WHISTLEBLOWER POLICY

1 Background

This policy supports the commitment of Lunnon Metals in creating and maintaining a culture of proper conduct and fair and honest dealing in its business activities.

Lunnon Metals encourages the reporting of any instances of suspected unethical, illegal, fraudulent, or undesirable conduct involving Lunnon Metals and provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation or reprisal.

This policy should be read in conjunction with other policies of Lunnon Metals, including the Code of Conduct.

2 Purpose of this Policy

The purpose of this policy is to:

(a) help detect and address Improper Conduct;

(b) maintain a working environment in which Employees are able to raise concerns regarding instances of Improper Conduct (where there are reasonable grounds to suspect such conduct) without fear of intimidation, disadvantage or reprisal;

(c) outline the procedures for reporting and investigating reported matters;

(d) outline the measures in place to protect people who report Improper Conduct;

(e) set out the responsibilities of the Company and its management in upholding the Company's commitment to reporting any illegal, unethical or improper conduct;

(f) promote ethical behaviour and a culture of speaking up to deter wrongdoing; and

(g) comply with the Corporations Act requirement to have a whistleblower policy.

It is expected that Employees will report known, suspected or potential cases of Improper Conduct. Failure to raise issues could result in disciplinary action including termination of employment.

3 Definitions

In this policy:

AFP means the Australian Federal Police.

APRA means the Australian Prudential Regulation Authority.

ASIC means the Australian Securities and Investments Commission.

Corporations Act means the Corporations Act 2001 (Cth) as amended or modified from time to time.

Employee means any person acting on behalf of the Company including employees, directors, contractors or consultants of Lunnon Metals Limited.

Improper or Detrimental Conduct or Treatment means conduct or treatment that is illegal, unacceptable or undesirable, or the concealment of such conduct. It includes, but is not limited to, conduct or treatment that:

(a) is against the law or is a failure by Lunnon Metals to comply with any legal obligation;

(b) is dishonest, fraudulent or corrupt;

(c) is potentially damaging to Lunnon Metals, an Employee or a third party, including unsafe work practices, environmental damage, health risks or substantial wasting of corporate resources;

(d) is misleading or deceptive conduct of any kind, including questionable accounting or financial reporting practices;

(e) involves bullying, harassment, intimidation, exclusion, threatsor discrimination;

(f) is of a nature referenced by cyber and privacy misconduct, and including cybersecurity incidents, privacy breaches, misuse of confidential information, data manipulation, AI misuse

(g) is considered a sanctions breach or could be a concern regarding modern slavery, or

(h) is unethical or breaches Lunnon Metals' policies, protocols or codes of conduct.

Lunnon Metals means Lunnon Metals Limited.

Reasonable Grounds means that a reasonable person in your position would also suspect the information indicates Improper Conduct.

Section means a section of this policy.

Taxation Act means the Taxation Administration Act 1953 (Cth) as amended or modified from time to time.

Whistleblower Protection Officer means a person nominated by the Lunnon Metals Board, whose key responsibilities include protecting Disclosing Persons who report concerns under this policy. The Board will appoint one or more Whiteblower Protection Officers from time to time. Any of the Chair of the Audit & Risk Committee, Company Secretary or the current nominated Whiteblower Protection Officer may be contacted. The current Whistleblower Protection Officer nominated is Helen Anderson. Responsibility for compliance and training

The Company's Board is responsible for the overall administration of this Policy. The Board will monitor the implementation of this Policy and will review on an ongoing basis its suitability and effectiveness. Internal control systems and procedures will be audited regularly to ensure that they are effective in minimising the risk of noncompliance with this Policy.

4 Reporting Procedure

5.1 Who is covered by this Policy?

This Policy applies to reports of Improper Conduct which are made by individuals who are, or have been, any of the following:

(a) a director, officer or employee of Lunnon Metals;

(b) a contractor or supplier of Lunnon Metals;

(c) an employee of a contractor or supplier of Lunnon Metals;

(d) an individual who is an associate of Lunnon Metals, for example a director of a related company of Lunnon Metals; and

(e) a relative, dependent or spouse (or that spouse's dependents) of an individual referred to at (a) to (d) above.

In this policy, each person in the categories listed above is referred to as a **"Disclosing Person".**

All Employees are required to understand and comply with this Policy and any applicable whistleblower laws and regulations (including the provisions under the Corporations Act and Taxation Act), and to follow the reporting requirements set out in this Policy. To this end, appropriate training on how to comply with this Policy will be provided to all Employees (including recipients and potential investigators and those with specific responsibility under this Policy) to ensure everyone is aware of their rights and obligations under this Policy and under applicable whistleblower laws. However, it is the responsibility of all Employees to ensure that they read, understand and comply with this Policy.

5.2 To whom can a report of Improper Conduct be made?

The law gives certain protections to a Disclosing Person who reports Improper Conduct on Reasonable Grounds to:

(a) ASIC;

(b) APRA (although that is unlikely to be relevant given the nature of Lunnon Metals' business);

(c) the ATO (for Improper Conduct relating to tax matters);

(d) a Commonwealth authority specified in regulations (at present no authority has been specified); or

(e) an "eligible recipient" as listed below.

An **eligible recipient** is:

(a) any person authorised by Lunnon Metals to receive disclosures of Improper Conduct that may qualify for protection. Lunnon Metals authorises the nominated Whistleblower Protection Officer listed below:

Manager - Environment, Social & Governance
Helen Anderson
T: +61 418 931 527
E: handerson@lunnonmetals.com.au

(b) an external auditor or actuary of Lunnon Metals; and

(c) a senior manager or officer of Lunnon Metals.

5.3 Legal advice and communicating with a lawyer

Before or after making a report of Improper Conduct, a Disclosing Person is entitled to discuss their concerns about Improper Conduct with their lawyer and get legal advice from a lawyer about how the whistleblower laws apply to them. Generally, the legal protections referred to below also apply to such communications between a Disclosing Person and their lawyer. Unless otherwise agreed with Lunnon Metals, any legal advice will be at the Disclosing Person's cost. A Disclosing Person will not breach confidentiality obligations in relation to any disclosure of information to a lawyer for the purposes of legal advice in connection with whistleblowing.

5.4 Public interest and emergency disclosures to a journalist or Member of Parliament

Protections for public interest and emergency disclosures only apply if a Disclosing Person has first made a report of Improper Conduct to a Commonwealth agency and does not apply if a report has only been made to an "eligible recipient".

Public Interest disclosures

If:

(a) a Disclosing Person has made a report of Improper Conduct to one of the Commonwealth agencies specified in Section 5.2; and

(b) at least 90 days have passed since making the report; and

(c) the Disclosing Person does not have reasonable grounds to believe that action is being taken on the report and reasonably believes that further disclosure is in the public interest; and

(d) has given prior written notice to the relevant Commonwealth agency of his or her intention to make further disclosure,

then the Disclosing Person may make a report of the Improper Conduct to a journalist or Federal or State Member of Parliament. In this case, this further report will have the legal protections referred to in Sections 5 and 6 of this policy, provided it is limited to the information necessary to inform the recipient of the Improper Conduct.

Emergency disclosures

A Disclosing Person will also have the legal protections referred to in Sections 5 and 6 of this policy if the person:

(a) has made a report of Improper Conduct to a specified Commonwealth agency;

(b) has reasonable grounds to believe that the Improper Conduct concerns a substantial and imminent danger to any person's health or safety or to the natural environment;

(c) has given prior written notice to the relevant Commonwealth agency of his or her intention to make further disclosure; and

(d) makes a report to a journalist or Member of Parliament that is limited to the information necessary to inform the recipient of the substantial or imminent danger.

5.5 How to make a report to an eligible recipient

Employees may report Improper Conduct to an eligible recipient by:

(a) post to PO Box 470, West Perth WA 6842 or Suite 10, Level 3, 33 Richardson Street, West Perth WA 6005 (clearly marked as private and confidential to the attention of the Employee's immediate manager or the Whistleblower Protection Officer); or

(b) email; or

(c) telephone.

The Disclosing Person may choose to remain anonymous (and will still have the same legal protections) or may disclose their name, which will be kept confidential subject to certain exceptions referred to in Section 5 of this policy.

Disclosing Persons will be expected to have reasonable grounds to believe the information being disclosed is true (which will be based on the objective reasonableness of the reasons for the Disclosing Person's suspicions) but the Disclosing Person will not be penalised and may still qualify

for protection if the information turns out to be incorrect should they have such reasonable grounds. However, any deliberate false reporting will not qualify for protection under this Policy and will be treated as a serious matter and may be subject to disciplinary action.

5.6 What kind of conduct can you report under this policy?

A Disclosing Person who reports Improper Conduct, whether made directly or anonymously, must have reasonable grounds to suspect that the information being disclosed about Lunnon Metals concerns:

(a) actual or suspected misconduct or an improper state of affairs or circumstances in relation to any entity within Lunnon Metals or an officer or employee of the Company; or

(b) indicates that Lunnon Metals or any of its officers or employees has engaged in conduct that:

  i. breaches the Corporations Act;

  ii. breaches other financial sector laws enforced by ASIC or APRA;

  iii. constitutes an offence against other law of the Commonwealth that is punishable by imprisonment for a period of 12 months; or

  iv. represents danger to the public or the financial system.

Examples of what may be disclosed include a breach of any legal or regulatory requirement, Lunnon Metals Code of Conduct or any other policy of the Company, including:

(a) fraud, dishonesty or corruption;

(b) negligence;

(c) criminal offences;

(d) financial loss to Lunnon Metals, reputational damage or conduct otherwise detrimental to Lunnon Metals' interests;

(e) potential misconduct or an improper state of affairs or circumstances in relation to Lunnon Metals' tax affairs;

(f) failure to comply with legal obligations of Lunnon Metals as a company listed on the ASX; and

(g) unethical or corrupt conduct.

Legal protections apply in favour of a Disclosing Person even if the allegations he or she makes are wrong, provided that the Disclosing Person had Reasonable Grounds for making the allegations.

5.7 What kind of conduct is not covered by this policy?

Generally, disclosures that solely concern the Disclosing Person's personal work-related grievances do not qualify for protection under the Corporations Act.

Examples of disclosures regarding personal work-related grievances that may not qualify for protection under whistleblower laws and this policy include:

(a) an interpersonal conflict between the Disclosing Person and another employee;

(b) a decision that does not involve a breach of workplace law;

(c) a decision relating to the engagement, transfer or promotion of the Disclosing Person;

(d) a decision relating to the terms and conditions of engagement of the Disclosing Person; or

(e) a decision to suspend or terminate the engagement of the Disclosing Person, or otherwise

discipline the Disclosing Person.

However, a report about a personal work-related grievance may still be covered if it includes information about other Improper Conduct beyond the Disclosing Person's personal circumstances, or the Disclosing Person is being threatened with some detriment for making a report.

Protected disclosure	**Usually not protected**
Fraud	Leave disputes
Corruption	Rosters
Environmental breaches	Performance reviews
Safety cover-ups	Promotion decisions
Financial misconduct	Salary disputes

5 Confidentiality and Anonymity

Improper Conduct reports, whether made in the Disclosing Person's name or anonymously / under a pseudonym, will be kept confidential and details of the report, or the Disclosing Person, will only be released to those necessarily involved in the investigation, unless the Disclosing Person consents or Lunnon Metals is obliged or allowed by law to disclose, such as disclosures to ASIC, APRA, the Australian Federal Police, or a legal practitioner for the purpose of obtaining advice about the application of the Disclosing Person's protections.

A Disclosing Person can refuse to answer questions that could reveal their identity. Anonymous reports can be made by sending an anonymous email using a temporary or disposable email address available from the internet. Alternatively, an anonymous disclosure may be made via an external party such as external legal counsel (Gilbert + Tobin Lawyers) or external auditor (Armada Auditing) or Stopline Whistleblower Hotline Service.

Lunnon Metals will ensure that any records relating to a report of Improper Conduct are stored securely and confidentially and are able to be accessed only by Lunnon Metals employees who are authorised to access the information for the purposes of the investigation. Investigation records will be retained securely for a minimum period consistent with legal and regulatory requirements.

Unauthorised disclosure of:

(a) the identity of the Disclosing Person who has made a report of Improper Conduct; or

(b) information from which the identity of the reporting person could be inferred,

may be an offence under Australian law and will be regarded as a disciplinary matter.

A Disclosing Person may lodge a complaint about a breach of confidentiality with the Company or a regulator.

6 Protections and Support

Lunnon Metals is committed to protecting and respecting the rights of any Disclosing Person who reports Improper Conduct in accordance with this policy.

Lunnon Metals will not tolerate any reprisals against any person suspected of making a report of Improper Conduct, or against that person's colleagues, employer (if a contractor), relatives or any other person where the reason for the detrimental conduct relates to the suspicion that a Disclosing Person has made a report of Improper Conduct. The Company will take all steps to protect Disclosing Persons from any form of detrimental treatment.

Any such retaliatory action may be an offence and will be treated as serious misconduct and will be dealt with in accordance with Lunnon Metals' disciplinary procedures, and may be subject to penalties under the Corporations Act or other Australian law. Anyone who is subjected to detriment as a result of making a report under this Policy should report it in accordance with this Policy.

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

(a) they suffer loss, damage or injury because of a disclosure; and

(b) the Company failed to prevent a person from causing the detriment.

A Disclosing Person may seek independent legal advice or contact a regulatory body if they believe they have suffered detriment.

Additional protections will be offered by the Company depending on the reportable matter and the people involved. Protections may include but are not limited to:

(a) monitoring and managing behaviour of other employees;

(b) offering support services (including counselling or other professional or legal services);

(c) implementing strategies to help minimise and manage stress; time or performance impacts; or other challenges resulting from the disclosure or the investigation;

(d) where practicable, relocating employees to a different group or office or to another role or making modifications to the employee's workplace or the way they perform their duties;

(e) offering a leave of absence or flexible workplace arrangements during the course of an investigation; or

(f) rectifying any detriment suffered.

In addition, current and former employees may also request additional support from the Whistleblower Protection Officer if required.

The Company will ensure fair treatment of officers and employees of the Company who are mentioned in any disclosure, and to whom any disclosures relate. The disclosure will be handled confidentially and will be assessed and may be subject to investigation. If an investigation is required, it will be conducted in an objective, fair and independent manner. Such employees will be advised of the subject matter of the disclosure at the appropriate time and as required by law and will be advised of the outcome of the investigation. An Employee who is the subject of a disclosure may contact the Company's support services.

The Company will ensure that any records relating to any reports made under this Policy are stored securely and only accessed by authorised personnel directly involved in managing and investigating the report. All those involved in handling and investigating reports will be reminded about confidentiality requirements including that an unauthorised disclosure of a Disclosing Person's identity may be a criminal offence.

While this Whistleblower Policy deals with internal disclosures of information, additional legal protections are available for certain Disclosing Persons under the Corporations Act and the Taxation

Act provided the disclosure is about a "disclosable matter" or "tax affair" as defined under such legislation and certain conditions are met. These are summarised in Annexures 1 and 2 respectively. Disclosures that are not about "disclosable matters" or "tax affairs" will not qualify for protection under the Corporations Act or Taxation Act. For more information, see the information available on the ASIC website and the ATO website.

7 Investigation Procedure

Whether an internal investigation is required, and the investigation processes undertaken, will vary depending on the precise nature of the alleged Improper Conduct. Any investigation will be conducted in a manner that is fair and objective to all people involved. The time that an investigation takes will depend on the particular facts of each case but Lunnon Metals will conduct any internal investigation as quickly as practicable with the preliminary assessment conducted within 10 business days and regular updates provided throughout the investigation

The Whistleblower Protection Officer is responsible for investigating Improper Conduct reports made under the Whistleblower Policy. The Whistleblower Protection Officer has access to independent financial, legal and operational advisors as required, and for serious matters, will be assisted by the Board of Lunnon Metals. The Whistleblower Protection Officer will also be responsible for protecting Disclosing Persons and applying this Policy; monitoring the effectiveness of relevant policies and reporting to the Board accordingly and ensuring compliance with whistleblower training and programs.

Where a reportable matter relates to the managing director / Chief Executive Officer, Whistleblower Protection Officer or a director of the Company, the matter will be referred directly to the Chair of the Audit and Risk Committee, the Company's General Counsel or other appropriate person.

An investigation will generally involve making enquiries and collecting evidence for the purpose of assessing whether the disclosure falls within the scope of this Policy and the Improper Conduct report can be substantiated. Any person who is the subject of a disclosure, has a personal interest in the matter, or who may reasonable be perceived to have a conflict must not participate in the assessment, investigation or decision-making process.

The Company may seek independent advice as necessary.

Lunnon Metals employees about whom reports are made will generally be given an opportunity to respond to the relevant allegations made in the Improper Conduct report. Feedback will be provided to the Disclosing Person, if appropriate, on the progress of the investigation, unless they have remained anonymous.

The Disclosing Person will be given regular and appropriate updates in the circumstances and will be advised of any outcomes from the investigation (subject to considerations of privacy and confidentiality). Any updates or outcomes will be advised by reasonable means.

Generally, the Whistleblower Protection Officer will decide whether to escalate any report and the findings of any investigation, and to whom the report and findings should be escalated for any decision. This will depend on the facts and seriousness of each case. For example, a decision on how to respond to the findings of any investigation could be made by a Whistleblower Protection Officer.

At the end of the investigation, the relevant investigating officer will report their findings to the appropriate person who will determine the appropriate response. This may include rectifying any unacceptable conduct and taking any action required to prevent future occurrences of the same or similar conduct as well as disciplinary action if necessary. The identity of the Disclosing Person will be redacted from any written investigation reports unless they have consented to disclosure of their

identity.

The Disclosing Person may lodge a complaint with a regulator if they are not happy with an outcome of the investigation or if they consider that this Policy has not been adhered to adequately.

8 Consequences of Breaching this Policy

(a) A breach of this Policy may expose Employees and the Company to damage, including but not limited to criminal and/or civil penalties, substantial fines, loss of business and reputational damage.

(b) A breach of this Policy by Employees will be regarded as a serious misconduct, leading to disciplinary action which may include termination of employment.

9 Monitoring and Review of this Policy

Material incidences reported under this Policy will be reported to the Board or a committee of the Board.

The Board, in conjunction with the Whistleblower Protection Officer, will monitor the content, effectiveness and implementation of this Policy on a regular basis. There may also be independent reviews taken from time to time. Any findings, updates or improvements identified will be addressed as soon as possible and circulated to all officers and employees.

Officers and employees are invited to comment on this Policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Board.

This policy will be reviewed at least annually to ensure it remains effective and meets best practice standards and the needs of Lunnon Metals. This policy can only be amended by resolution of the Board.

The Whistleblower Policy can be accessed via the Lunnon Metals website at www.lunnonmetals.com.au

10 Related Documents

(a) Lunnon Metals Code of Conduct; and

(b) Lunnon Metals Anti-Bribery and Corruption Policy

11 Document Control

Version Number	Revision Date	Document Owner	Document Approver
Version 2.1	23 July 2024	Company Secretary	Board of Directors
Version 2.2	08 May 2025	Company Secretary	Board of Directors
Version 2.3	28 July 2026	Company Secretary	Board of Directors

ANNEXURE 1

SUMMARY OF PROTECTIONS UNDER THE CORPORATIONS ACT

The Corporations Act sets out disclosures that are protected under the Corporations Act if certain conditions are met as well as the protections available to protected disclosures. ***A summary of such protections (as at the date of this policy) is set out below but you should refer to the Corporations Act itself for a full understanding of the conditions and protections available and the relevant definitions. You can also visit the ASIC website for more information.***

1 Protected Disclosures

Disclosures will be protected if:

(a) the Disclosing Person is an **Eligible Whistleblower**, being an individual who is, or has been, any of the following:

i. an officer or employee of the Company (eg current and former employees who are permanent, part-time, fixed-term or temporary, interns, secondees, managers and directors);

ii. an individual who supplies services or goods to the Company (whether paid or unpaid) or an employee of a person that supplies goods or services to the Company (eg current and former contractors, consultants, service providers and business partners);

iii. an associate of the Company;

iv. a relative, dependant or dependant of the spouse of any individual referred to at (i) to (iii) above; or

v. any prescribed individual under the Corporations Act;

(b) **and** the disclosure is made to:

i. the ASIC, APRA or a prescribed Commonwealth authority; or

ii. an **Eligible Recipient**, being:

(a) an officer or senior manager of the Company or a related body corporate of the Company;

(b) an auditor (or a member of the audit team) of the Company or a related body corporate of the Company;

(c) an actuary of the Company or a related body corporate of the Company;

(d) a person authorised by the Company to receive disclosures that qualify for protection under the Corporations Act;

(e) anyone prescribed under the regulations as being an eligible recipient; or

iii. a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the whistleblower provisions in the Corporations Act (even in the event such legal practitioner concludes that a disclosure does not relate to a disclosable matter under the Corporations Act);

(c) **and** the disclosure relates to a **Disclosable Matter** in that the Disclosing Person has reasonable grounds to suspect that the information concerns misconduct, or an improper state of affairs or circumstances in relation to the Company or a related body corporate of the Company. This includes any suspicion that the Company or its body corporate, or an officer or employee of the Company or its body corporate has engaged in conduct that:

i. constitutes an offence against, or a contravention of, a provision of the Corporations Act, the *Australian Securities Investments Commission Act 2001*, the *Banking Act 1959*, the *Financial Sector (Collection of Data) Act 2001*, the *Insurance Act 1973*, the *Life Insurance Act 1995*, the *National Consumer Credit Protection Act 2009*, the *Superannuation Industry (Supervision) Act 1993*, or an instrument made under any such Act; or

ii. constitutes an offence against any other law of the Commonwealth of Australia that is punishable by imprisonment for a period of 12 months or more; or

iii. represents a danger to the public or the financial system; or

iv. is prescribed by regulation.

(Note that the term "misconduct" is defined in the Corporations Act to include fraud, negligence, default, breach of trust and breach of duty.)

(d) **Public interest and Emergency Disclosures**

Emergency or public interest disclosures (as defined under the Corporations Act) will also be protected if made to Journalists or Parliamentarians (each as defined in the Corporations Act) in extreme cases (excluding tax matters) in circumstances where at least 90 days have passed since an earlier protected disclosure has been made to ASIC, APRA or another Commonwealth body without reasonable steps having been taken to address the misconduct, or there will be substantial and imminent danger to someone's health or safety. Note that before such public interest disclosure is made, the Disclosing Person must have given written notice to the relevant regulatory body. Such notice must include sufficient information to identify the previous disclosure and must state that the Disclosing Person intends to make the public disclosure if appropriate steps are not taken.

Disclosing Persons are advised to contact the Company's Whistleblower Protection Officer or an independent legal adviser to ensure they understand the criteria for making an emergency or public interest disclosure that qualifies for protection.

(e) **Personal work-related grievances**

Personal work-related grievances (as defined in the Corporations Act) will not be protected to the extent that the information disclosed does not concern a contravention, or an alleged contravention, of the prohibition on victimisation under the Corporations Act that involves detriment caused to the Disclosing Person or a threat made to the Disclosing Person.

However, a personal work-related grievance will still qualify for protection if:

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

ii. the Company 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

Disclosing Person's personal circumstances;

iii. the Disclosing Person suffers from or is threatened with detriment for making the disclosure; or

iv. the Disclosing Person seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.

2 Protections Available

(a) **Protected disclosures will be given the following protections under the Corporations Act**

Protected disclosures not actionable

i. the Disclosing Person will not be subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure; and

ii. no contractual or other remedy may be enforced, and no contractual or other right may be exercised against the Disclosing Person on the basis of the disclosure; and

iii. if the disclosure qualified for protection under the Corporations Act (including public interest and emergency disclosure), the information is not admissible as evidence against the Disclosing Person in criminal proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information;

Victimisation Prohibited

Anyone who causes or threatens to cause detriment (as defined in the Corporations Act) to a Disclosing Person or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and may be liable for damages or subject to a court order. Examples of possible court orders include, but are not limited to:

i. requiring compensation for loss or damage;

ii. an injunction to prevent, stop or remedy the effects of detrimental conduct;

iii. an order requiring an apology for engaging in detrimental conduct;

iv. if the detrimental conduct wholly or partly resulted in the termination of an employee's employment, reinstatement of their position; and

v. any other order the court thinks appropriate.

Identifying information not to be disclosed

Subject to applicable laws:

i. a Disclosing Person's identity cannot be disclosed to a Court or tribunal except where considered necessary; and

ii. the person receiving the report commits an offence if they disclose the substance of the report or the Disclosing Person's identity, without the Disclosing Person's consent, to anyone except an authorised disclosure to ASIC, APRA, the AFP or a lawyer for the

purposes of obtaining legal advice or representation in relation to the report.

Costs of proceedings

A Disclosing Person may not need to pay costs of legal proceedings unless they have acted vexatiously or without reasonable cause and the unreasonable act caused the other party to incur the costs.

(b) **Confidentiality**

In relation to a protected disclosure, the identity of a Disclosing Person (and any information likely to lead to the identification of a Disclosing Person) must be kept confidential unless expressly authorised in writing.

A disclosure of the Disclosing Person's identity will be authorised if made:

i. to ASIC, APRA or a member of the AFP;

ii. to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the whistleblower provisions in the Corporations Act;

iii. to a person prescribed by the regulations of the Corporations Act for this purpose;

iv. with the express written consent of the Disclosing Person; or

v. by ASIC, APRA or a member of the AFP to a Commonwealth or State or Territory authority for the purpose of assisting the authority in the performance of its functions or duties.

However, such confidentiality does not apply where the disclosure is not of the identity of the Disclosing Person and is reasonably necessary for the purposes of investigating a matter and all reasonable steps have been taken to reduce the risk that the Disclosing Person will be identified.

(c) **Timing**

A Disclosing Person will qualify for protection from the time they make their disclosure, regardless of whether, at this time, the Disclosing Person or recipient recognises that the disclosure qualifies for protection.

(d) **No immunity from misconduct**

Note that the protections do not grant immunity for any misconduct a Disclosing Person has engaged in that is revealed in their disclosure.

ANNEXURE 2

SUMMARY OF PROTECTIONS UNDER THE TAXATION ADMINISTRATION ACT

The Taxation Act sets out disclosures that are protected under the Taxation Administration Act if certain conditions are met as well as protections available to protected disclosures. ***A summary of such protections (as at the date of this policy) is set out below but you should refer to the Taxation Administration Act itself for a full understanding of the conditions and protections available and the relevant definitions. You can also visit the ATO website for more information.***

1 Protected Disclosures

Disclosures will be protected if:

(a) the Disclosing Person is an **Eligible Whistleblower**, being an individual who is, or has been, any of the following:

i. an officer (within the meaning of the Corporations Act) or employee of the Company;

ii. an individual who supplies services or goods to the Company (whether paid or unpaid) or an employee of a person that supplies goods or services to the Company;

iii. an associate (within the meaning of the *Income Tax Assessment Act 1936*) of the Company;

iv. a spouse, child or dependant of any individual referred to in (i) to (iii) above or of such an individual's spouse; or

v. any prescribed individual under the regulations under the Taxation Act;

(b) **and** the disclosure is made to:

i. the Commissioner **and** the Disclosing Person consider that the information may assist the Commissioner to perform his or her functions or duties under a taxation law in relation to the Company or an associate of the Company; or

ii. an **Eligible Recipient**, being:

(a) a director, secretary or senior manager of the Company;

(b) an employee or officer of the Company who has functions or duties that relate to the tax affairs (within the meaning of the Taxation Act) of the Company;

(c) the Company's auditor (or a member of that audit team);

(d) a registered tax agent or BAS agent (within the meaning of the *Tax Agent Services Act 2009*) who provides tax agent services or BAS services to the Company;

(e) a person authorised by the Company to receive disclosures that qualify for protection under the Taxation Act; or

(f) anyone prescribed under the Taxation Act regulations as being an Eligible Recipient;

(c) **and** the Disclosing Person has reasonable grounds to suspect that the information indicates misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of the Company or an associate of the Company ("tax affairs" means affairs relating to any tax imposed by or under, or assessed or collected under, a law administered by the Commissioner);

(d) **and** the Disclosing Person considers that the information may assist the Eligible Recipient to perform functions or duties in relation to the tax affairs of the Company or an associate of the Company; or

(g) a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the whistleblower provisions in the Taxation Act.

2 Protections Available

(a) **Protected Disclosures will be given the following protections under the Taxation Act Protected disclosures not actionable**

i. the Disclosing Person will not be subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure;

ii. no contractual or other remedy may be enforced, and no contractual or other right may be exercised against the Disclosing Person on the basis of the disclosure; and

iii. if the disclosure was a disclosure of information to the Commissioner, the information is not admissible as evidence against the Disclosing Person in criminal proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information;

(Note that in relation to (i) to (iii) above, the Disclosing Person has qualified privilege in respect of the disclosure and a contract to which the person is a party may not be terminated on the basis that the disclosure constitutes a breach of the contract.)

Victimisation prohibited

Anyone who causes or threatens to cause detriment (as defined in the Taxation Act) to a Disclosing Person or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and may be liable for damages or subject to a court order. Examples of possible court orders include, but are not limited to:

i. requiring compensation for loss or damage;

ii. an injunction to prevent, stop or remedy the effects of detrimental conduct;

iii. an order requiring an apology for engaging in detrimental conduct;

iv. if the detrimental conduct wholly or partly resulted in the termination of an employee's employment, reinstatement of their position; and

iv. any other order the court thinks appropriate

Identifying information not to be disclosed

i. a Disclosing Person's identity (or information likely to lead to the identity of the

Disclosing Person) cannot be disclosed to a Court or tribunal except where considered necessary; and

ii. the person receiving the report commits an offence if they disclose the substance of the report or the Disclosing Person's identity, without the Disclosing Person's consent, to anyone except the Commissioner, the AFP or a lawyer for the purposes of obtaining legal advice or representation in relation to the report.

Costs of proceedings

A Disclosing Person may not need to pay the costs of legal proceedings unless they have acted vexatiously or without reasonable cause and the unreasonable act caused the other party to incur the costs.

(b) **Confidentiality**

In relation to a protected disclosure, the identity of a Disclosing Person (and any information likely to lead to the identification of a Disclosing Person) must be kept confidential unless authorised.

A disclosure of the Disclosing Person's identity will be authorised if made:

i. to the Commissioner or a member of the AFP;

ii. to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the whistleblower provisions in the Taxation Act;

iii. to a person prescribed by the regulations of the Taxation Act for this purpose; or

iv. with the express written consent of the Disclosing Person.

However, such confidentiality does not apply where the disclosure is not of the identity of the Disclosing Person and is reasonably necessary for the purposes of investigating a matter and all reasonable steps have been taken to reduce the risk that the Disclosing Person will be identified.