

MILLENNIUM & COPTHORNE HOTELS NEW ZEALAND LIMITED ‘WHISTLEBLOWING’ POLICY

Prepared By: Company Secretary
October 2023

1 Background

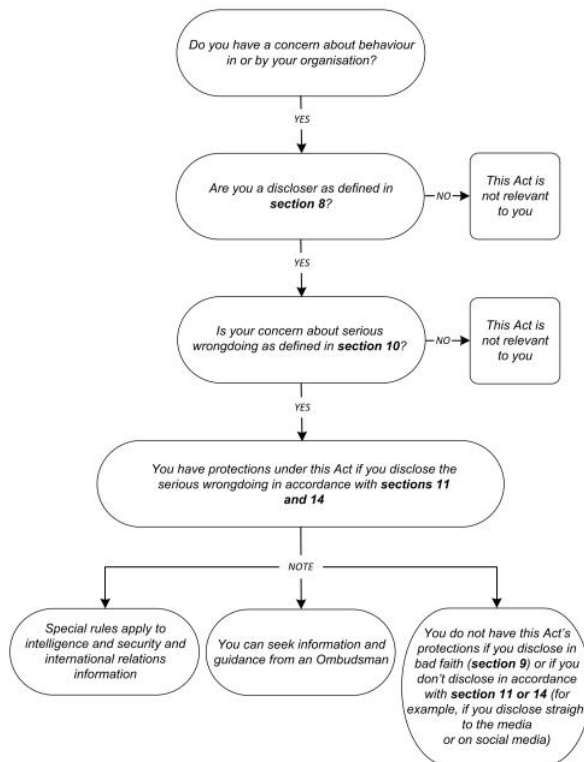
Protected disclosure (‘whistleblowing’) is when an employee of an organisation is able to disclose information about serious wrongdoing, wants the wrongdoing to be investigated and wishes the disclosure to be protected (kept confidential). The Protected Disclosures (Protection of Whistleblowers) Act 2022 (‘the Act’) provides protection for employees who want to ‘blow the whistle’ in the workplace.

Millennium & Copthorne Hotels New Zealand Limited (‘MCK’) encourages the disclosure of serious wrongdoing and seeks to act honestly and with integrity in accordance with the company’s Code of Ethics and Business conduct (‘Code’). This policy provides a framework for employees to escalate reportable conduct and sets out the procedure to report concerns about workplace practices.

Concerns may be about an action that:

- is unlawful (including criminal offences or breaches of civil laws and regulations); or
- falls below established standards or practice (including the violation of MCK’s policies and procedures or guidelines); or
- is outside the scope of an individual’s authority resulting in an unauthorised transaction’ or
- could damage the company’s reputation; or
- amounts to improper conduct or ‘serious wrongdoing’

The **Protected Disclosures (Protection of Whistleblowers) Act 2022** (‘the Act’) provides a useful flowchart to help determine whether the Act and this policy will apply:



Some types of criminal or unethical conduct cause a legal obligation on the part of employees and therefore the Company, to make a report.

For example

- market abuse (insider trading)
- money laundering
- theft
- fraud
- bribery & corruption
- serious irregularities in financial reporting

2 Safeguards

MCK recognises that deciding to report a concern can be difficult, and employees may have a fear of reprisal.

Under the Act, employers must not retaliate or threaten to retaliate against an employee because the employee makes, intends to make a protected disclosure report.

The Company will not tolerate harassment or victimisation and will take action when concerns are raised in good faith in accordance with the Act.

MCK will use its best endeavours to keep the identity of a discloser confidential. Employees may choose to consent to the release of their identity. MCK may need to disclose someone's identity if any of the following apply:

- there are reasonable grounds to believe that the release of the identity is essential:
 - for the effective investigation of the disclosure; or
 - to prevent a serious risk to public health or safety or the health and safety of any individual or the environment or to comply with the principles of natural justice.
- To an investigation by a law enforcement or regulatory authority for the purpose of law enforcement.

The Company strongly encourages employees to put their name to a protected disclosure report.

3 How to raise a concern

As a first step, you are encouraged to raise the concerns with either your line manager, HR or the General Manager/Hotel Manager of your hotel.

If you believe that management is involved, you can approach either:

- a) The Chair of MCK's Audit Committee; or
- b) the City Developments Limited Ethics Officer who is also the Head of Internal Audit and is independent of Millennium & Cophorne Hotels Limited.

Concerns are better raised in writing. Set out the background and history of the concern, giving names, dates and places where possible, and the reason why you are particularly concerned about the situation and send to nzwhistleblower@millenniumhotels.co.nz and / or cdl.whistleblowing@cdl.com.sg

In some circumstances, it may be appropriate to make a disclosure to an appropriate external authority such as the New Zealand Police. You are required to use the internal process outlined in this Policy unless:

- you believe that the matter is so urgent or there is some other exceptional circumstance that would justify immediately contacting an appropriate external authority;
- there has been no action or recommended action on the matter within 20 working days of the protected disclosure being made.

For clarity, the media is **not** an appropriate external authority. An 'appropriate external authority' includes any regulator or law enforcement agency¹.

4 How MCK will respond

MCK will handle protected disclosure reports in line with the procedure under the Act as follows:

Within 20 working days of receiving a protected disclosure, we will—

- (a) acknowledge the date received (and summarise the disclosure if made verbally,); and
- (b) consider whether the disclosure warrants investigation; and
- (c) check whether the disclosure has been made elsewhere (and any outcome); and
- (d) deal with the matter by doing 1 or more of the following:
 - a. investigate the disclosure;
 - b. address any serious wrongdoing by acting or recommending action;
 - c. refer the disclosure to an appropriate authority under section 16;
 - d. decide that no action is required (under section 15); and

- (e) inform you (with reasons) about how the matter will be dealt with.

If it is impracticable to complete these actions within 20 working days, we will then—

- (a) inform you how long we expect to take to deal with the matter; and
- (b) update you about progress; and
- (c) deal with the matter as described above; and
- (d) inform you (with reasons) about how the matter will be dealt with .

5 Protection and support for whistleblowers

Employees who raise genuine concerns in good faith under this procedure will not be dismissed or subjected to any unwarranted disciplinary action, retaliation or victimisation as a result of such action. Employees who victimise or retaliate against someone who has raised concerns under this policy will be subject to disciplinary action.

If, an employee makes allegations that are malicious, frivolous or simply to cause anger, irritation or distress, disciplinary action may be taken.

6 Implementation procedures

The policy shall be posted on our intranet for transparency and ease of access by employees.

Management will provide reports of any whistleblowing reports to the MCK Audit Committee at each meeting of the Committee and as may be required between meetings

Millennium & Copthorne Hotels New Zealand
20 October 2023

¹ The Act lists appropriate external authorities in Schedule 2.