

## POLICY

NZPM encourages the disclosure of serious wrongdoing as a means of managing risk and protecting the Company's interests. NZPM will protect employees who, in good faith, disclose serious wrongdoing in accordance with this Policy and within the framework of protection provided by the Protected Disclosures Act 2000 (the Act).

Any employee who makes a disclosure in accordance with the Act will be protected from civil, criminal, or disciplinary proceedings (only in respect to that disclosure). The law also provides that employees may take a personal grievance action if there is any retaliatory action from the Company.

This protection is available if the disclosure relates to serious wrongdoing in or by NZPM, and if the employee:

- reports the concern to the Human Resource Manager, a business unit General Manager or the Chief Financial Officer (either directly or via their reporting manager) in accordance with this Policy;
- believes on reasonable grounds that the information is true or likely to be true;
- wants to disclose that information so that the serious wrongdoing can be investigated; and
- indicates that disclosure of that information is to be protected.

**Note:** If the person making the disclosure knows that an allegation is false or otherwise acts in bad faith, the protections offered by the Act and this Policy do not apply. Protection will also be lost if the employee does not follow this Policy, or if the concern is disclosed publicly or through the media. Allegations made maliciously or in bad faith may result in disciplinary action.

## DEFINITIONS

**Serious wrongdoing** includes any act, omission, or course of conduct that constitutes:

- a serious risk to public health or public safety or the environment (e.g. arson, wilful damage to critical safety equipment);
- a serious risk to the maintenance of law, including the prevention, investigation, and detection of offences and the right to a fair trial (e.g. bribery, false accounting); or
- a criminal offence (e.g. fraud, theft, receiving stolen property).

**Employee** includes current employees, former employees, contractors, people seconded to NZPM, directors, board members and volunteers. This definition of employee as per the Act only applies to this policy.

**Appropriate Authority** – Depending on the type of wrongdoing being alleged or reported, the Appropriate Authority may include the Police, the Serious Fraud Office or WorkSafe.

## PROCEDURE

Any employee who becomes aware of or has information about serious wrongdoing in or by NZPM is encouraged to report it in accordance with this Policy. The following sets out the reporting process that must be followed in the event of a disclosure of serious wrongdoing.

1. The disclosure must be made to the Human Resource Manager, a business unit General Manager or the Chief Financial Officer, and may be made by written statement (including electronic format) or verbal.
  - a. The disclosure must contain sufficient information to allow the person receiving the disclosure to carry out an investigation (including the identity of the person making the report, the identity of the person(s) the employee believes is/are involved in the serious wrongdoing and a description of the serious wrongdoing).
  - b. If the person making the disclosure believes on reasonable grounds that the Human Resource Manager, a business unit General Manager or the Chief Financial Officer may be involved in the alleged serious wrongdoing, or may be related to or associated with a person who may be involved in the serious wrongdoing, then the concerns may be raised directly with the Chairman of the Board.

- c. If the person making the disclosure believes on reasonable grounds that the Chairman of the Board is or may be involved in the alleged serious wrongdoing, or there has been no action or recommended action taken within 20 working days after the disclosure was made, or the employee reasonably believes it is justified due to the urgent or exceptional circumstances, then the employee may disclose information about the alleged serious wrongdoing to the Chair of the Audit and Risk Committee or an Appropriate Authority.
2. After information has been disclosed in accordance with this Policy, the information shall be considered sensitive and confidential, and shall be shared with any person only where it is reasonably necessary to meet the objectives and requirements of this policy.
3. After information has been disclosed, NZPM will consider the information and decide with an open mind whether to investigate the alleged serious wrongdoing, and/or whether other action(s) ought to be taken. Where an investigation is initiated, the process of any investigation will depend on the nature of the alleged serious wrongdoing and the circumstances. That said:
  - a. The investigation team will be appointed by the person receiving the report and will generally consist of the Human Resource Manager, a business unit General Manager or the Chief Financial Officer. External and/or internal professionals may be engaged to assist if appropriate.
  - b. Investigations will be conducted by appropriate parties and will be conducted fairly and without bias, and any person against whom an allegation is made will be given an opportunity to respond.
4. Where possible the employee will be informed of the process or action that NZPM has conducted following the employee's disclosure, subject to privacy and confidentiality considerations. The employee must maintain confidentiality and not use or disclose information to any person.

### CONFIDENTIALITY

Information disclosed by an employee in accordance with this Policy will only be disclosed to any person where it is reasonably necessary to conduct an investigation into the matter, or if the employee consents to the disclosure, or as may be required or authorised by law. Unauthorised disclosure of information other than in accordance with this policy may be subject to disciplinary action, up to and including dismissal.

Note: Any commitment to confidentiality is subject to the requirements of the law which may require or authorise disclosure of information or identity in legal proceedings or during disciplinary processes.

### POLICY APPROVAL AND REVIEW

Approved by: NZPM Board –March 2019  
Next Review Date – March 2021