b) seek assistance from the Whistleblower Officer; and/or
- c) seek independent legal advice.

12.6. A whistleblower or other person who has suffered loss because of detriment suffered in the circumstances described in Section 12.1 can seek compensation and other remedies through the courts.

### 13. OTHER PROTECTIONS AVAILABLE TO WHISTLEBLOWERS

13.1. Where an eligible whistleblower makes a disclosure that qualifies for protection under the Corporations Act or Tax Act, the whistleblower is protected from any of the following in relation to the disclosure:

- a) civil liability (for instance, legal action against the whistleblower for breach of an employment contract, duty of confidentiality or another contractual obligation);
- b) criminal liability (for instance, the attempted prosecution of the whistleblower for unlawfully releasing information, or other use of the disclosure against the whistleblower in a

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- prosecution, other than making a false disclosure; and
- c) administrative liability (for instance, disciplinary action for making the disclosure).

- 13.2. However, the protections available to whistleblowers who make a disclosure qualifying for protection under the Corporations Law and the Tax Act do not grant the whistleblower immunity for any misconduct the whistleblower has engaged in that is revealed in their disclosure.
- 13.3. Whistleblowers may also have access to other statutory protections under the *Fair Work Act 2009* (Cth), anti-discrimination and equal opportunity legislation, and under the common law and their contracts of employment or engagement with the Group.

#### 14. COMMUNICATION AND AWARENESS OF THIS POLICY

- 14.1. The Group will make this policy available to all officers and employees of the Group.
- 14.2. This policy will be disseminated throughout the Group, including by:
- a) making it available on the Group's staff intranet;
  - b) making it available on Speak Safely;
  - c) facilitating staff briefing sessions;
  - d) posting information regarding the policy, and where to access a full copy of it, on staff noticeboards; and
  - e) incorporating the policy in employee and contractor induction packs and training for new starters.

#### 15. BREACHES OF THIS POLICY

- 15.1. Any employee who breaches this policy, including breaching an obligation to keep a whistleblower's identity confidential, refusing to participate or cooperate with an investigation into a whistleblower disclosure, or engaging in detrimental conduct against a whistleblower or another person, will face a disciplinary process in accordance with the Group's workplace policies, which could result in the termination of their employment.
- 15.2. The Group may terminate its relationship with other individuals and entities providing goods or services to the Group if they breach this policy.

#### 16. MONITORING AND REVIEWING THIS POLICY

- 16.1. The Group is committed to monitoring and reviewing the effectiveness of this policy and its related processes and procedures.
- 16.2. The Whistleblower Officer will provide quarterly reports to the Board of Directors (subject to the confidentiality provisions in Section 9) on disclosures made under this policy.
- 16.3. The Audit and Risk Committee will periodically review this policy and its related processes and procedures, and implement any changes to rectify issues identified from its review in a timely manner.

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**17. WHAT IF I AM NOT SURE WHETHER MY DISCLOSURE FALLS UNDER THIS POLICY**

- 17.1. Individuals are encouraged to:
- a) ask questions about this policy, including if they are unsure:
    - whether they are covered by this policy;
    - whether their concern qualifies as a Disclosable Matter; or
    - to whom they should make a disclosure; and
  - b) raise general concerns about the Group, even if they may not constitute a Disclosable Matter.
- 17.2. Any questions, concerns and disclosures should be raised through Speak Safely, which allows for:
- a) reports on Disclosable Matters to be made under the ‘Whistleblowing’ section of the platform; and
  - b) reports on general concerns about the Group to be made under the ‘Raise a concern’ section of the platform.
- 17.3. Where disclosures are not made under this policy i.e. they are not disclosures by eligible whistleblowers about Disclosable Matters, the protections of the Corporations Act and Tax Act do not apply. Nevertheless, the Group will use its best endeavours to:
- a) protect the discloser’s identity in accordance with Section 9; and
  - b) protect the discloser from detrimental conduct in accordance with Section 12.

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