

FINANCE POLICY NUMBER 114: COMPLAINTS (WHISTLEBLOWER) POLICY

KEY MESSAGES

- Officers, employees or contractors of the Company and its subsidiaries (**Employees**) must ensure that at all times they act in compliance with all laws and the Company's ethical standards as detailed in the Code of Conduct.
- Employees should report their concerns regarding potentially corrupt, illegal and other undesirable conduct preferably openly but, if necessary, anonymously
- Any such report will be treated confidentially (unless the Employee indicates otherwise) and properly investigated.

1. COMPANY POLICY

1.1 Who may invoke this Policy?

This Policy may be invoked by all Employees (in this Policy, referred to as a **Whistleblower**).

1.2 What types of matters should be reported?

Any concern about a possible breach of the Code of Conduct, including:

- corrupt conduct;
- fraudulent activity;
- criminal offence;
- failure to comply with any legal obligation;
- unethical conduct;
- breach of internal policies;
- risk to the health or safety of any person;
- any deliberate concealment relating to the above;
- any other conduct that may cause financial or non-financial loss to the Company or otherwise detrimental to the Company's interests,

where the Whistleblower is apprehensive about raising his/her concern because of the fear of possible adverse repercussions to them.

In other circumstances, reports of breaches of the Code of Conduct should be made in accordance with the Code.

1.3 How can a matter be reported?

Whistleblowers are encouraged to report matters, preferably openly and in the following order:

- (a) in the first instance, to their managers; where this is not appropriate, where the Whistleblower does not feel comfortable in doing so, where the Whistleblower has previously done so and believes no action has been taken, or where the Whistleblower wishes to remain anonymous, then
- (b) to either the Company's Whistleblower Protection Officer (GM Human Resources) or Whistleblower Investigations Officer (Internal Audit Manager), or
- (c) to the Company's external independent whistleblower hotline on 1800 500 965 or via the email address faircall@kpmg.com.au or via a secure mailbox addressed to The FairCall Manager. PO Box H67, Australia Square, Sydney NSW 1213.

Any report by the Whistleblower may at his or her request be treated anonymously.

The operators taking the call on the whistleblower hotline are not associated with the Company in any way. They are trained and experienced specialists dedicated to dealing with whistleblowers and their concerns. All calls must be made on recognised business days between 8 am and 8 pm (AEST).

1.4 What happens once a call is made?

All reports of reportable conduct will be the subject of a thorough investigation with the objective of locating evidence that either substantiates or refutes the claims made by the Whistleblower.

Such investigations will be conducted by the Whistleblower Investigations Officer, who will follow best practice in investigations and be fair and independent. The Whistleblower Investigations Officer may engage external professionals to assist in any investigation process.

The Company is committed to implement the findings and recommendations of any investigation with a view to rectifying any wrongdoing as far as is practicable in the circumstances.

(Part 9.4AAA of the Corporations Act includes certain obligations relating to disclosures about alleged breaches of the Corporations legislation and care must be taken in this regard to ensure compliance with the law.)

2. COMMUNICATION AND PROTECTION OF THE WHISTLEBLOWER

2.1 Can a Whistleblower maintain anonymity?

If requested by the Whistleblower, their identity will be kept confidential by the Company's Whistleblower Investigations Officer and/or the Company external hotline operator.

Any commitment of confidentiality is subject to the requirements of the law which may require disclosure of the identity of the Whistleblower in legal proceedings.

Information obtained from a Whistleblower will only be disclosed:

- (a) to the extent necessary to conduct an investigation into the matter, and to the extent set out in paragraph 3 below; or
- (b) if the Whistleblower consents to the disclosure; or
- (c) as may be required by law.

Disclosure of information that is not authorised in accordance with this Policy may be the subject of disciplinary proceedings, including summary dismissal.

2.2 What type of communication will occur with the Whistleblower?

Where possible and assuming the identity of the Whistleblower is known, the Whistleblower will be kept informed of the outcome of the investigation of his or her report, subject to privacy and confidentiality considerations.

All Whistleblowers must maintain confidentiality of all such reports, and not disclose them to any person.

2.3 Will a Whistleblower be penalised for reporting a matter?

Whistleblowers who report matters in good faith and who have not been involved in the conduct reported will not be penalised or personally disadvantaged because they have reported a matter, by any of the following:

- (a) dismissal;
- (b) demotion;
- (c) any form of harassment;
- (d) discrimination; or
- (e) bias.

Any person who is found to have dismissed, demoted, harassed or discriminated against a Whistleblower by reason of their status as a whistleblower, may be subjected to disciplinary measures, including summary dismissal.

A Whistleblower who has been involved in the reported conduct may still be provided with immunity from any Company initiated disciplinary proceedings, by agreement with the Company. The Company however has no power to provide immunity from criminal prosecution.

2.4 Consequences of falsely reporting?

False reports can have a significant effect on the reputation of other Employees (as well as causing a considerable waste of time) and accordingly, any false reporting found to be deliberate will be treated as a serious disciplinary matter that may lead to summary dismissal.

Whilst not intending to discourage Whistleblowers from reporting matters of genuine concern, Whistleblowers must ensure that reports are factually accurate, complete, derived from first hand knowledge, presented in an unbiased fashion (and any possible perception of bias of the Whistleblower is disclosed) and without material omission.

3. REPORTING

The Whistleblower Investigations Officer will report their findings and actions directly to the Managing Director and to the Board of Directors and/or the Audit Committee. Where the MD is the subject of the complaint, or has a close personal relationship with the person against whom the accusation is made, the Whistleblower Investigations Officer will report only to the Board of Directors and/or the Audit Committee.

4. BASIS OF POLICY

This Policy has been prepared to adopt the principles of the Code of Conduct, the ASX Corporate Governance Council's Principles of Good Corporate Governance and Best Practice Recommendations, the AS 8004-2003 "Whistleblower Protection Programs for Entities" and the Corporations Act.

To determine whether it is functioning effectively, the Company will review the whistleblower protection program regularly.

5. QUESTIONS

Any questions relating to interpretation or enforcement of this Policy can be forwarded to the Internal Audit Manager.