



Collection House Group

# Whistleblower Policy

## Document Control Endorsement

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# WHISTLEBLOWER POLICY

## 1 Policy Statement

Collection House Group (CLH), its subsidiaries and related entities (“Collection House Group”) are committed to the aims and objectives of the Whistleblowers Protection Act 2001 and in particular, recognises the value in developing and fostering a culture of corporate compliance, ethical behaviour and good corporate governance.

CLH also recognises the value of transparency and accountability in its administrative management practices and supports the making of disclosures that reveal improper conduct, fraudulent activity or mismanagement of CLH’s resources.

This policy is applicable to all CLH employees, Directors and Officers and related parties and encompasses all subsidiaries comprising CLH. CLH also requires its directors, officers and employees to comply with all applicable laws and regulations as well as internal policies, including those relating to corporate reporting and disclosure, accounting and auditing controls and procedures, securities compliance and other matters pertaining to shareholder information. Every employee has a responsibility to assist the Company in meeting these requirements.

This policy is to be read in conjunction with the CLH Fraud Control Policy.

### 1.1 Purpose

The purpose of this policy is to:

- (a) Create awareness of the Whistleblower Policy and Whistleblower Protection;
- (b) Help detect and address unacceptable behaviour or improper conduct;
- (c) Provide employees of CLH with a supportive work environment in which they feel able to raise issues of legitimate concern to CLH;
- (d) Provide employees with an avenue for reporting unacceptable or improper conduct;
- (e) Protect individuals who report unacceptable or improper conduct in good faith;
- (f) Improve the communication and transparency in the processes associated with whistleblowing and its consequences, namely reprisals and detrimental action; and
- (g) Enhance perception and the reality that Collection House is taking its governance obligations seriously.

### 1.2 Scope

- a) Three categories of people covered by the policy

CLH is committed to making this whistleblowing policy available for concerns affecting the company's activities held by the following:

- employees and officers of the CLH Group, whether full-time, part-time or casual, at any level of seniority and wherever employed;
- a person who has a contract to supply services or goods to the CLH Group; and
- an employee of a person who has a contract to supply services or goods to the CLH Group.

This policy does not replace existing Company policies and procedures. This policy is to be followed only if the person elects to make a disclosure of suspected or alleged corrupt or improper conduct and seeks protection under the Act.

- b) Employees are reminded that the terms of their employment include an obligation to ensure that they act in accordance with the Collection House Philosophy, the Company's Code of Conduct and the Company's policies and procedures.
- c) CLH will not tolerate the following behaviour:
- Conduct or practices which are illegal or breach any law, regulation or code of conduct applicable to Collection House.
  - Dishonest, Fraudulent, or Corrupt practices.
  - Misleading and/or deceptive conduct of any kind including, but not limited to, conduct or representations which amount to improper or misleading accounting or financial reporting practices either by or affecting CLH.
  - Situations within the Company's control, or outside the Company's control, which pose a danger to the health and safety of any person.
  - Situations that are a significant danger to public health and safety or to the environment.
  - Situations that may cause financial loss to clients and/or CLH or damage to their respective brand name(s) or reputation(s) or be otherwise detrimental to clients' and/or Collection House's interests.
  - Acts that involve any other kind of serious impropriety.
- d) CLH will take all reasonable steps, and do all things necessary, to protect those who make protected disclosures from any detrimental action in reprisal for the making of the disclosure. CLH will also deal fairly with employee(s) who are the subject of the disclosure.
- e) CLH is committed to implementing 'best practice' policies and procedures for dealing with allegations of suspected improper activity and the management (and protection) of the individual(s) making the allegation, and this policy is therefore subject to review and change from time to time, at the discretion of the CLH Board.

### 1.3 Good Faith

If an employee raises a genuine concern under this policy, he or she will not be at risk of losing their job, nor will they suffer any form of detrimental action as a result. As long as the employee is acting in good faith. That means under this policy, a disclosure must be honest and genuine, and motivated by wanting to disclose misconduct. It does not matter if they are mistaken. The disclosure will not be 'in good faith' if employees have any other secret or unrelated reason for making the disclosure.

### 1.4 How the Whistleblowing Policy Differs From the Grievance Procedure

This policy does not apply to raising grievances about an employee's personal situation. These types of concern are covered by CLHs grievance procedure. The whistleblowing policy is primarily concerned with where the interests of others or of this organisation itself are at risk. It may be difficult to decide whether a particular concern should be raised under the whistleblowing policy or under the grievance procedure or under both. If an employee has any doubt as to the correct route to follow, this organisation encourages the concern to be raised under this policy and the Protected Disclosure Officer will decide how the concern should be dealt with.

## 2 Definitions

### 2.1 Whistleblowing

For the purpose of this policy, **whistleblowing is defined as:**

“the deliberate, voluntary disclosure of individual or organisational malpractice by a person who has or had privileged access to data, events or information about an actual suspected or anticipated wrongdoing within or by an organisation that is within its ability to control”.

The term whistleblowing encompasses any disclosure or attempted disclosure of improper conduct by any employee, director or related officer of CLH regarding any other employee, director or related officer within the organisation.

### 2.2 Whistleblower

For the purpose of this policy, a **whistleblower** is defined as:

“any employee, director or related officer of CLH, who makes or attempts to make a disclosure”.

### 2.3 Employee

For the purpose of this Policy, “employee” means a director, officer or employee of, or a consultant to, CLH. It should be noted that this policy is meant to be read in tandem with, and to compliment, other existing internal policies of the Company (i.e. Fraud Control Policy). It is in no way meant to supersede or replace any other such policies or the provisions contained in them, including CLH's Code of Conduct. In addition, this Policy is in no way meant to remove or limit any recourse which is

available to an employee of the Company, or the Company, under any applicable laws.

## 2.4 Improper Conduct

For the purpose of this policy, **improper conduct** is defined as:

- a) corrupt conduct;
- b) fraudulent activity;
- c) a substantial mismanagement of Collection House resources;
- d) conduct involving substantial risk to public health or safety; or
- e) conduct involving substantial risk to the company and / or environment, that would, if proven, constitute:
- f) a criminal offence;
- g) reasonable grounds for dismissing or dispensing with, or otherwise terminating the services of a Collection House employee who was, or is, engaged in that conduct; or
- h) reasonable grounds for disciplinary action.

## 2.5 Fraud

For the purpose of this policy, **fraud** is defined as:

“the unlawful and intentional making of a misrepresentation or inducement of a course of action by deceit or other dishonest conduct, involving acts or omissions or the making of false statements, orally or in writing, with the object of obtaining money or other benefits from or evading a liability to Collection House”.

Dishonest or fraudulent activities include, but are not limited to, the following:

- Forgery or alteration of documents (cheques, promissory notes, time sheets, agreements, purchase orders, budgets, etc.)
- Misrepresentation of information on documents.
- Misappropriations of funds, securities, supplies or any other asset.
- Theft, disappearance, or destruction of any asset.
- Improprieties in the handling or reporting of money transactions.
- Authorising or receiving payments for goods not received or services not performed.
- Authorising or receiving payment for hours not worked.

- Any violation of Federal, State, or local laws related to dishonest activities or fraud.
- Any similar or related activity.

## 2.6 Corruption

For the purpose of this policy, **corruption** is defined as:

“the intentional promise, offer, or gift by any person, directly or indirectly, of an advantage of any kind whatsoever to a person, as undue consideration for themselves, or for anyone else, to act or refrain from acting in the exercise of their functions, or the intentional request or receipt by a person, directly or indirectly, of an undue advantage of any kind whatsoever, for themselves or for anyone else, or the acceptance of offers or promises of such advantages to act or refrain from acting in the exercise of their functions”.

All acts are to be regarded as corruption which involve a person in a position to make decisions using his/her power in that field not in the interest of the organisation he/she represents but to promote his/her personal goals.

## 2.7 Protected Disclosure

For the purpose of this policy, **protected disclosure** is defined as:

“any good faith communication that discloses or demonstrates an intention to disclose information that may evidence (1) an improper activity or (2) any condition that may significantly threaten the health or safety of employees or the public if the disclosure or intention to disclose was made for the purpose of remedying that condition”.

## 2.8 Detrimental Action

For the purpose of this policy, **detrimental action** is defined as:

- a) action causing injury, loss or damage;
- b) intimidation or harassment; and
- c) discrimination, disadvantage or adverse treatment in relation to a person’s employment, career, profession, trade or business, including the taking of disciplinary action.

## 2.9 Employee

For the purpose of this policy, **employee** is defined as:

“any staff member who receives compensation, either full or part time, from Collection House or any of its subsidiaries or related entities”.

## 3 Protected Disclosure

### 3.1 All Collection House Employees

All Collection House employees are encouraged, and have the responsibility to, report any known or suspected incidences of improper activity or detrimental action in accordance with this policy.

All employees of CLH also have an important responsibility concerning the welfare of the whistle-blower within the organisation. All employees must refrain from any activity that is, or could be perceived to be, victimisation or harassment of a person who makes a disclosure. All employees must not, under any circumstance, engage in any activity that would constitute detrimental action (as defined by this policy).

### **3.2 Whistleblower Procedures**

CLH has developed Whistleblower Procedures for employees wishing to make a protected disclosure under this policy, which is located on the CLH intranet.

## **4 Confidentiality**

CLH and its employees must take all reasonable steps to protect the identity of the whistleblower.

Maintaining confidentiality of a person known or suspected of having made a disclosure is crucial in ensuring reprisals are not made against a whistleblower.

## **5 Managing the Welfare of the Whistleblower**

### **5.1 Commitment to protecting whistleblowers**

CLH is committed to the protection of genuine whistleblowers against action taken in reprisal for the making of protected disclosures.

### **5.2 Keeping the whistleblower informed**

The Whistleblower Protection Procedures will ensure the whistleblower is kept informed of action taken in relation to his or her disclosure.

### **5.3 Whistleblowers implicated in improper conduct**

CLH acknowledges that the act of whistle blowing should not shield whistleblowers from the reasonable consequences flowing from any involvement in improper conduct. A person's liability for his or her own conduct is not affected by the person's disclosure of that conduct. However, in some circumstances, an admission may be a mitigating factor when considering disciplinary or other action.

## **6 Review of Policy and Procedure**

This policy and the Whistleblower procedures will be reviewed annually to ensure they comply with and meet the objectives of the relevant legislation and remain effective for CLH. This policy and the Whistleblower Protection Procedures may be changed at any time, at the discretion of the CLH Board.

## **7 Compliance with this policy**

All employees must follow the process outlined in this policy and cooperate with any investigation initiated pursuant to this policy. Adhering to this policy is a condition of

employment. CLH must have the opportunity to investigate and remedy any alleged violations or employee concerns, and each employee must ensure that the CLH has the opportunity to undertake such an investigation.

This policy in no way alters an employee's at-will employment status with CLH.