



**CEC GROUP LIMITED**  
**ABN 84 010 025 831**

**WHISTLEBLOWER PROTECTION POLICY**

**DATE: 25 JUNE 2009**

WHISTLEBLOWER PROTECTION POLICY

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## **WHISTLEBLOWER PROTECTION POLICY**

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### **1. COMMITMENT**

CEC Group is committed to upholding the values and behaviour outlined in the Company's "Code of Conduct" including complying with all applicable laws and practices.

### **2. PURPOSE**

The purpose of this Policy is to encourage the reporting, as required under our Code of Conduct of anyone suspected of fraud or corrupt conduct or any other form of inappropriate behaviour (reportable conduct).

While this would generally be through the normal channels of line management, there may be times where an employee or contractor believes it is inappropriate or difficult for matters to be reported through these channels. In these cases it is important that employees or contractors have another avenue through which to express their concerns in order to protect their identity.

### **3. APPLICATION**

The protection of this Policy applies to all full time and part time staff and to contractors.

In respect of reports relating to specific breaches of Australian Corporations law, a whistleblower will have legal protection. Details of this specific protection are in Appendix A.

### **4. DEFINITION OF WHISTLEBLOWER**

A director, manager, employee or contractor of the Company who wishes to report conduct they believe is in breach of our 'Code of Conduct' or in breach of the law and where the individual perceives a need to avail themselves of protection against reprisal for having made the report. A whistleblower may or may not elect to remain anonymous.

### **5. WHAT TO REPORT**

Any suspected fraud, corrupt conduct, inappropriate behaviour or illegal activity involving the Company or its employees in any way. These concerns must have some reasonable foundation for being raised.

### **6. WHO TO REPORT TO**

The Internal Audit Manager is the person to whom matters should be reported in the first instance. If the individual feels uncomfortable reporting the matter to the Internal Audit Manager, a number of people may be contacted directly by phone, letter or e-mail in the utmost confidence. The people identified in Appendix A have agreed to accept reports in these circumstances.

### **7. CONFIDENTIALITY**

In addition to our legal obligations, the Company extends its assurance of confidentiality to all other matters. All information received in respect of other reportable conduct will be held in strictest confidence and, where clearly desired by the individual, the identity of the person will not be disclosed without permission.

### **8. INVESTIGATION**

The investigating officer will ensure that all reports are investigated promptly and appropriately. In this regard the officer will assume no guilt on the part of any party until proven otherwise. Where any wrongdoing is uncovered, the officer will apply the guidelines of the Code of Conduct.

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If there are concerns as to the safety of the whistleblower, he or she may request leave of absence or a temporary change of workplace. Such requests will be given appropriate consideration.

**9. FEEDBACK**

Where an individual reports suspected reportable conduct, the whistleblower will receive feedback on the progress of the investigation and whether anything has come to light that may give them cause for concern.

**10. PROTECTION**

The Company is committed to ensuring that any individual is not disadvantaged in any way from validly raising concerns about suspected reportable behaviour. In particular, such a person will not be disadvantaged by dismissal, demotion, harassment, discrimination or bias.

This would not, however, apply where the reported incident is found to be baseless and the reporting is deemed to be malicious. The directors and Audit and Risk Management Committee Chairman will make this determination.

If the whistleblower feels that reprisals have been taken, the individual can appeal through any one of the officers identified in Appendix A or to the Audit, Risk & Compliance Committee.

**11. PENALTIES FOR BREACH OF THIS POLICY**

Where any Officer, employee or contractor of CEC breaches this policy, this will be considered a breach of the Code of Conduct and dealt with as such.

**12. WORKPLACE HARRASMENT POLICY**

If you have a reportable grievance under the Working Together Policy or the Grievance Policy, then you should report the grievance under the terms of those policies. CEC is unable to offer you anonymity in relation to such grievances because, for procedural fairness, the person who you report must be given an opportunity to present his or her version of the circumstances. You are protected by the Policy if you are a witness to an incident and you report your concerns to management.

Approved by the CEC Group Limited Board on 24 February 2009.

This Policy has been formally accepted and approved:

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Chairman: CEC Group Limited Board of Directors

Date:

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Chairman: CEC Group Limited - Audit and Risk Management Committee

Date:

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**APPENDIX A**

The Corporations Act provides a whistleblower protection, if they report a contravention or suspected contravention of the Corporations legislation to the Australian Securities and Investments Commission, the Company's auditor (KPMG), a Director or other authorised person\* where:

- ⊕ • they have reasonable grounds to suspect the disclosure indicates a contravention of the Corporations legislation;
- ⊕ • the disclosure is made in good faith; and
- ⊕ • before making the disclosure, the individual provides their name to the person to whom they are disclosing the information.

Without the individual's consent, the person to whom the information is disclosed, cannot under law, disclose the information, or the individual's identity to any other person in the Company.

The authorised officers with whom individuals can discuss such matters are:

<b>NAME</b>	<b>POSITION</b>	<b>TELEPHONE</b>
Bruce Peden	Audit and Risk Management Committee Chairman	0419 024 218
Warren Entsch	Independent Director	0427 585 668
Roy Lavis	CEO	0418 772 124
Kevin Lubbe	Company Secretary	0407 585 540