



ULTRA TUNE WHISTLEBLOWER POLICY

APPLICATION AND SCOPE

Ultra Tune consists of Ultra Tune Australia Pty Ltd (and its related entitled) and franchisees of Ultra Tune Australia Pty Ltd ("**Ultra Tune**").

This Whistleblower Policy ("**Policy**") details the framework for receiving, investigating and addressing allegations of Reportable Conduct where that Reportable Conduct concerns the activities of Ultra Tune or current and former directors, officers, agents, employees, contractors and franchisees of Ultra Tune ("**Ultra Tune Personnel**").

OBJECTIVES AND PURPOSE

Ultra Tune is committed to fostering a culture of ethical behaviour and good corporate governance. Ultra Tune will not tolerate any corrupt, illegal or other undesirable conduct by Ultra Tune Personnel nor condone victimisation of an individual who intends to report or has reported such conduct as a Protected Disclosure in accordance with this Policy. Ultra Tune supports the reporting of improper conduct. This Policy is designed to promote open communication throughout Ultra Tune, develop practices that reduce the risk of Reportable Conduct within Ultra Tune, and safeguard the reputation, values and ethics of Ultra Tune.

The objectives of this Whistleblower Policy are to:

- provide any person making an allegation of a Reportable Matter ("**Whistleblower**") with a clear framework within which to make that allegation as a Protected Disclosure;
- ensure any reports of a Reportable Matter are dealt with appropriately;
- provide Whistleblowers with a clear understanding of how allegations will be handled;
- protect Whistleblowers from victimisation and retaliation;
- support Whistleblowers throughout the reporting process; and
- afford natural justice and procedural fairness to anyone who is the subject of an allegation of a Reportable Matter.

To support its stated objectives, this Policy provides a framework for Whistleblowers to make a Protected Disclosure by:

- providing reasonable protections for a Whistleblower who, acting honestly with genuine or reasonable belief that the information in the allegation is true or likely to be true, raises concerns about a Reportable Matter; and
- ensuring allegations of a Reportable Matter are properly and lawfully investigated and addressed.

PROTECTED DISCLOSURES

A “**Protected Disclosure**” is a report of a Reportable Matter made by a Whistleblower in accordance with this Policy. Nothing in this Policy is intended to abrogate or diminish any additional or alternative protections which may be available at law.

A Whistleblower is anyone who makes a report under this Policy. This will include current and former officers, franchisees, customers, employees, contractors and suppliers (including their employees), and associates of Ultra Tune as well as relative, spouses and dependents of these individuals.

To be protected, a Whistleblower must:

- have genuine reasonable belief that the information in the allegation is true or likely to be true;
- make the disclosure in accordance with this Policy; and
- not themselves have engaged in serious misconduct or illegal conduct in relation to a Reportable Matter.

Where a Whistleblower makes a Protected Disclosure, that person will be protected from disciplinary action, victimisation, retaliation or claims by Ultra Tune as a result of having made the report. The Whistleblower must, at all times during the reporting process, continue to comply with this Policy.

REPORTABLE MATTERS

This Policy supports the reporting of allegations of serious wrongdoing (“**Reportable Matter**”) by Ultra Tune or Ultra Tune Personnel.

Reportable Conduct includes, but is not limited to the following:

- dishonest, corrupt or illegal activities;
- theft, fraud, money laundering or misappropriation;
- a serious breach of Ultra Tune’s policies and procedures;
- offering or accepting a bribe;
- use of Ultra Tune’s funds or resources in a manner that falls within the scope of Reportable Conduct;
- damage/sabotage, violence, drug & alcohol sale/use;
- risks to the health and safety of workers;
- unethical conduct;
- bullying, discrimination, harassment or abuse;
- victimising someone for reporting Reportable Conduct;
- recrimination against someone because they participated in an investigation or review;
- any instruction to cover up or attempt to cover up serious wrongdoing.

Generally, a Reportable Matter is NOT one that concerns a personal work-related grievance (other than if it relates to victimisation contrary to the protections afforded by the Act and this Policy). Disclosures that are not a Reportable Matter do not qualify for

the protection under the Act and this policy. For example, information concerning the following will generally not be considered a Reportable Matter:

- interpersonal conflict with another person;
- decisions relating to engagement, transfer or promotions;
- decisions relating to the terms and conditions of engagement;
- decisions to suspend or terminate a person's employment or other engagement, or to take any other disciplinary measures.

Non-reportable matters should be made to your supervisor or manager using the normal complaint / grievance procedures.

This Policy extends to serious wrongdoing that occurs before or after the commencement of this Policy and is not limited to the above examples.

MAKING A REPORT

Whistleblowers may use any of the following channels of communication to make a report:

1. verbally or in writing to the Ultra Tune Whistleblower Protection Officer ("**WPO**");
or
2. verbally or in writing to a director or company secretary ("**Senior Officer**") of the company or a related company.

It is preferred that any report made under this Policy be in writing. The report should:

- identify what the Whistleblower believes to be the Reportable Matter;
- identify to whom the Whistleblower believes the Reportable Matter relates;
- identify who the Whistleblower believes the Reportable Matter effects;
- set out as much detail as possible as to the relevant factual details that the Whistleblower believes have occurred or are occurring; and
- attach any relevant supporting documentation.

At any time, an employee who is unsure about whether to make a Protected Disclosure will be entitled to discuss the matter in confidence with a WPO or Senior Officer. In the event a Whistleblower does not formally make a Protected Disclosure, Ultra Tune may nevertheless be compelled to act on the information provided if that information reasonably suggests Reportable Conduct has occurred or may occur.

A Whistleblower may lodge an *anonymous report* via post to:

PRIVATE AND CONFIDENTIAL

The Whistleblower Protection Officers
PO Box 2086
CAMBERWELL WEST VIC 3124

ULTRA TUNE'S WHISTLEBLOWER PROTECTION OFFICERS

Each WPO is appointed by Ultra Tune to:

- safeguard the interests of a Whistleblower;
- assess the immediate welfare and protection needs of a Whistleblower and, where the Whistleblower is an employee, seek to foster a supportive work environment;
- respond as appropriate and necessary to any concerns or reports of victimisation by a Whistleblower.

The WPOs may be contacted:

1. via email at whistleb@ultratune.com.au or whistleb@apfleet.com.au (anonymity cannot be guaranteed under this method);
2. in person or telephone (anonymity cannot be guaranteed under this method);
or
3. via post to the attention of
PRIVATE AND CONFIDENTIAL
The Whistleblower Protection Officers
PO Box 2086
CAMBERWELL WEST VIC 3124

If a complainant is uncertain how to contact a WPO or a Senior Officer, they may seek independent legal advice.

CONSEQUENCES OF MAKING A FALSE REPORT

Anyone who knowingly makes a false report of Reportable Conduct, or who otherwise fails to act honestly with reasonable belief in respect of the report may be subject to disciplinary action, including dismissal (in the case of employees) or sanction such as disenfranchisement (in the case of franchisees).

The disciplinary action or sanction will depend on the severity, nature and circumstance of the false report.

INVESTIGATION

A Whistleblower's report may only be investigated and acted upon following referral to a WPO. Any other person (such as a supervisor or manager) who receives a report of Reportable Conduct must immediately refer it to a WPO, take no further action and keep the report confidential.

The investigation process will vary depending on the precise nature of the conduct being investigated. The purpose of the investigation is to determine whether or not a Reportable Conduct is substantiated, with a view to Ultra Tune then rectifying any wrongdoing uncovered (to the extent that this is practicable in all the circumstances), and to take any disciplinary or other appropriate action.

The WPO and/or the investigator will determine how the investigation is to be conducted. Unless anonymous, a Whistleblower may be asked to provide further details about what he/she has reported, to ensure that the matters raised may be thoroughly investigated and put to other who are implicated. The WPO and/or investigator may confer and seek advice from external/internal legal advisers,

appropriate employees of Ultra Tune Australia Pty Ltd whom are not involved in the Reportable Matter reported, and/or other 3rd party services in their sole discretion.

All investigations will be objective, fair and conducted by an investigator who is independent of: the Whistleblower, anyone who is the subject of the Reportable Conduct, and any business unit/department concerned.

The WPO / investigator will endeavour to limit the number of employees of Ultra Tune Australia Pty Ltd to those he/she determines are necessary to provide information or assist in the investigation.

Ultra Tune will apply principles of procedural fairness and natural justice to the conduct of any investigation and resultant findings arising under this Policy.

As far as practicable, a Whistleblower (if their identity is provided) will be kept informed of the status of the Reportable Matter that they have reported as well as the outcome (subject to privacy and confidentiality considerations).

Ultra Tune may be required to refer an allegation of Reportable Conduct to the Police, regulatory body or other external parties. In such circumstances, Ultra Tune may not be able to keep a Whistleblower informed on the progress of a Protected Disclosure.

CONFIDENTIALITY AND PRIVACY

Ultra Tune will make all reasonable efforts to ensure the identity of a Whistleblower remains confidential throughout the investigation process. Ultra Tune will not disclose a Whistleblower's identity unless:

1. the Whistleblower consents to the disclosure of their identity;
2. disclosure of the Whistleblower's identity is compelled by law;
3. disclosure is necessary to prevent a serious threat to any person's health or safety; or
4. it is necessary to protect or enforce Ultra Tune's legal rights or interests or to defend any claims.

Whistleblowers can report anonymously. Any manager who receives a Whistleblower report must not disclose that report to anyone other than a WPO or a Senior Officer. Unauthorised disclosure of the Whistleblower's identity or information from which the identity of the Whistleblower could be inferred will be regarded as a disciplinary matter and will be dealt with in accordance with Ultra Tune disciplinary procedures. Whistleblowers can also report anonymously via post to the postal address detailed above.

Where a Protected Disclosure is made anonymously, Ultra Tune will use reasonable efforts to ensure the process of investigating the report does not lead to the Whistleblower being identified.

It is possible that someone might deduce the identity of the Whistleblower without there having been a breach of confidentiality (eg. by the nature of the Reportable Matter).

A Whistleblower must keep all information relating to any allegation confidential at all times, both during any investigation process and following any resolution of an allegation.

NO VICTIMISATION

Ultra Tune is committed to ensuring that any person who reports a Reportable Matter, acts as a witness or participates in any way with respect to a report of Reportable Matter is not victimised.

Whistleblower will not be:

- subject to any Detrimental Conduct because, or partly because, it is believed or suspect that they or any other person reported, may have reported, proposed to report, or could report, a Reportable Matter; or
- threatened to be subject to any Detrimental Conduct because they or any other person has reported or may report a Reportable Matter.

“Detrimental Conduct” includes, but is not limited to the following:

- dismissal of an employee;
- injury to an employee in their employment;
- alteration of an employee’s position or duties to their disadvantage;
- discrimination between an employee and other employees;
- harassment or intimidation of a franchisee;
- disenfranchisement of a franchisee;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person’s property;
- damage to a person’s reputation;
- damage to a person’s business or financial position;
- any other damage to a person.

POLICY REVIEW AND AMENDMENT

This Policy will be reviewed from time to time to ensure it remains consistent with all relevant legislative requirements, as well as changes within the organisation. This Policy may be amended or replaced at any time at the sole discretion of Ultra Tune.