

# Whistleblower Policy

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## 1 Purpose

Stockland is committed to conducting our business ethically, with integrity and with consideration to our stakeholder expectations.

Stockland therefore encourages all current and former Employees and stakeholders (which includes Stockland suppliers and external business partners) (collectively “**Stakeholders**”) to raise any concerns over any alleged Improper State of Affairs or Conduct they encounter.

The Principles of this Policy also apply to current or former relatives or dependents, which includes a spouse or former spouse and Stakeholders who wish to raise concerns over any alleged Improper State of Affairs or Conduct they encounter.

The purpose of this Policy is to outline the method for Employees and Stakeholders, where they have reasonable grounds, to raise concerns about unacceptable behaviour, clarify the persons to whom disclosure of concerns may be made and how they can be made, while also offering protection from victimisation, harassment or disciplinary proceedings (pursuant to Section 3.6).

We also welcome feedback from securityholders and customers through our website at [www.stockland.com.au/contact-stockland](http://www.stockland.com.au/contact-stockland) or anonymously via [www.stockland.com.au/about-stockland/corporate-governance/whistleblower-channel](http://www.stockland.com.au/about-stockland/corporate-governance/whistleblower-channel).

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## 2 Scope

This Policy applies to Stockland Corporation Limited, Stockland Trust and its related companies and trusts (collectively “**Stockland**”) and all Stockland employees (including, but not limited to non-executive directors, permanent, casual, fixed term employees and temporary workers) (“**Employees**” or “**you**”).

Adherence to this Policy is mandatory.

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## 3 Principles

The key principles which guide Stockland’s approach to whistleblowers are as follows:

### 3.1 Improper State of Affairs or Conduct

Stockland considers an Improper State of Affairs or conduct in relation to Stockland or its Employees (**Improper State of Affairs or Conduct**) to include the following:

- a) Illegal, fraudulent, dishonest, corrupt or unethical conduct;
- b) Bullying, harassment or discrimination;
- c) Unsafe work practices;
- d) Any conduct which:
  - Indicates a failure to follow and disregard for a corporate process, policy or procedure;
  - Potentially breaches a law, regulation or an obligation under a contract;
  - Has the potential to damage Stockland’s reputation;
  - Concerns alleged victimisation of a whistleblower;
- e) A decision or impending decision which is likely to result in any of the above; or



- f) Any other conduct which has caused or may cause financial or non-financial loss to Stockland; or
- g) Any attempt to conceal any of the above conduct.

Any Eligible Whistleblower who has reasonable grounds to suspect an Improper State of Affairs or Conduct has occurred may disclose and raise that concern under this Policy.

Concerns raised of any alleged Improper State of Affairs or Conduct will have the benefit of the protections set out in Section 3.6 below.

Where an Employee has a personal concern relating to his / her employment, that concern should be dealt with in accordance with our internal Grievance Procedure.

### 3.2 Ways of Raising Concerns

If an Employee or Stakeholder becomes aware of any alleged Improper State of Affairs or Conduct, they should raise their concern through one of the following channels:

- To Stockland's Whistleblower Protection Officers ("WPOs") by emailing [whistleblowing@stockland.com.au](mailto:whistleblowing@stockland.com.au);
- Noting Section 3.4 below, to any other Eligible Recipients including a Stockland director, Executive Committee ("ExCo") member or company secretary of Stockland or its subsidiaries, Stockland's General Managers ("GMs"), an auditor, or a member of an audit team conducting an audit of Stockland or its subsidiaries (whether internal or external); or
- Anonymously via the process set out at Section 3.3 below.

The WPOs are Stockland's General Counsel and Group Risk Officer.

### 3.3 Raising Concerns Anonymously

Employees or Stakeholders who would prefer to raise any concerns regarding any alleged Improper State of Affairs or Conduct anonymously can contact Stockland's WPOs via:

- Stockland's intranet (i.e. available for employees only) [Tell Me](#); or
- Stockland's external website <https://www.stockland.com.au/about-stockland/corporate-governance/whistleblower-channel>

Employees that are not comfortable or able to report misconduct internally, may report to Stockland's external and independent whistleblowing service provider. Stockland has contracted Your Call to receive and manage your report with impartiality and confidentiality. This option allows you to:

- remain completely anonymous
- identify yourself to Your Call only
- identify yourself to both Your Call and Stockland.

The Your Call reporting options include:

- Website [www.yourcall.com.au/report](http://www.yourcall.com.au/report) 24/7
- Telephone 1800 940 379, between 9am and 12am during recognised business days, AEST



Online reports can be made via the website address listed above. You will be required to enter Stockland's unique identifier code Stockland1952. Your Call remains the intermediary at all times, receiving and forwarding communication between all parties, including WPOs. You will be able to securely upload any relevant documentation and/or material relevant to your disclosure. After making a disclosure, you will be provided with a unique Disclosure Identification Number (DIN) and access to a secure online Message Board. The Message Board allows ongoing anonymous communication with Your Call and/or Stockland. The Message Board can be used to receive updates, share further information/evidence and request support or report retaliation. If you cannot access the Message Board, you can contact Your Call via phone (above) for verbal updates.

### **National Relay Service**

If you have a hearing or speech impairment, you can contact Your Call online or through the National Relay Service. Simply choose your contact method at [www.relayservice.gov.au](http://www.relayservice.gov.au) and request Your Call's hotline 1800 940 379. If you have difficulty speaking or understanding English, contact us through the [Translating and Interpreting Service](#) (TIS) [131 450](tel:131450) and ask for Your Call on 1800 940 379.

## **3.4 Eligible Recipient receiving concerns**

All concerns received by Eligible Recipients, other than the WPOs will be escalated directly to the WPOs only. This is to preserve confidentiality and to enable the WPOS to commence an investigation. WPOs will initiate and coordinate any appropriate investigation.

## **3.5 Confidentiality and protection of whistleblower identity**

All allegations of Improper State of Affairs or Conduct will be treated as confidential. Stockland will not disclose information to anyone not connected with the investigation without the consent of the person raising the concern (where contact details are provided for consent to be obtained), unless the WPOs and/or the investigating officer are obliged to do so by law or to our auditors in accordance with our compliance program and/or agreed audit scope.

A whistleblower has the option of reporting anonymously or identifying themselves when making a disclosure of any alleged Improper State of Affairs or Conduct in accordance with this Policy. Information coming into the possession of a person from a whistleblower, the identity of a whistleblower or information which may lead to their identity, must not be released to anyone who is not involved in the investigation or resolution of the matter without authority from either of the WPOs.

## **3.6 Protection for Whistleblowers from reprisal or disadvantage**

The WPOs will protect the interests of a whistleblower in accordance with this Policy and any applicable legislation. All reasonable steps will be taken by Stockland and the WPOs to protect the whistleblower from reprisal or disadvantage as a result of raising their concern(s), protect the identity of a whistleblower or information which may lead to their identity, and protect information connected with an investigation.

It is a breach of this Policy for any Employee to cause personal disadvantage to a whistleblower who discloses any alleged Improper Conduct under this Policy. Disadvantage includes, but is not limited to:

- Dismissal or demotion;
- Reprisals from other Employees, including intimidation, harassment and discrimination; and victimisation; and
- Current or future bias.



It can also include subtle behaviours, such as:

- withholding information that would assist an employee in their role;
- excluding a whistleblower from social functions;
- not providing meaningful work; and
- the use of different voice or body language, or communicating differently compared with recent communications or communications with others.

Any whistleblower who feels they have been disadvantaged as a result of making a disclosure should contact Stockland's WPOs to discuss their concerns by sending an email to [whistleblowing@stockland.com.au](mailto:whistleblowing@stockland.com.au).

The WPOs have direct access to Human Resources and external legal advisors to guide their approach.

You will not be disadvantaged for making reports on reasonable grounds. This is the case even if the concern is ultimately unfounded.

### 3.7 Investigation Process

All concerns raised will be investigated in a fair and objective manner, including the involvement of external parties where appropriate. The investigation will follow Stockland's Whistleblower Investigation Procedure and be completed as soon as practicable.

It is the responsibility of the WPOs to:

- make sure the whistleblower is kept informed of how the complaint is proceeding (where the whistleblower provided contact details).
- take all reasonable steps in providing Eligible Whistleblowers with support and protection against reprisal or disadvantage. At the discretion of the WPOs, this may also be made available to the person(s) against whom the disclosure of improper conduct is made; and
- afford natural justice as far as it is reasonably practicable to all individuals involved in the investigation, in particular the person(s) against whom the disclose of improper conduct is made.

Where it has been established that Improper State of Affairs or Conduct has occurred, Stockland is committed to changing internal processes and taking action in relation to Employees who have behaved improperly.

### 3.8 Possible outcomes of substantiated allegations

If the allegations of misconduct are substantiated, this may result in disciplinary action up to and including termination of employment.

If there has been illegal activity, civil penalties or criminal charges must also apply.

### 3.9 False and dishonest allegations

No action will be taken against an Employee for making an allegation or raising their concern, even where no wrongdoing is identified. Stockland may take the appropriate action against an Employee or a Stakeholder who deliberately makes a false and dishonest allegation of Improper State of Affairs or Conduct without reasonable grounds.



4 Policy Compliance

Failure to comply with this Policy may result in substantial fines and penalties being imposed upon Stockland, and may expose Stockland and/or its Employees to civil or criminal liability or other financial or reputational damage. It may put our Australian Financial Services (AFS) licences and other business Licences at risk. Employees who breach this Policy may face disciplinary action which could include dismissal.

Employees must adhere to Stockland’s Escalation Policy in reporting any breach of this Policy that they are involved in or become aware of, and do so in a timely manner.

5 Review

This Policy is reviewed and updated:

- When applicable and appropriate, including when there are changes in business practice, legislation and compliance obligations; and
- At least every 2 years.

6 Terms and Definitions

Term	Definition
<b>Eligible Recipient</b>	Stockland’s WPOs (General Counsel and Group Risk Officer); a Stockland director, Executive Committee (ExCo) member or company secretary of Stockland or its subsidiaries; Stockland GMs; auditor, or a member of an audit team conducting an audit of Stockland or its subsidiaries (whether internal or external); or Your Call.
<b>Eligible Whistleblower</b>	A current and former employee (which include an employee’s relative, dependent, spouse or former spouse) and current and former stakeholders (which include Stockland suppliers and external business partners).  An employee includes but is not limited to non-executive directors, permanent, casual, fixed term employees and temporary workers, whether paid or unpaid.
<b>WPOS</b>	The WPOs are Stockland’s General Counsel and Group Risk Officer.

7 Related Policies

- [Code of Conduct](#)
- [Fraud and Corruption Policy](#)
- [Anti-Competitive Behaviour Policy](#)
- [What Stockland Expects from its Suppliers](#) (guideline)
- Grievance Procedure
- Whistleblowing Investigation Procedure



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## 8 Contact for Questions

Please contact Stockland's WPOs at [whistleblowing@stockland.com.au](mailto:whistleblowing@stockland.com.au) with any questions on this Policy.

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## 9 Document Control

REVISION	DATE	OWNER	DESCRIPTION OF CHANGES
1.0	20 April 2017	Group Risk Officer	Initial Policy
2.0	27 November 2018	Group Risk Officer	Review of Policy – revision to the wording of the Purpose, Principles and Related Policies sections; specifically, taking into consideration the Your Call whistleblower service for employees.
2.1	25 September 2019	Group Risk Officer	Review of Policy to account for changes required by the <i>Treasury Laws Amendment (Enhancing Whistleblower Protections) Bill 2018</i> which was passed in February 2019.