

Fujitsu Australia Limited Whistleblower Policy

This policy applies to Fujitsu Australia Limited ("Fujitsu").

1 - Purpose

This policy applies to Fujitsu Australia Limited ("Fujitsu").

The purpose of this policy is to ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported. It is intended to help deter wrongdoing, in line with Fujitsu's risk management and governance framework, and to support a culture of ethics and integrity consistent with the Global Business Standards and Fujitsu Way.

Fujitsu is committed to the highest possible standards of openness, probity and accountability. Current and former employees, officers or directors, contractors, suppliers (including their employees) or associates as well as relatives and dependants of those persons are often the first to realize that there may be something wrong with the way the company or its business partners are conducting business. Fujitsu strongly encourages individuals to disclose the wrongdoing where a person has reasonable grounds to suspect misconduct, or an improper state of affairs or circumstances, in relation to Fujitsu or a related body. It will not tolerate retaliation for reporting made by an eligible whistleblower where there are reasonable grounds to suspect such matters.

Allowing the reporting of disclosable matters through appropriate channels is intended to result in:

- More disclosures of wrongdoing;
- More protection and support to individuals who disclose wrongdoing;
- Disclosures being dealt with appropriately and on a timely basis;
- More effective compliance with laws;
- A healthier and safer work environment;
- More efficient management;
- Improved staff morale; and
- Improved internal governance, including corporate controls.

2 - Policy Statement

Fujitsu is committed to fostering a culture of corporate compliance, ethical behaviour and corporate good governance. This policy sets out Fujitsu's commitment to maintaining an open working environment in

which all persons are able to report wrongdoing without fear of intimidation or reprisal.

Fujitsu is committed to complying with all laws and practices protecting the rights of whistleblowers who disclose wrongdoing under the Corporations Act (2001) (Cth) and the tax whistleblower regime under Part IVD of the Taxation Administration Act 1953.

This policy is made available to officers and employees of Fujitsu on InfoWorld Oceania, under Policies/Processes and will be available on Fujitsu's external website.

3 - Who the policy applies to

The following persons or entities may be eligible to report under this policy if they are, or have been, any of the following in relation to Fujitsu:

- (a) employee of Fujitsu, including current and former employees who are permanent, part-time, fixed-term or temporary, interns, secondees, managers, and directors;
- (b) a supplier of services or goods to Fujitsu, whether paid or unpaid, including their employees (e.g. current and former contractors, consultants, service provider and business partners);
- (c) an associate of Fujitsu which means a director or secretary of Fujitsu, a related body corporate and a director or secretary of a related body corporate of Fujitsu; and
- (d) a relative or family member of any of the individuals identified at (a) to (c) above, (e.g. relatives, dependants or spouse of current and former employees, contractors, consultants, service providers, suppliers and business partners)

(Whistleblower or WB).

4 - Matters the policy applies to

4.1 - Types of Disclosable Matters that are reportable

A WB may report certain disclosable matters under this policy (Disclosures). Disclosable matters are matters which involve information that the WB has reasonable grounds to suspect misconduct, improper

state of affairs or circumstances in relation to Fujitsu or a related body corporate.

Subject to paragraph 4.2, types of wrongdoing which might constitute misconduct, improper state of affairs or circumstances include:

- breaches of Fujitsu policies or The Fujitsu Way;
- fraud, money laundering or misappropriation of funds;
- illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property,
- offering or accepting a bribe;
- financial irregularities;
- failure to comply with, or breach of, legal or regulatory requirements;
- engaging in or threatening to engage in detrimental conduct against a person who has made a Disclosure or is believed or suspected to have made, or be planning to make, a Disclosure.
- potential breaches of human rights standards;
- in conflict with the interests of Fujitsu, including those relating to outside business interests, relationships, improper payments and donations;
- a misuse of sensitive or confidential information;
- any other conduct which may cause financial or non-financial loss to Fujitsu or be otherwise detrimental to the interests of Fujitsu;
- an offence against the Corporations Act, the ASIC Act, the Banking Act 1959 or any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- a danger to the public or the financial system; and
- attempts to conceal any of the above

(Disclosable Matters).

The Disclosure of a Disclosable Matter is known as a “protected disclosure” and qualifies for protection under the Corporations Act (or the Taxation Administration Act, where relevant) (Protected Disclosure).

A Disclosable Matter can be raised by two or more WBs jointly.

4.2 - Types of matters that are not covered

4.2.1 - The following personal work-related grievances are not covered by this policy:

- (a) an interpersonal conflict between the WB and another employee;
- (b) a decision that does not involve a breach of workplace laws;
- (c) a decision about the engagement, transfer or promotion of the WB;
- (d) a decision about the terms and conditions of engagement of the WB; or
- (e) a decision to suspend or terminate the engagement of the WB, or otherwise to discipline the WB.

4.2.2 - A personal work-related grievance may be a Protected Disclosure and still qualify for protection if:

- (a) it includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (mixed report);

- (b) Fujitsu has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the Disclosure relates to information that suggests misconduct beyond the WB’s personal circumstances;
- (c) the WB suffers from or is threatened with detriment for making a Disclosure or
- (d) the WB seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.

4.2.3 - Personal work-related grievance matters that are not covered by this policy or other matters that are not a Disclosable Matter should be raised with Human Resources, either via AskHR or directly contacting a member of the HR team, your manager or as per applicable policy, such as the Grievance Resolution Policy.

4.3 - How sure must the WB be about the truth of their Disclosable Matters?

The WB must have reasonable grounds to suspect the misconduct, improper state of affairs or circumstances that constitute the relevant Disclosable Matter in order for it to be a Protected Disclosure. If the WB is found to have intentionally made a false report they may be subject to disciplinary or legal action.

5 - Who can receive a Protected Disclosure

5.1 - Types of people a WB can make a report to

The following people within and outside of Fujitsu can receive Protected Disclosures:

- (a) eligible recipients as set out in paragraph 5.2 below;
- (b) legal practitioners;
- (c) regulatory bodies;
- (d) Fujitsu Alert recipients; and
- (e) journalists and members of Commonwealth, state or territory parliaments (parliamentarians), under certain circumstances when a public interest or emergency Disclosure is being made.

Fujitsu encourages a WB to make a Protected Disclosure to a senior manager or a VP of Fujitsu in the first instance.

5.2 - Eligible Recipients

In Fujitsu, the following are eligible recipients:

- a director or senior manager of Fujitsu or related body corporate. A Fujitsu senior manager is a person who makes or participates in decisions that substantially affect the business including VPs, head of divisions and general managers; and
- internal or external auditor (including a member of an audit team conducting an audit) or actuary of Fujitsu

(Eligible Recipients).

5.3 - Legal Practitioners

A WB can make a Protected Disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act. Even in the event that the legal practitioner concludes that the disclosure is not a Protected Disclosure, the Disclosure will be protected.

5.4 - Regulatory Bodies

A WB can make a Protected Disclosure directly to regulatory bodies, or other external parties, including ASIC, APRA or ATO, and qualify for protection under the Corporations Act, without making a prior Protected Disclosure to Fujitsu.

5.5 - Fujitsu Alert Recipients

A WB can make a Protected Disclosure directly to Fujitsu Alert by:

- Calling the hotline in Australia 1800 75 0983; or
- Reporting through the website: <http://www.mycompliance-reporting.com>.
- Fujitsu Global Compliance has a list of recipients who receive the Fujitsu Alert reports.

5.6 - Public Interest Disclosures and Emergency Disclosures

A WB should contact an independent legal adviser before making a public interest Disclosure or an emergency Disclosure.

5.6.1 - The WB can make a "public interest" Disclosure to a member of the Parliament of the Commonwealth or State or a journalist where at least 90 days have passed after making a Protected Disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation and the WB still reasonably believes that:

- action has not been taken; and
- further disclosure is in the public interest.

Before making the public interest Disclosure, the WB must give written notice to the person or body to which the previous Disclosure was made and Fujitsu via fanzwhistleblower@au.fujitsu.com that:

- Includes sufficient information to identify the previous Disclosure; and
- States that the WB intends to make a public interest Disclosure.

5.6.2 - The WB can make an "emergency" Disclosure to a member of the Parliament of the Commonwealth or State or a journalist, where the WB has previously made a Protected Disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation and has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health and safety of one or more persons or to the natural environment.

Before making the emergency Disclosure, the WB must give written notice to the person or body to which the previous Disclosure was made and Fujitsu via fanzwhistleblower@au.fujitsu.com that:

- Includes sufficient information to identify the previous Disclosure; and

- states that the WB intends to make an emergency Disclosure.

6 - How to make a Disclosure

A WB is encouraged to make a Protected Disclosure as early as possible. The Protected Disclosure is expected to be made when the WB has reasonable grounds to suspect the Disclosable Matter. Fujitsu does not expect the WB to be expert in law or to conduct their own investigation.

If the WB has any doubts as to whether or not their issue or information is a Disclosable Matter within this policy, they may discuss their issue informally and confidentially with the Fujitsu Compliance Officer at Mailbox Compliance.Oceania@au.fujitsu.com.

6.1 - Channels for reporting

A Disclosure can be reported through one of the following channels:

1. Eligible Recipients (as set out in paragraph 5.2);
2. Legal practitioner;
3. ASIC, APRA, ATO or a Commonwealth authority prescribed under the Corporations Act;
4. Fujitsu Alert. If the WB chooses to remain anonymous, the WB may return to this website to retrieve any follow-up response or provide additional information. The information provided will be stored on a server overseas which at this time will be in the Republic of Ireland but is subject to change; or
5. Fujitsu Whistleblower Mailbox at fanzwhistleblower@au.fujitsu.com.

6.2 - Anonymous Disclosures

Protected Disclosures can be made anonymously and still be protected under the Corporations Act.

The WB can choose to remain anonymous while making a Protected Disclosure, over the course of the investigation and after the investigation is finalised. The WB can refuse to answer questions that they feel could reveal their identity at any time, including during follow-up conversations. Fujitsu encourages a WB who wishes to remain anonymous to maintain ongoing two-way communication with Fujitsu, so Fujitsu can ask follow-up questions or provide feedback.

6.3 - Legal Protection for disclosures

The following protections under the Corporations Act are available to WBs who qualify for protection as a WB:

- (a) identity protection (confidentiality);
- (b) protection from detrimental acts or omissions;
- (c) compensation and other remedies; and
- (d) civil, criminal and administrative liability protection.

6.3.1 - Confidentiality of WB's identity

6.3.1.1 - Maintaining the WB's confidentiality of identity is of paramount importance to Fujitsu. Fujitsu will do everything reasonably possible to

ensure that the WB's identity remains confidential and will not be disclosed.

It is illegal for a person to identify a WB, or disclose information that is likely to lead to the identification of the WB, outside the following exceptions:

- (i) a person discloses the identity of the WB:
 - (a) to ASIC, APRA, or a member of the Australian Federal Police;
 - (b) to a legal practitioner (for the purposes of obtaining legal advice or legal representation about the whistleblower provisions in the Corporations Act);
 - (c) to a person or body prescribed by law; or
 - (d) with the consent of the WB.
- (ii) a person can disclose the information contained in a Protected Disclosure with or without the WB's consent if:
 - (a) the information does not include the WB's identity;
 - (b) Fujitsu has taken all reasonable steps to reduce the risk that the WB will be identified from the information; and
 - (c) it is reasonably necessary for investigating the issues raised in the Protected Disclosure.

6.3.1.2 - A WB can lodge a complaint with Fujitsu about a breach of confidentiality of identity.

A WB may also lodge a complaint with a regulator, such as ASIC, APRA or the ATO, for investigation.

6.3.2 - Protection offered to WB

Fujitsu will support the WB and protect the WB from detriment as follows:

- (i) If (because of the nature of the Protected Disclosure, or because of cooperation with law enforcement authorities) it is not possible to maintain the confidentiality of the WB's identity, the Compliance Officer will inform the WB as soon as possible and work with the WB to minimise the impact of the loss of the confidentiality of the WB's identity. Fujitsu may consider the WB's request for relocation or for a leave of absence during the investigation period.
- (ii) Only a restricted number of people who are directly involved in handling and investigating a Protected Disclosure will be made aware of the WB's identity (subject to the WB's consent) or information that is likely to lead to the identification of the WB;
 - (a) All reasonable requests will be considered and determined taking into account both the WB's interests and the interests of Fujitsu;
 - (b) The WB may request that special protection measures be taken to protect their identity. The Compliance Officer, together with the VP Legal & Compliance will work with the WB to ensure all reasonable steps are taken to reduce the risk that the WB will be identified as a result of the Protected Disclosure.

As well as protecting the WB's identity (to the fullest extent permitted by law), Fujitsu is committed to protecting and respecting the WB's rights by prohibiting reprisals, discrimination and harassment or victimisation against the WB or the WB's colleagues or relatives.

Specifically, Fujitsu is committed to ensuring that the WB will not be personally disadvantaged by Fujitsu as a result of their Protected Disclosure by:

- Loss of job;
- Harm or injury to the WB, including psychological harm;
- Harassment or intimidation;
- Damage to their reputation;
- Disadvantage in career opportunities, e.g., demotion, suspension of work or reduction in pay or entitlements;
- Current or future bias within Fujitsu;
- Discrimination; or
- Damage to their property

A WB who is a current employee, or their immediate family, can also access Fujitsu's Employee Assistance Program for confidential counselling services, and may request additional support.

6.3.3 - Protection from detrimental acts or omissions

Fujitsu will protect a WB, or any other person, from detriment in relation to a Protected Disclosure.

The Corporations Act prohibits any acts which:

- actually cause detriment to the WB;
- threaten to cause detriment to the WB; or
- threaten (express or implied, conditional or unconditional) the WB.

The following are examples of detrimental conduct that are prohibited:

- dismissal of the WB;
- harassment or intimidation of the WB;
- harm or injury to the WB, including psychological harm;
- damage to the WB's property or reputation; or
- damage to the WB's business or financial position.

The following are examples of actions that are not detrimental conduct (where relevant):

- administrative action that is reasonable for the purpose of protecting a WB from detriment (e.g. moving a WB who has made a Disclosure about their immediate work area to another office to prevent them from detriment); and
- managing a WB's unsatisfactory work performance, if the action is in line with the WB employer's performance management framework.

Any employee found to have victimised a WB may face penalties under the Corporations Act, as well as disciplinary action by Fujitsu, up to and including dismissal.

6.3.4 - Compensation and other remedies

A WB (or any other employee or person) can seek compensation and other remedies through the courts if:

- (a) they suffer loss, damage or injury because of a Protected Disclosure; and
- (b) Fujitsu failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

Fujitsu encourages WBs to seek independent legal advice.

6.3.5 - Civil, criminal and administrative liability protection

A WB is protected from any of the following in relation to their Protected Disclosure:

- (a) civil liability (e.g. any legal action against the WB for breach of an employment contract, duty of confidentiality or another contractual obligation);
- (b) criminal liability (e.g. attempted prosecution of the WB for unlawfully releasing information, or other use of the Protected Disclosure against the WB in a prosecution (other than for making a false disclosure)); and
- (c) administrative liability (e.g. disciplinary action for making the Protected Disclosure).

The protections do not grant immunity for any misconduct a WB has engaged in that is revealed in their Protected Disclosure.

7 - Handling and Investigating a Disclosure

The Compliance Officer is a person appointed by Fujitsu to be responsible for protecting the rights of the WB in accordance with this policy.

It is the Compliance Officer's responsibility to:

- Safeguard the WB's interests in accordance with this policy and any applicable legislation;
- Act as, or designate the Investigation Officer; and
- Make sure the WB is kept informed of how the investigation of their Protected Disclosure is progressing and the outcome of the investigation.

Fujitsu is committed to appointing and maintaining an appropriately qualified Compliance Officer that is accessible to all WBs.

7.1 - Handling a Disclosure

- (a) Protected Disclosures raised via channel 1 (Eligible Recipients) or channel 5 (Fujitsu Whistleblower Mailbox) in paragraph 6.1 will be sent to the Fujitsu Compliance for determination and investigation;
- (b) Protected Disclosures raised via channel 2 (legal practitioner) or channel 3 (ASIC, APRA or ATO) in paragraph 6.1 will be investigated by the legal practitioner or relevant authority;
- (c) Protected Disclosures raised via channel 4 (Fujitsu Alert) in paragraph 6.1 and the matter relates to:
 - (i) the CEO of Fujitsu;
 - (ii) the CEO of Fujitsu's direct reports; or
 - (iii) the Fujitsu Compliance Officer,the matter will be sent directly to the Fujitsu Limited International Business' Chief Compliance Officer for determination (HQ Compliance Officer).

The HQ Compliance Officer may liaise with the Fujitsu Compliance Officer (unless that Fujitsu Compliance Officer is conflicted or under review) or other personnel who HQ Compliance Officer finds appropriate in relation to the report.

All other Fujitsu Alert matters will be investigated by personnel determined by the HQ Compliance Officer.

7.2 - The investigation process

Fujitsu will need to assess each Disclosure to determine whether:

- (a) it qualifies for protection; and
- (b) a formal, in-depth investigation is required.

Where a Disclosure is made via channels 1, 4 or 5 in paragraph 6.1, the investigation process will most likely follow the following steps:

Step 1

The Eligible Recipient receiving the Disclosure will make a record of all of the relevant data and the WB's name (unless they wishes to remain anonymous).

Step 2

The Eligible Recipient will then refer the matter to the Investigations Officer.

Step 3

If the Investigations Officer determines that they will need to investigate a Disclosure, the Investigations Officer will need to determine:

- the nature and scope of the investigation;
- the person(s) within and/or outside the entity that should lead the investigation;
- the nature of any technical, financial or legal advice that may be required to support the investigation; and
- the timeframe for the investigation.

Step 4

The Investigations Officer will then investigate the substance of the Disclosure to determine whether there is evidence in support of the matter(s) raised, or, alternatively, evidence to refute the Disclosable Matter. Fujitsu will follow due process in investigations.

If appropriate, the Investigations Officer may also liaise with external organisations such as ASIC, APRA and the Australian Federal Police or obtain legal advice in relation to the Disclosure.

The Investigating Officer may not be able to undertake an investigation if they are not able to contact the WB (e.g. if a Disclosure is made anonymously and the WB has refused to provide, or has not provided, a means of contacting them).

A WB will be provided with regular updates, if the WB can be contacted (including through anonymous channels). As a minimum, Fujitsu will provide updates to a WB during the following stages:

- when the investigation process has begun;
- while the investigation is in progress; and
- after the investigation has been finalised.

The VP Legal & Compliance will be kept apprised of any significant findings during the course of the investigation.

Step 5

If a current employee of Fujitsu has been mentioned in the Disclosure, the Investigations Officer, together with the VP Legal & Compliance, must determine whether to notify the employee of the allegations. If it is determined that the employee will be notified, the Investigations Officer will inform the employee. Then, at a mutually suitable time, the employee will be given an opportunity to provide their explanation or defence of the matters in the Disclosure and be provided an opportunity to explain and/or refute the matters set out in the Disclosure. The employee will be given the opportunity to have a support person at this meeting.

Fujitsu will ensure fair treatment of the employee(s) who are mentioned in the Disclosures, or to whom such Disclosures relate.

Step 6

At the end of the investigation, the Investigations Officer will report their findings to the VP Legal & Compliance who will determine the appropriate response. If issues of discipline arise, the response will be made in accordance with Fujitsu's policies, as varied from time to time.

On the balance of probabilities, a finding may be that an allegation is:

fully substantiated;

- partially substantiated;
- not able to be substantiated; or
- disproven.

If the Investigations Officer finds that a Disclosure contains allegations against a person which cannot be substantiated or are disproven, that person will be advised accordingly.

The findings from an investigation will be documented and reported to the VP Legal & Compliance and any other relevant VP, while preserving confidentiality.

Step 7

Once an investigation into a Disclosure is complete, a verbal or written report may be made to the WB explaining the findings and actions to be taken by Fujitsu. This report will give the WB as much information in relation to the outcome of the investigation of their Disclosure as commercial, legal and/or confidentiality requirements will allow.

If the WB chooses to remain anonymous, a verbal or written report may prove problematic, in which case, alternative arrangements may need to be made for providing the WB with feedback.

If it is determined by the VP Legal & Compliance, that there are circumstances where it may not be appropriate to provide the full details of the outcome/findings to the WB, the WB will be informed of the outcome/finding only to the extent determined by the VP Legal & Compliance.

Disclaimer

Fujitsu reserves the right to vary, replace or delete this policy from time to time in its absolute discretion. This policy is not, and is not intended to be, contractual in nature and does not comprise a term or condition of any contract of employment or engagement with any worker.

Policy Owner

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