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Phone: 1300 419 182

MOQ Limited
ACN 050 240 330

**GRIEVANCE RESOLUTION AND WHISTLEBLOWING
DISCLOSURE POLICY**

DECEMBER 2019



1 Introduction

MOQ's policy aims

- 1.1 MOQ Ltd (**MOQ**) aims to maintain a happy and productive working environment, where we can all work together towards the company's goals.
- 1.2 We also take our governance and compliance obligations very seriously. We want to maintain ethical, compliant and accountable systems.
- 1.3 We can only achieve these aims if (amongst other things) all members of staff (ongoing, fixed term, casual and temporary employees, contractors, volunteers and officers) feel that their concerns, complaints or grievances are dealt with properly.
- 1.4 In this context, MOQ wants to encourage you, as a member of our staff, to tell us about:
 - (a) any difficulty you are experiencing at work;
 - (b) any complaint you have about anyone's behaviour or decisions at work;
 - (c) any concern you have about a potential breach of the law; and
 - (d) any other concern you have about non-compliance, misconduct or any system at MOQ that is not working the way it should.
- 1.5 MOQ and our staff also have relevant legal obligations, including in relation to:
 - (a) grievances about:
 - (i) discrimination (including harassment and vilification); and
 - (ii) workplace safety (including bullying); and
 - (b) whistleblowing disclosures under whistleblowing legislation, ie the *Corporations Act 2001* (Cth), the *Taxation Administration Act 1953* (Cth) and other related legislation.
- 1.6 MOQ aims to treat all grievances and complaints earnestly, efficiently and as fairly and confidentially as is reasonably possible, to enable staff to get back to productive work. We recognise the importance of providing a safe, supportive and confidential environment where people feel confident about reporting wrongdoings, and are supported and protected when they do so.
- 1.7 It may be appropriate for MOQ to depart from this policy where warranted in serious circumstances (for example, if there is a risk to a person's life or safety). You agree to adopt the policy as in place at the time of a protected disclosure.

What does this policy do?

- 1.8 This policy includes information about:
 - (a) the meaning of 'whistleblowing disclosure' and how this is different from a 'personal work-related grievance';
 - (b) what you can do if you have a grievance and/or want to make a whistleblowing disclosure, including how to get advice, and how to make complaints/disclosures;
 - (c) how a grievance and/or whistleblowing disclosure might be dealt with, including how they might be investigated; and
 - (d) the protections available to complainants/whistleblowers, including how MOQ will:



- (i) support complainants/whistleblowers and protect them from suffering any victimisation or retaliation as a result of making a complaint or disclosure; and
 - (ii) ensure fair treatment of staff who are mentioned in disclosures, or to whom disclosures relate.
- 1.9 This policy is made available to officers and employees of MOQ via <https://www.MOQ.com.au/>.
- 1.10 In this policy, MOQ includes MOQ Limited and its related companies.

Change

- 1.11 MOQ reviews its policies from time to time, and may change this policy at its discretion. This policy is not intended to be contractual in nature and is a guideline only. It may be appropriate for MOQ to depart from this policy in certain circumstances.

2 Meaning of 'personal work-related grievance' and 'whistleblowing disclosure'

Personal work-related grievances

- 2.1 A personal work-related grievance is any complaint, concern, dispute or problem to do with your work, the working environment, workload and/or employment relationships, and that has implications for you personally. Grievances can arise from work-related behaviours, situations or decisions which you consider to be unfair or unjustified.
- 2.2 Examples of personal work-related grievances include:
- (a) a conflict between you and another staff member;
 - (b) a situation where you think you have been discriminated against, bullied or harassed; or
 - (c) if you are dissatisfied about a decision relating to your employment, including about transfer or promotion, the terms of your employment, discipline or termination.

2.3 **A personal work-related grievance might also be a whistleblowing disclosure, if it:**

- (a) has significant implications for MOQ that don't relate to you; and/or
- (b) is about various types of unlawful conduct or conduct that is a danger to the public or the financial system that may be the subject of a whistleblowing disclosure, as set out in 2.4(a) or 2.4(b) below.

Whistleblowing disclosures

- 2.4 A whistleblowing disclosure in relation to MOQ is a disclosure of information made by someone who has reasonable grounds to suspect examples of the following in relation to MOQ or a related body corporate (e.g. a sister company):
- (a) breaches of various Commonwealth laws including the *Corporations Act 2009* (Cth) (**Corporations Act**), *Taxation Administration Act 1953* (Cth) (**Tax Act**) and legislation concerning banking, finance, insurance and superannuation;
 - (b) conduct that represents a danger to the public or the financial system;
 - (c) other misconduct – for example, conduct that is corrupt, fraudulent, a breach of MOQ compliance policy, and/or knowingly concealing and/or encouraging another person to engage in any of this conduct; or



- (d) an otherwise improper state of affairs which, even if it does not involve unlawful conduct, indicates a systemic issue at MOQ that the relevant regulator should know about.
- 2.5 If a person makes a whistleblowing disclosure, that person becomes a 'whistleblower' who is legally protected by protections set out in relevant legislation. Current staff, former staff, suppliers, associates of MOQ (as defined under the Corporations Act) and the relatives and dependents of these people may all be protected whistleblowers.
- 2.6 A whistleblowing disclosure made in good faith that turns out to be incorrect may also qualify for protection. However, this protection is not available to a person who deliberately makes a false report – instead, disciplinary action may be taken against that person.

3 Dealing with personal work-related grievances (that are NOT whistleblowing disclosures)

What to do if you have a personal work-related grievance?

- 3.1 If you have a personal work-related grievance, do not ignore the problem or hope that it will just go away. Instead, if you can, you should ask the person responsible for the conduct to stop as soon as possible.

If you do not feel that you can do this, or if it doesn't work, you can talk and/or write to your manager or a Contact Officer. A Contact Officer can be contacted at any reasonable time to discuss any grievance. MOQ's current Contact Officers are provided below:

Name	Kelly Wilkes	Danny Loh
Phone	0478 323 200	0419 991 034
Email	Kwilkes@moqdigital.com.au	dloh@moqdigital.com.au
Address	Level 2, 200 Creek Street, Brisbane, QLD	G.01, 3-5 West Street, North Sydney NSW 2060
Operating hours	9am to 5pm Business Days	9am to 5pm Business Days

- 3.2 If you think that your grievance might also be a whistleblowing disclosure, you can get advice from a Contact Officer. Usually, if either you or MOQ is not sure whether the information that you disclose is in fact a whistleblowing disclosure, MOQ will treat it as a whistleblowing disclosure for the purposes of this policy.
- 3.3 Be careful about discussing your complaint with other people. It is very easy for rumours to spread, and this can impact adversely on everyone involved.

How might your personal work-related grievance be resolved? Formal and informal processes

- 3.4 All staff personal grievances are important to us, and we want to address them.
- 3.5 There are different options for resolving personal work-related grievances. You may wish (or it may be appropriate) for your grievance to be dealt with either informally or formally.
- 3.6 Informal resolution is when the people involved resolve the issues between themselves. Sometimes this happens through discussions, or an exchange of correspondence, or a mediated meeting between the people involved to reach a resolution. Informal resolution will NOT involve MOQ conducting an investigation or making a formal decision about what has



happened, or what the consequences should be. However, we may help with discussions or communications, or give guidance about next steps.

- 3.7 Formal resolution is when (either because this is what one of the people involved wants, or because of the nature of the grievance – for example, if it is about a very serious issue) it is appropriate for MOQ to make:
- (a) a formal decision about what has happened, and
 - (b) a decision about what the consequences (if any) should be.
- 3.8 With personal grievances, MOQ has an absolute discretion as to whether to use a formal grievance resolution process or not.
- 3.9 Generally speaking, if there is to be formal resolution:
- (a) MOQ will ask the person with the grievance to describe that complaint, in detail, usually in writing;
 - (b) the person(s) against whom the grievance is brought will be given details of the allegation(s) against him/her and be given a reasonable opportunity to explain his/her side of the story;
 - (c) other people (witnesses) may be interviewed, notes will be taken of interviews, and documents collected; and
 - (d) after considering the evidence, MOQ will communicate its decisions about the facts and about the outcomes to everyone involved, usually in writing.

Potential outcomes

- 3.10 The potential outcome of both types of grievance processes could include:
- (a) a compromise between the parties involved about the issues raised;
 - (b) a decision that a complaint is correct or incorrect;
 - (c) a solution in which both parties benefit to some extent;
 - (d) disciplinary action, up to and including termination of employment or contractor arrangement; and/or
 - (e) no action being taken.

4 Whistleblowing disclosures

What options do you have if you want to make a whistleblowing disclosure?

- 4.1 There are a number of options available to you if you want to make a whistleblowing disclosure:
- (a) talking and/or writing to a Contact Officer. The Contact Officers can be contacted at any reasonable time to discuss any disclosure:

Name	Danny Loh	Kelly Wilkes
Phone	0419 991 034	0478 323 200
Email	dloh@moqdigital.com.au	Kwilkes@MOQ.com.au

Address	G.01, 3-5 West Street, North Sydney NSW 2060	Level 2, 200 Creek Street, Brisbane, QLD
Operating hours	9am to 5pm Business Days	9am to 5pm Business Days

- (b) contacting a director or a member of the Executive Team of MOQ;
 - (c) contacting MOQ's auditor or actuary; or
 - (d) contacting a prescribed external authority, including the Australian Securities & Investments Commission (**ASIC**), Australian Prudential Regulation Authority (**APRA**) or Commissioner of Taxation (**Commissioner**) (in relation to a tax matter).
- 4.2 You should keep a file note of any correspondence or discussions (including the date and time) for future reference.
- 4.3 You should ensure that any email or correspondence that you send is marked 'Strictly Confidential'.
- 4.4 You should not make a whistleblowing disclosure to any person who has been in any way involved or connected with the content of the disclosure. If that is the case, contact a different person.
- 4.5 MOQ encourages you to speak to an independent legal practitioner at any time if you would like legal advice in relation to your whistleblowing disclosure.

Information to include in a whistleblowing disclosure

- 4.6 You can choose to make a whistleblowing disclosure anonymously. However, if you do choose to remain anonymous, this can sometimes make it more difficult for MOQ or an external authority to make an assessment of and investigate the disclosure. If you choose, instead, to identify yourself when you make the disclosure, please note that the person you contact is legally required to keep your identity strictly confidential. If MOQ is aware of your identity, we will aim to work with you to protect your identity as you would like us to do.
- 4.7 If you make a whistleblowing disclosure, you should consider providing as many of the following details as possible, to assist MOQ or an external authority to determine the best course of action:
- (a) the specific nature of the conduct or state of affairs that concerns you;
 - (b) the details of the person/s you think engaged or is engaging in any relevant conduct;
 - (c) when and where relevant events occurred (e.g. dates and times);
 - (d) details of anyone else aware of or involved in the conduct or events;
 - (e) details of anyone else who might be able to verify your disclosure;
 - (f) if you have done anything in response to the conduct or events;
 - (g) if you have any concerns about possibly being victimised, and if so by whom; and
 - (h) any supporting information (e.g. documents, file notes, emails, photographs).

How might your whistleblowing disclosure be addressed?

- 4.8 **Assessment of the disclosure:** The Contact Officer is responsible for conducting a preliminary assessment of any report received from a whistleblower. The objective of the preliminary assessment is to determine whether the disclosure requires further investigation.



A disclosure will only warrant further investigation if there is some objective evidence of the events, conduct or situation disclosed, or a reasonable suspicion that such evidence exists and may be obtained through further investigation. If you have identified yourself, then the person responsible might contact you to obtain further information before deciding to proceed.

- 4.9 If the whistleblower can be contacted, the Contact Officer is responsible for acknowledging the disclosure within a reasonable period after receiving it.
- 4.10 **Investigation:** If it is decided that a formal investigation is warranted, and if you have identified yourself, your consent will be sought to disclose either or both of your identity, or information that might lead to your identification. If you do not consent to this disclosure, then by law MOQ or the person who knows your identity is only permitted to disclose your identity:
 - (a) to ASIC, APRA or the Australian Federal Police; or
 - (b) to a legal practitioner to obtain advice.
- 4.11 That person is also permitted to disclose information that you have disclosed (apart from your identity) in order to investigate the matter, as long as they take all reasonable steps to reduce the risk that you will be identified as a result of the disclosure.
- 4.12 MOQ also aims to maintain confidentiality about the investigation generally, as far as practicable.
- 4.13 If there is a formal investigation, this might involve third parties such as lawyers, accountants, HR consultants or specialist forensic investigators, who will:
 - (a) interview relevant witnesses;
 - (b) collect relevant documentary evidence;
 - (c) make a determination based on the evidence; and
 - (d) document the findings.
- 4.14 **Investigation outcome:** The investigator determines whether the information in the whistleblowing disclosure is proven on the balance of probabilities. The 'balance of probabilities' test requires consideration of whether it is more likely than not that the alleged conduct has occurred.
- 4.15 If the whistleblowing disclosures are proven, the investigator will report the outcome of the investigation to the decision maker for further action.
- 4.16 If the whistleblowing disclosures are not proven, but there is evidence of other inappropriate conduct, the matter might be referred to MOQ's People and Culture team for further action in accordance with applicable policies and procedures. For example, there may be evidence of a breach of the Code of Conduct.
- 4.17 If the whistleblowing disclosures are not proven, and there is no evidence of other inappropriate conduct, no further action will be taken.
- 4.18 Whatever the outcome, if the whistleblower can be contacted, the decision maker will advise the whistleblower of the outcome of the investigation.

5 Protections

- 5.1 MOQ wants to ensure that:
 - (a) staff who report work-related grievances/complaints in good faith; and
 - (b) whistleblowers who make disclosures in good faith,



do not suffer any detriment or disadvantage in retaliation or as a result; and

- (c) other staff members mentioned or involved in complaints and disclosures are treated fairly.
- 5.2 The protections set out below aim to achieve this. These protections may also be available to you if you make a disclosure to a legal practitioner to obtain legal advice or representation. Similar protections may also be available to you under the Tax Act, if your disclosure is in relation to a tax issue that arises from your relationship with MOQ.

Protection of identity and confidentiality

- 5.3 As set out above, if you have made a whistleblowing disclosure, then MOQ will generally not be permitted to disclose any particulars that would suggest or reveal your identity without first obtaining your consent. If reasonably necessary, information that does not reveal your identity may be disclosed for the purposes of investigating your disclosure.
- 5.4 It is important to note, however, that in certain circumstances, MOQ may be compelled by law to disclose your identity, for example:
 - (a) to ASIC, APRA, the Commissioner (in relation to a tax matter) or the Australian Federal Police;
 - (b) to a legal practitioner to obtain advice; or
 - (c) in legal proceedings or where the whistleblowing disclosures involve a threat to life or property.

Protection of files and records

- 5.5 MOQ maintains record-keeping and information sharing procedures with the aim of ensuring that all records are stored and handled securely.
- 5.6 All files and records created from an investigation should be retained under strict security in the course of the investigation, and following the investigation by MOQ's People and Culture team.

No victimisation

- 5.7 'Victimisation' is what happens if a person is subjected to any detrimental treatment as a result of:
 - (a) making a complaint and/or a whistleblowing disclosure; or
 - (b) someone else's belief that the person has made or will make a complaint or whistleblowing disclosure.
- 5.8 It can include, for example, bullying and harassment, termination of employment, physical violence or threats of physical violence, or damage to reputation.
- 5.9 Detrimental treatment does not, however, include:
 - (a) administrative action that is reasonable to protect a whistleblower from detriment; or
 - (b) reasonable management action.
- 5.10 Victimisation is strictly prohibited. You should immediately inform the Contact Officer if you are subjected to victimisation, or any threat of victimisation, so that MOQ can take action.
- 5.11 The Contact Officer may need to work with others in order to manage the risk of victimisation, including relevant managers, the People and Culture Team and/or the MOQ Board. The Contact Officer is expected to:



- (a) take appropriate interim action, which might include temporarily relocating you or the victimiser, or changing your reporting line;
 - (b) conduct a preliminary assessment of any alleged victimisation;
 - (c) if necessary and if you consent, refer the matter to the MOQ executive, for further investigation;
 - (d) if the allegation of victimisation is substantiated, and if you consent, refer the matter to a decision maker for further action; and
 - (e) take action in a timely manner.
- 5.12 Other staff members mentioned or involved in complaints and disclosures also need to be treated fairly. This is partly achieved by their involvement being kept reasonably confidential in accordance with the protections set out above. It also means that no decisions should be made that cause them detriment without proper investigation.

Other whistleblower protections

- 5.13 Whistleblowers have additional protections under legislation, including:
- (a) whistleblowers are not subject to any civil, criminal or administrative liability (including disciplinary action) for making the 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 disclosure;
 - (c) if the disclosure is made to ASIC, APRA, the Commissioner (in relation to a tax matter) or 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; and
 - (d) whistleblowers may also seek compensation through the courts if they suffer loss, damage or injury because of a disclosure. Other remedies may be available depending on the type of detriment suffered, 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 termination of employment.

6 Involvement in wrongdoing

- 6.1 MOQ will discipline anyone found to have:
- (a) unlawfully discriminated against, harassed, vilified or bullied another, or otherwise acted inappropriately;
 - (b) victimised a complainant or whistleblower;
 - (c) disclosed information in breach of our confidentiality rules; or
 - (d) lied about a complaint or made a complaint maliciously, or otherwise in bad faith.
- 6.2 Disciplinary action can involve termination of employment or contractor arrangements.
- 6.3 Some of the protections under this policy might also not be available to you if you are ultimately found to have been involved in wrongdoing that is the subject of a complaint or whistleblowing disclosure.

If you have any questions about this policy, please contact Kelly Wilkes or Danny Loh.