

Whistleblower Policy

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Table of Contents

1. Introduction.....	2
1.1 LSSG's Commitment	2
1.2 Purpose of this Policy	2
1.3 Who is covered by this Policy?	2
2. Conduct Covered by this Policy.....	2
3. Reporting and Investigating Misconduct.....	2
4. Protecting Disclosers and Providing Fair Treatment	3
4.1 Confidentiality	3
4.2 Protecting the Discloser	3
4.3 Fair treatment.....	3
5. General Reporting on Whistleblower Activity	3
6. Review of this Policy.....	4
7. Who to contact.....	4
8. Publication	4
Glossary.....	5

Charter / Policy Name
Whistleblower Policy

Charter / Policy Manager
Company Secretary

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1. Introduction

1.1 LSSG's Commitment

The Lionel Samson Sadleirs Group (**LSSG**) Whistleblower Policy (**Policy**) has been adopted by the Board to ensure concerns regarding misconduct can be raised on a confidential basis, without fear of reprisal, dismissal or discriminatory treatment.

The policy is underpinned by the LSSG values:

- Safe;
- Communicate openly & honestly; and
- Empowerment.

1.2 Purpose of this Policy

The purpose of this Policy is to promote responsible whistleblowing about issues where the interests of others, including the public, or of the organisation itself, are at risk.

This Policy also helps ensure LSSG's compliance with Part 9.4AAA of the Corporations Act 2001 (the **Act**), and the Taxation Administration Act.

1.3 Who is covered by this Policy?

This Policy applies to LSSG's directors, employees, contractors, suppliers and associates (both current and former, as well relatives, dependants or spouses of those persons, plus any other person specified in the Act) (each a **Discloser**).

2. Conduct Covered by this Policy

Disclosers are encouraged to report any information which the Discloser has reasonable grounds to suspect concerns misconduct or an improper state of affairs or circumstances in relation to LSSG or a related entity (**misconduct**). This may potentially include dishonest behaviour, fraudulent activities, corrupt practices, illegal activities, a breach of the LSSG Code of Conduct, or conduct endangering health and safety or the environment.

While not all disclosures qualify for protection under the Act, they may still be reported to LSSG and addressed separate to this Policy. A breach of an LSSG policy or a personal work-related grievance (if it does not relate to misconduct) may fall into this category.

3. Reporting and Investigating Misconduct

If a Discloser suspects misconduct has occurred, then they should contact one of the following **Authorised Officers**:

- the Company Secretary: companysecretary@sadleirs.com.au
- the Chief Executive Officer / Managing Director; or
- the Chairman of the Board: chairman@sadleirs.com.au

A person can make a report by speaking to or emailing a senior manager or Authorised Officer. (Disclosure to a legal practitioner for the purpose of getting legal advice, to a prescribed regulator, or other authorised person, as described and permitted in the Act, may also be protected).

The Discloser making a report to an Authorised Officer has the option of either:

- identifying themselves; or
- remaining anonymous.

Upon receiving a report, the Authorised Officer will appoint an Investigating Officer to investigate the matter.

The Investigating Officer will ensure that the report is thoroughly investigated and that it is impartial to all parties concerned.

Where the Discloser making the report is known, the Investigating Officer will keep the Discloser informed subject to privacy and confidentiality considerations. Feedback will initially be made within a week of the report being made and then on a fortnightly basis until the matter is resolved.

An internal report on the outcome of the investigation, including any recommended actions, will be prepared by the Investigating Officer.

4. Protecting Disclosers and Providing Fair Treatment

4.1 Confidentiality

If a Discloser makes a report of misconduct under this Policy, LSSG will make every reasonable endeavour to ensure that person's identity is protected from disclosure. LSSG will not disclose the Discloser's identity unless:

- the Discloser consents; or
- the disclosure is authorised by the Act or other law.

4.2 Protecting the Discloser

In addition to confidentiality, a Discloser protected under this Policy and the Act will also be entitled to:

- protection from detrimental acts and omissions;
- potential compensation and other remedies under the Act; and
- civil, criminal and administrative liability protection, in accordance with the Act.

Disclosers who make reports on reasonable grounds can rely on the protection afforded by this Policy (even if the disclosure turns out to be incorrect) and the Investigating Officer can provide assistance and advice to the Discloser in this regard. However, protection may not apply and disciplinary action may be taken against an individual making malicious or vexatious allegations.

4.3 Fair treatment

LSSG will ensure fair treatment of third parties mentioned in a relevant disclosure, including confidentiality (where applicable, practical and appropriate) and an objective, fair and independent investigation.

5. General Reporting on Whistleblower Activity

The Company Secretary will prepare reports which contain a general summary of the number and type of incidents identified or complaints received through LSSG's internal reporting processes, together with a description of the nature and results of any investigation conducted as a result of a reported incident or complaint.

These reports will be provided:

- to the Chief Executive Officer / Managing Director on a regular basis (the frequency to be determined by the Chief Executive Officer / Managing Director from time to time);
- to the Audit and Risk Committee; and
- the Board.

6. Review of this Policy

The Company Secretary will use the reports provided under this Policy to monitor and review regularly the effectiveness of the whistleblower protection program described in this Policy.

The Audit and Risk Committee is responsible for overseeing and monitoring this Policy, including any matter relating to fraud and corruption.

The Board is ultimately responsible for reviewing this Policy to determine its appropriateness to the needs of LSSG from time to time.

This Policy may be amended by resolution of the Board.

7. Who to contact

Any questions relating to the interpretation of this Policy should be forwarded to the Company Secretary.

8. Publication

A copy of this Policy is available on the Sadleirs internal intranet (SIMS or SharePoint) and external website.

Glossary

Term	Definition
Act	means the Corporations Act 2001, Part 9.4AAA, as amended from time to time.
Authorised Officer	means the Company Secretary, the Chief Executive Officer, or the Chairman.
Board	means LSSG's Board of Directors.
Chairman	means the person appointed as the chairman of the Board from time to time.
Chief Executive Officer	means the person appointed as Chief Executive Officer of LSSG from time to time.
Company Secretary	means the person appointed as the company secretary of LSSG from time to time.
Director	means the persons appointed as directors of LSSG from time to time.
Discloser	means LSSG's directors, employees, contractors, suppliers and associates (both current and former, as well relatives, dependants or spouses of those persons, plus any other person specified in the Act)
Employee	means any person employed by LSSG or who otherwise acts as an agent of LSSG or performs work for LSSG as an independent contractor, including the Chief Executive Officer and other Senior Executives.
Investigating Officer	means the person appointed by the Chairman or the Chief Executive Officer to investigate the report.
LSSG	means Lionel Samson Sadleirs Group. Head Company being R.C. Sadleir ABN 65 008 667 052.
Managing Director	means the person appointed as Managing Director of LSSG from time to time.
Misconduct	means misconduct or an improper state of affairs or circumstances in relation to LSSG or a related entity
Policy	means this document or any amending or replacement document.