

## WHISTLEBLOWER POLICY

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### 1. GENERAL PURPOSE AND PRINCIPLES

- (a) The purpose of this Policy is to:
- support the Group's risk management and corporate governance framework;
  - promote the responsible reporting of Inappropriate Conduct in connection with the business and affairs of the Group;
  - describe the channels through which Inappropriate Conduct can be reported;
  - provide for the process for dealing with reports of Inappropriate Conduct;
  - provide integrity assurance in the systems and processes by which Inappropriate Conduct is reported in accordance with this policy;
  - provide reasonable respect and protective assurance to those who report Inappropriate Conduct in accordance with this policy;
  - improve the prospect of Inappropriate Conduct being detected and appropriately addressed, as well as the risk of occurrence and recurrence mitigated.
- (b) This policy is to be read in conjunction with the Group Code of Conduct/Values whereby the Group commits to being a responsible corporate citizen and to conducting its business in accordance with the ethical and legal principles and practices set out in that Code.
- (c) In particular under that Code the Group commits:
- (i) to fostering an environment where concerns about illegal or unethical behavior which affect the Group can be reported in confidence and without fear of retribution;
  - (ii) to treating reports of such a kind to relevant designated officers within the Group with the seriousness they deserve; and
  - (iii) investigating and acting on the report appropriately and promptly. This policy document expands on those commitments under the Code.
- (d) This policy applies to all Group personnel including directors, officers, employees (including volunteers), agents, business partners, and contractors engaged by a Group member, and their respective associates and relevant relatives, dependents and spouses, as applicable ("**Group Personnel**"). Third parties with whom Group members deal from time to time should also have due regard to this policy with a view to their coming within the embrace of the policy.

- (e) This policy is to be easily accessible and available to all Group Personnel including via the Group intranet and/or website.

## 2. INAPPROPRIATE CONDUCT

“**Inappropriate Conduct**” the subject of this policy includes any behaviour, conduct, act or omission by a member of the Group, by Group Personnel or by a third party (e.g. customer, supplier, competitor or government or regulatory official) in their dealings on behalf of or with any member of the Group, upon which there are reasonable grounds to suspect that there is likely to be (whether or not in actual contravention of the any law):

- criminality (including but not limited to theft, drug use/sale, violence or threatened violence and/or criminal damage to property or person);
- a breach of a legislative, regulatory or contractual obligation or requirement;
- dishonest, fraudulent or corrupt (including bribery and other improper payments or inducements);
- a serious risk to the health of an individual or the general public or the financial system;
- a danger or serious risk to the environment;
- a material breach of the Group Code of Conduct/Values;
- a material breach of any Group policy or procedure;
- an intention to conceal any of the above or records or other evidence relating to any of the above.

Without limiting the foregoing Inappropriate Conduct generally does not include personal work-related performance or inter-personnel grievances especially if more of a social or relatively petty nature. There are other avenues for reporting and dealing with such matters under the Group’s HR management policies and procedures.

## 3. REPORTING OBLIGATIONS

- (a) Group Personnel are required to report (“**Report**”) Inappropriate Conduct:
- (i) to their immediate supervisor or senior manager (“**Immediate Supervisor**”); and/or
  - (ii) to their relevant “**Designated Officer**”, (if one has been so designated) especially if they are not satisfied that in the circumstances of the matter a Report under (a) is appropriate, or is receiving the attention and follow up it deserves; and/or
  - (iii) to the external and/or internal (if one is formally appointed) auditor of the Company, as appropriate (who is ex officio deemed to be a Designated Officer)
- (b) If an Immediate Supervisor receives such a Report, they are required to promptly raise the matter with their relevant Designated Officer for the purposes of this policy.

- (c) If any person is in doubt as to who is their Immediate Supervisor or a Designated Officer, the Report may be made to a Director or Company Secretary of the Company (who are ex officio deemed to be Designated Officers).
- (d) Reporting may also be made via the Group's "Whistleblower and Integrity Hotline" (if and as available).
- (e) The Company will from time to time appoint relevant Designated Officers within the Group and may establish a "Whistleblower and Integrity Hotline". The Group will communicate the identity and contact details of Designated Officers and details of the Whistleblower and Integrity Hotline (as available) to Group Personnel.
- (f) Desirably Reports should be in writing and be supported by relevant facts and available evidence, however verbal Reports with reasonable particularity as to the Inappropriate Conduct and its surrounding circumstances may also be made.
- (g) Although Group Personnel who report Inappropriate Conduct are encouraged to identify themselves, reports can be made anonymously, confidentially and/or within or outside usual business hours, including via the Whistleblower and Integrity Hotline (as available). However, Group Personnel who report anonymously may not be able to gain the benefit of the protective assurance contained in this policy (due to their anonymity) and the non-disclosure of the person making the Report may impede the matter the subject of the Report being effectively and expeditiously addressed.
- (h) In certain circumstances prescribed by relevant legislative enactments, a Report may be made to a legal practitioner (for the purposes of gaining legal advice as to the proposed Report), relevant regulatory bodies and other external parties (including journalists and/or members of parliament).
- (i) Unless prohibited by a local law, if a person reports Inappropriate Conduct to a person in the terms of paragraph 3(h) above, then the person should also Report the Inappropriate Conduct to a Designated Officer in the terms of this policy, especially to gain the full benefit of the protective assurances contained in this policy.
- (j) Group Personnel must act on reasonable grounds when Reporting Inappropriate Conduct in the terms of this policy.

#### **4. PROCEDURES FOR DEALING WITH REPORTS**

- (a) The Group will develop and publish management procedures, protocols and practices as to how a Report is to be framed and dealt with in manner consistent with this policy.
- (b) Without limitation, the following key principles must be respected in those procedures, protocols and practices:
  - (i) the confidentiality (other than on an absolute "need to know" basis and subject to paragraph 4(c) below) of the identity of the Group Personnel who reported the Inappropriate Conduct (unless that person voluntarily waives in writing the

- need for that confidentiality to be maintained, whether generally or for any specific disclosure or class of disclosure);
- (ii) the discretion with which the information the subject of the Report is to be dealt with by the Group;
  - (iii) the recording, management and handling of the Report and the information the subject of the Report, particularly having regard to any prudential legal requirements;
  - (iv) the fair and objective manner in which the Report and the information the subject of the Report is to be investigated, reported against and otherwise dealt with by the Group having regard to all relevant circumstances;
  - (v) the protective assurances referred to in paragraph 5 of this policy;
  - (vi) subject to confidentiality restraints on the Group Personnel making the Report, as and where appropriate at the discretion of the Group to be made in good faith, keeping the Group Personnel making the Report informed concerning the subject matter of the Report, its investigation and any action taken;
  - (vii) any protections available to the Group Personnel making the Report being respected.
- (c) In certain circumstances, including if required to so do by law or in order to mitigate risks of serious damage to property or person, the Group may be required to disclose the identity of the Group Personnel making the Report, or to disclose information arising from the Report that may lead to the identity of that person no longer remaining confidential.
- (d) Given the various countries and legal jurisdictions in which the Group operates, discrete variations or additions to this policy may be approved by the Board as applying to certain Group divisions or Group members operating in designated countries and legal jurisdictions.

## **5. PROTECTIVE ASSURANCES**

- (a) In addition to confidentiality (subject to any exceptions referred to in this policy), the Group commits to providing the following protective assurance to Group Personnel who make Reports on reasonable grounds in the terms of this policy (irrespective of whether or not the Reports ultimately prove there to be Inappropriate Conduct) subject nevertheless to paragraphs 5(c) and 5(d) of this policy:
- (i) assurance, including as mandated under relevant legislation including the Corporations Act, against disciplinary action being taken against them for reporting Inappropriate Conduct;
  - (ii) support against victimisation, harassment, intimidation, discrimination, bullying or reprisals by other Group Personnel on account of their having reported Inappropriate Conduct;

- (iii) no bias or discrimination in career progression or workplace assignments within the Group for having reported Inappropriate Conduct;
  - (iv) in certain circumstances mandated under relevant legislation, liability protection.
- (b) Where protective assurances to be provided by the Group are not provided, then the Group Personnel who makes Reports in the terms of this policy may be entitled to compensation and remedy.
- (c) Where a Group Personnel who reports Inappropriate Conduct has been involved as a participant or otherwise is implicated in the Inappropriate Conduct, then the act of making the Report may be a mitigating factor in considering any disciplinary or other action that might otherwise be taken had the Group Personnel not made the Report.
- (d) Where a Group Personnel making a Report does so falsely, maliciously or vexatiously, and not on reasonable grounds, then that conduct itself may be regarded as serious misconduct rendering that person subject to disciplinary action.
- (e) Upon receiving a Report, and pending the substance of a Report of Inappropriate Conduct being reasonably established on the basis of insufficient evidence to support action (whether formal or informal) being taken against the person alleged to have been involved in Inappropriate Conduct, the Group will respect processes of natural justice and the presumption of innocence.
- (f) In particular the Group commits to the protections available to Personnel who report Inappropriate Conduct in the terms of this policy under the *Corporations Act 2001* (refer s.1317A1) and the *Taxation Administration Act (1953)* and related legislative and regulatory provisions
- (g) Group Personnel should seek their own professional legal advice concerning any aspect of this policy, its implementation and any protective assurances under it.

## 6. ACCOUNTABILITY

- (a) Responsibility oversight for the prudential communication, management, implementation and operations of this policy vests in the Company Secretary (“**Accountability Officer**”).
- (b) The Accountability Officer will:
  - (i) account for their responsibility oversight by reporting to the CEO and the Board Risk and Sustainability Committee in a timely manner as and when appropriate, or as required by that Committee, but at least annually;
  - (ii) act as a contact point for the explanation to Group Personnel as to this policy, its workings and its application;
  - (iii) be responsible for the communication, education and training of Group Personnel with respect to this policy so as to establish an appropriate and constructive culture within the Group concerning whistleblowing.

- (c) The Board Risk and Sustainability Committee is responsible for periodically reviewing this policy and making recommendations to the Board arising.
- (d) The Board is responsible for approving this policy and any variations to it.
- (e) In the development, structuring and implementation of systems, processes and practices concerning this policy and its implementation, due regard will be given to the requirements and recommendations of any relevant ASIC Regulatory Guide referable to whistleblower policies.