



Whistleblower Policy

1 Introduction

Quanta is committed to providing an open environment in which concerns relating to misconduct, or an improper state of affairs or circumstances, by Quanta personnel can be reported without fear of detriment.

This policy outlines how Quanta will manage whistleblower disclosures that qualify for protection under the *Corporations Act 2001* and *Taxation Administration Act 1953* (**Whistleblower Legislation**).

Reference to Quanta shall include Quanta Services Australia Pty Ltd and all related bodies corporate (as defined in the *Corporations Act 2001*) operating in Australia, including any other companies which may be subsequently acquired by Quanta after 1 January 2020.

As at 1 January 2021, these companies include:

- Nacap Pty Ltd
- Consolidated Power Projects Australia Pty Ltd
- Enscope Pty Ltd
- Quanta Power Australia Pty Ltd

Quanta officers and employees will be expected to adhere to this policy. However, this policy is not intended to and shall not form part of any contract of employment between Quanta and any individual.

This policy is made available to all officers and employees of Quanta.

2 Scope

This policy applies to all officers and employees of Quanta (whether full time, part time or casual) including executives, managers, staff, contractors, consultants, volunteers and interns (whether paid or unpaid). It extends to clients and suppliers of Quanta.

A whistleblower disclosure will qualify for protection under Whistleblower Legislation and this policy if:

- (a) the disclosure is made by an 'eligible whistleblower' (see 3.1);
- (b) the subject matter of the disclosure concerns a 'disclosable matter' (see 4.1); and
- (c) the disclosure is made to an 'eligible recipient' (see 5.1), or to an external body authorised by Whistleblower Legislation to receive whistleblower disclosures (see 5.2).

All other grievances and complaints will be managed pursuant to the applicable policies of each Quanta operating company or other applicable workplace policies. Further information in relation to such policies can be obtained from the Human Resources Manager of the applicable Quanta operating company.

3 Who can make a whistleblower disclosure?

3.1 Eligible whistleblowers

To qualify for protection under Whistleblower Legislation and this policy, the individual making the disclosure must be an 'eligible whistleblower'.

An eligible whistleblower is someone who is, or has been:

- (a) an officer or employee of Quanta;

- (b) a supplier of goods or services to Quanta (including on an unpaid basis), or an employee of such a supplier; or
- (c) a relative or dependant of any of the above.

4 What can a whistleblower disclosure be about?

4.1 Disclosable matters

The subject matter of a whistleblower disclosure must concern one or more 'disclosable matters'.

A disclosable matter is one in which the discloser has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances, in relation to Quanta.

This includes (but is not limited to) information that indicates that an officer or employee of Quanta has engaged in conduct that:

- (a) constitutes an offence against any other Commonwealth law punishable by more than 12 months' prison;
- (b) represents a danger to public safety or to the financial system; or
- (c) constitutes an offence under, or contravention of any of the following legislation (or any instrument made under them):
 - *Corporations Act 2001*
 - *Banking Act 1959*
 - *Australian Securities and Investments Commission Act 2001*
 - *Life Insurance Act 1995*
 - *Financial Sector (Collection of Data) Act 2001*
 - *National Consumer Credit Protection Act 2009*
 - *Superannuation Industry (Supervision Act) 1993.*

4.2 Personal work-related grievances

Whistleblower protections do not apply to disclosures that relate solely to personal work-related grievances. Personal work-related grievances are those that concern the discloser's current or former employment and have, or tend to have, implications for the discloser personally, but do not have significant implications for Quanta and do not relate to conduct of the kind described in 4.1.

For example, a personal work-related grievance may concern an interpersonal conflict between two employees, the terms of an individual's employment, or a decision relating to an individual's employment such as a transfer, promotion, or disciplinary action (including termination).

A disclosure about, or including, a personal work-related grievance will still qualify for protection if:

- the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances, or the disclosure indicates Quanta has engaged in conduct of the kind described in 4.1;
- the disclosure concerns both a personal work-related grievance and a 'disclosable matter' (mixed report);
- the disclosure indicates that the discloser has suffered from or is threatened with detriment for making a whistleblower report; or
- the discloser makes the disclosure while seeking legal advice or representation about the operation of the whistle-blower protections under the legislation.

5 To whom can I make a disclosure?

5.1 Internal disclosures to 'eligible recipients'

To qualify for whistleblower protections, the disclosure must be made to an 'eligible recipient'.

'Eligible recipients' include:

- (a) officers and senior managers of Quanta, as defined in the Corporations Act 2001;
- (b) a member of an audit team conducting an audit of Quanta, or an actuary;
- (c) a registered tax or BAS agent (if any) of Quanta, or an employee of Quanta who has functions or duties that relate to the tax affairs of Quanta, if the disclosure relates to Quanta's tax affairs; and
- (d) any person authorised by Quanta to receive a whistleblower disclosure (see Table 5.1.1 below).

Table 5.1.1 – persons authorised by Quanta to receive whistleblower disclosures

Name & Position	Contact address:	Telephone	Email
Rick Boreham, Chief Operating Officer, QSA	Level 1, 599 Doncaster Road, Doncaster VIC 3108	03 8848 1811	r.boreham@quantaservices.com
Robert Bateman, VP – Commercial and General Counsel, QSA	As above	03 8848 1825	r.bateman@quantaservices.com

5.2 Ethics HelpLine

Disclosures may also be made via Ethics HelpLine, a confidential hotline hosted by a third party hotline provider, EthicsPoint. Information provided to Ethics HelpLine will be sent to Quanta by EthicsPoint, on a confidential and anonymous basis, if the discloser should choose. Quanta may then investigate the report and take necessary action.

Disclosures to the Ethics Helpline can be made:

- (a) online by accessing the following website: www.QuantaEthicsHelpline.com; or
- (b) via telephone by calling the Australian Helpline on 1800 683 145.

5.3 External disclosures to ASIC, APRA or the Commissioner of Taxation

A person can make a disclosure directly to the Australian Securities and Investment Commission (ASIC), the Australian Prudential Regulation Authority (APRA) or to the Commissioner of Taxation (if the disclosure relates to Quanta's tax affairs) and qualify for protection under Whistleblower Legislation without making a prior disclosure to Quanta.

For more information, please visit the ASIC, APRA or the Australian Taxation Office website.

5.4 Public interest and emergency disclosures

In certain public interest or emergency circumstances, a whistleblower disclosure may be made to a Member of Parliament or journalist. A discloser may wish to contact one of the eligible recipients listed in table 5.1.1, or a legal practitioner, to obtain assistance in understanding the criteria for making a public interest/emergency disclosure prior to making such a disclosure.

5.5 **Disclosure to a lawyer**

A disclosure made to a legal practitioner for the purpose of obtaining legal advice or representation in relation to the operation of Whistleblower Legislation will also be protected.

6 **How can I make a disclosure?**

A disclosure can be made to an eligible recipient via any method, although a disclosure in writing is preferred. Any correspondence sent to an eligible recipient should be marked '**Strictly Confidential**'.

Disclosures made to Ethics HelpLine may be done so online or via telephone in accordance with 5.2.

6.1 **Information to include in a whistleblower disclosure**

A whistleblower disclosure should include reasonable detail to assist the eligible recipient to determine the best course of action. For example, a disclosure should specify when and where the relevant events occurred, details of those involved, and any supporting information or documents that may assist an investigation (e.g. file notes, emails, photographs).

Allegations of misconduct or an improper state of affairs should be supported by evidence of some kind, however a whistleblower will not need to prove their allegation(s).

6.2 **Anonymous disclosure**

Whistleblower disclosures can be made anonymously or through a pseudonym, although this may make it difficult to investigate a whistleblower disclosure as the investigator will not be able to contact the whistleblower for further information (if required).

All persons involved in an assessment or investigation will be required to keep the whistleblower's identity confidential, subject to a few exceptions outlined in 8.1. A whistleblower can refuse to answer questions that they feel could reveal their identity during follow-up conversations.

7 **How Quanta handles whistleblower disclosures**

7.1 **Assessment and investigation**

All whistleblower disclosures will be assessed and may be the subject of an investigation.

An investigation may be conducted by an employee or officer of Quanta or by an external body, and may involve third parties such as lawyers, accountants, consultants or specialist forensic investigators.

The approach taken will turn on the nature and substance of the report and an assessment of what is appropriate in the circumstances.

Quanta is committed to ensuring investigations are fair, independent and objective. Any individual mentioned in a whistleblower disclosure, or to whom such disclosures relate, will not be involved in the assessment or investigation.

Once an investigation is complete, Quanta may take action to address any proven misconduct. The particular action taken will turn on the nature and seriousness of the misconduct.

If an investigation does not reveal misconduct of the kind described in 4.1, it is possible that no further action will be taken. If the investigation reveals some other form of misconduct, such as a breach of company policy or employment contract, the matter may be referred to Human Resources.

Where appropriate, and where a discloser has chosen to disclose their identity, feedback may be provided to the discloser regarding the outcome of an investigation.

7.2 Fair treatment of all employees

Quanta is committed to ensuring all employees, including those mentioned in whistleblower reports, or to whom such disclosures relate, are treated fairly. No action will be taken against any individual until a fair and impartial investigation has been completed.

An employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness. They will also be advised about the outcome of the investigation, however they will not be provided with a copy of the investigation report.

8 Protections available to whistleblowers

8.1 Identity and confidentiality

Quanta is committed to protecting the identity of whistleblowers. It is unlawful for any person to disclose a whistleblower's identity, or information that may lead to a whistleblower's identity, except where:

- (a) the whistleblower consents to the disclosure;
- (b) the matter is disclosed to ASIC, APRA, the Commissioner of Taxation, or the Australian Federal Police;
- (c) the matter is disclosed to a legal practitioner for the purpose of obtaining legal advice or representation; or
- (d) disclosure is permitted or required by some other law or regulation, such as a court order.

A discloser may be asked to consent to his or her identity being revealed to others, for example to an investigator to assist with an investigation. A discloser does not have to consent to this, but may wish to.

8.2 Victimisation

Quanta will not tolerate any form of victimisation against whistleblowers.

Victimisation occurs when a person experiences detriment of some kind as a result of making a whistleblower disclosure, or because someone believes or suspects that the person has made or will make a whistleblower disclosure.

Example of victimisation include:

- damage to reputation or property
- harassment or intimidation
- termination of employment
- injury in employment
- physical violence
- psychological harm

If you believe you have experienced victimisation you should report this in accordance with section 5 of this policy as soon as possible.

8.3 Protections under Whistleblower Legislation

Additional protections are available for whistleblowers under Whistleblower Legislation. Specifically:

- (a) a whistleblower will not be subject to any civil, criminal or administrative liability (including disciplinary action) for making a whistleblower disclosure.
- (b) no contractual or other remedy can be enforced, and no contractual or other right can be exercised against a whistleblower on the basis of the whistleblower disclosure.

- (c) if the disclosure is made to ASIC, APRA, or the Commissioner of Taxation, or if the disclosure is a public interest / emergency disclosure, then the information is not admissible in criminal proceedings or for the imposition of a penalty against a whistleblower.
- (d) a whistleblower who experiences victimisation may be entitled to compensation and / or other remedies, for example, a Court may grant an injunction to stop victimisation, require an apology to be given, or to re-instate a whistleblower who has been victimised by way of termination of employment.

A whistleblower who has made a disclosure in accordance with Whistleblower Legislation will be entitled to the protections outlined in this policy even if the allegation(s) turn out to be incorrect.

Some of the protections referred to this policy might not be available to the extent that a whistleblower is found to have been involved in wrongdoing (such as knowingly giving false information).

8.4 **Involvement in wrongdoing**

Quanta may take disciplinary action against anyone found to have:

- (a) victimised or threatened a whistleblower;
- (b) disclosed information in breach of whistleblower protections; or
- (c) lied or knowingly given false evidence in connection with a whistleblower disclosure.



Mark Bumpstead
President
Quanta Services Australia

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