

1. PURPOSE

The Protected Disclosures (Protection of Whistleblowers) Act 2022 (**Act**), also known as the “whistleblower” legislation, has been in force since 1 July 2022.

The Act and this policy are intended to promote the public interest by facilitating the disclosure and investigation of information about serious wrongdoing. The Act and this policy provide protections for current and former employees, secondees, contractors, senior management, directors, volunteers and home workers who follow this procedure to disclose information about serious wrongdoing (**discloser**).

Under Sky's Code of Ethics, policies and employment agreements, all employees of Sky have a responsibility to maintain high standards of integrity and conduct. If any discloser believes that they have information about serious wrongdoing in or by Sky, they are encouraged to disclose this information using this policy and using Sky's internal procedures.

Sky takes its obligations under the Act very seriously and will investigate any disclosure of serious wrongdoing thoroughly, while fully respecting the rights of disclosers.

Sky will communicate to employees about this policy and their rights and obligations under it. Sky will also provide training for management and others who may receive disclosures about how to respond to them, as applicable.

References to Sky in this policy include Sky Network Television Limited and all of its subsidiaries. This policy has been developed to align with Sky's values and should be read in conjunction with the Code of Ethics.

2. WHAT IS “SERIOUS WRONGDOING”?

Serious wrongdoing – is an act or omission, or course of conduct, that is one or more of the following:

- an offence;
- a serious risk to public health, public safety, the health or safety of any individual, or the environment;
- a serious risk to the maintenance of the law, including the prevention, investigation and detection of offences, or the right to a fair trial;
- an unlawful, corrupt, or irregular use of public funds or public resources; or
- oppressive, unlawfully discriminatory, or grossly negligent, or that is gross mismanagement by a person performing (or purporting to perform) a function or duty or exercising (or purporting to exercise) a power on behalf of a public sector organisation.

“Serious wrongdoing” and other issues at Sky

The protections under this policy apply to disclosures (or intended disclosures) of serious wrongdoing, because it is in the public interest to investigate and to protect people who raise serious issues. Less serious issues will not attract this level of protection. However, no employee or director of Sky should act unfairly towards any discloser who raises a genuine concern in good faith.

If a discloser has a concern but it does not fall within the definition of “serious wrongdoing”, or for good reason they do not want the protections or to follow this procedure, they may have other options for bringing the information to Sky's attention. Sky has other policies and procedures which may apply to the situation.

If the issue causing a discloser concern relates to the way they are being treated in the workplace by a manager or co-worker, this is likely to be an HR issue, and should be raised in accordance with Sky HR policies. Dissatisfaction with management decisions, disagreements about workplace matters, bullying and other employment relations issues should be raised with managers in the usual way, or if it is about the manager, then with the manager's manager, or brought to the attention of HR as appropriate. If Sky fails to take appropriate action in relation to an employment issue raised by a Sky employee, that may give rise to a personal grievance, rather than a protected disclosure.

If an employee raises a protected disclosure and also raises other employment issues, the employment issues may be dealt with through the applicable HR or management process, separate from the protected disclosure process. Any other serious issue that is not serious wrongdoing will be brought to the attention of senior management and should be dealt with immediately. This may be concurrently with a protected disclosure process, and/or an employment process.

When you can make a disclosure:

- you fall within the definition of a discloser;
- you believe on reasonable grounds that there is, or has been serious wrongdoing in or by Sky;
- you make a disclosure in accordance with this policy and/or the Act; and
- you do not make the disclosure in bad faith.

How you are protected if you make a disclosure:

If a discloser makes a disclosure about suspected serious wrongdoing on reasonable grounds, and substantially follows this policy or the Act, the following protections will apply. Any other employee of Sky who voluntarily provides supporting information to the discloser or anyone involved in investigating the disclosure will also have the benefit of the following protections:

- A discloser is protected from civil and criminal liability for having made a disclosure, and from disciplinary proceedings.
- An employee who intends to make a disclosure, or who has made a disclosure under this policy, is protected from "retaliation" or "victimisation" (defined below). An employee who volunteers supporting information has the same protections.
- Sky employees who experience retaliation because they have made or intend to make a disclosure will have grounds for a personal grievance under the Employment Relations Act 2000. "Retaliation" means suffering some adverse decision or action by any manager on behalf of Sky because an employee has made or intends to make a disclosure, including dismissal.
- Any discloser who experiences victimisation as a result of making or proposing to make a disclosure can make a claim of victimisation under the Human Rights Act 1993. "Victimisation" means that the discloser has suffered some disadvantage either in the workplace or in terms of access to services provided by Sky because they have made, or intend to make, a disclosure under this policy.

Sky will use its best endeavours to keep the discloser's identity confidential, unless:

- the discloser consents in writing to their identity being disclosed; or
- Sky reasonably believes that disclosing the discloser's identity:
 - is essential to the effective investigation of the protected disclosure;
 - is essential to prevent serious risk to public health, public safety, the health and safety of an individual, or the environment;
 - is essential having regard to the principles of natural justice; or
 - is essential to an investigation by a law enforcement or regulatory agency.

The discloser will be consulted in accordance with the Act before any disclosure of their identity.

Disclosures of legally privileged information are not permitted by this policy or the Act. Legal privilege applies to communications between Sky and its legal counsel and information created for the purposes of actual or anticipated legal proceedings, or for the purposes of seeking or receiving legal advice.

3. HOW TO MAKE A DISCLOSURE

Disclosers can make a protected disclosure by e-mailing their concerns to makingadisclosure@sky.co.nz.

This is a confidential e-mail address that goes to Sky's Protected Disclosure (PD) Officer, who is the person responsible for managing protected disclosures on behalf of Sky.

Sky employees may also raise any confidential queries or complaints, including protected disclosures, through an independent, third party provider, which is qualified to provide comprehensive advice and access to support. The

service is provided by an experienced Barrister specialising in employment law and can be accessed by phoning 0800 759 000 or emailing skytv@sdb.co.nz.

Alternatively, protected disclosures can be made directly to the Chief Executive Officer of Sky at any time.

In raising a protected disclosure, the discloser should include in their e-mail:

- the serious wrongdoing they are reporting;
- an explanation setting out why the Discloser believes the suspected wrongdoing has occurred;
- the facts of the suspected wrongdoing (including dates, who was involved, who witnessed it etc);
- any documents that the discloser thinks are relevant; and
- the discloser's contact details so Sky can seek further information, let the discloser know what Sky has done, and consult with the discloser (where required).

Further information:

Disclosers, and potential disclosers, who want to know more about reporting serious wrongdoing within Sky can refer to:

- Sky's PD Officer;
- the Office of the Ombudsman; and
- a lawyer or advocate (provided this is done on a confidential basis for the purpose of seeking advice).

Appropriate authorities

A discloser may make a protected disclosure to an external "appropriate authority" at any time. The protections under the Act and this policy will still apply to a disclosure made to an appropriate authority, if an employee believes on reasonable grounds that serious wrongdoing has occurred by or within Sky and does not make the disclosure in bad faith.

An "appropriate authority" includes any of the following:

- Commissioner of Police;
- Controller and Auditor-General;
- Director of the Serious Fraud Office;
- Inspector-General of Intelligence and Security;
- Office of the Ombudsman;
- Parliamentary Commissioner for the Environment;
- Independent Police Conduct Authority;
- Solicitor-General;
- Public Services Commissioner;
- Health and Disability Commissioner;
- head of every public sector organisation; and
- a private sector body comprising members of a particular profession or calling, having the power to discipline its members.¹

A list of appropriate authorities and the types of matters they can deal with can be found in the [Act](#).

A discloser can make a protected disclosure to a Minister of the Crown where they have reasonable grounds to believe that Sky has not acted on the protected disclosure or has not addressed the serious wrongdoing.

Who is not an "appropriate authority"?

¹ An example of a private sector body governing a particular profession would be the New Zealand Law Society, in respect of lawyers.

MPs, blogs, social media, media organisations or other third parties not listed above or in the Act are not an "appropriate authority" for the purposes of a disclosure, and none of the protections in this policy or the Act apply to disclosures made to them, including in respect of disciplinary and/or legal action.

Notification to Sky Board

All serious wrongdoing reported under this policy will be notified to Sky's People and Performance Committee and/or the Sky Board of Directors. The names and identifying information of disclosers will be kept confidential unless the exceptions above apply.

4. WHAT HAPPENS NEXT?

Within 20 working days of receiving a protected disclosure, Sky's PD Officer (or Chief Executive Officer, if the protected disclosure is about the PD Officer) will take the following steps:

1. acknowledge to the discloser receipt of the protected disclosure;
2. consider the disclosure and whether it warrants investigation;
3. check with the discloser whether the disclosure has been made elsewhere (and any outcome);
4. deal with the disclosure by investigating it, addressing the serious wrongdoing by acting or recommending action, referring the disclosure to an appropriate authority, and/or deciding no action is required; and
5. inform the discloser what they have done.

Any investigation conducted in relation to a disclosure will be conducted in a confidential, fair, thorough, objective and reasonably timely manner. The individual against whom a disclosure is made must be provided with the right to respond prior to the conclusion of the investigation (to the extent appropriate). In investigating reports, Sky's PD Officer (or Chief Executive Officer, if the protected disclosure is about the PD Officer) may designate a person or committee to lead the investigation and may seek independent professional advice in relation to the investigation (e.g. from lawyers).

Where it is impractical to complete actions 4. and 5. above within 20 working days, the PD Officer will inform the discloser as to how long they expect to deal with the matter and update the discloser about progress.

5. REVIEW

The Board is responsible for approving this policy and any amendments to it. This policy was reviewed and approved by the Board on 22 August 2023.