

Policy name:	Whistleblower Policy	No.	POL-HRP-010
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Last revision date:	N/A	Next revision due:	03 December 2021

Aim:

Wespine Industries Pty Ltd (Wespine) is committed to the highest standards of conduct and ethical behaviour in all of our business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

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

Wespine will adopt a consistent policy that will be made available to officers and employees of the company via Wespine's Sharepoint, Electronic Document Management System and website. It will also be made available to all employees in such other ways as will ensure it is available to all employees, including via email, on noticeboards and through pre-start meetings.

Who this policy applies to:

This policy applies to all directors, officers, employees, contractors, suppliers, tenderers, customers, community members or other person who has dealings with Wespine. This policy cannot be amended without the approval of the Wespine Board. It will be reviewed from time to time to ensure that it remains effective and meets best practice standards and the needs of Wespine.

Policy guidelines:

What is reportable conduct?

You may make a report under this policy if you have reasonable grounds to suspect that a Wespine director, officer, employee, contractor, supplier, tenderer, customer, community member or other person who has business dealings with Wespine has engaged in conduct (Reportable Conduct) which:

- (a) is dishonest, fraudulent, unlawful or corrupt, including bribery;
- (b) is illegal activity (such as theft, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);
- (c) is unethical or in breach of Wespine's policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching Wespine policies or procedures);
- (d) is potentially damaging to Wespine, a Wespine employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of Wespine property or resources;
- (e) amounts to an abuse of authority;

- (f) may cause financial loss to Wespine or damage its reputation or be otherwise detrimental to Wespine's interests;
- (g) involves harassment, discrimination, victimisation or bullying, other than personal work-related grievances as defined in the *Corporations Act 2001* (Cth) (**Corporations Act**); or
- (h) involves any other kind of misconduct or an improper state of affairs or circumstances.

Annexure A describes special protections for whistleblowers who disclose information concerning misconduct or an improper state of affairs or circumstances in relation to Wespine or a related body corporate under the Corporations Act.

Annexure B describes special protections for tax whistleblowers.

Coordination:

Who can I make a report to?

Wespine has several channels for making a report if you become aware of any issue or behaviour which you consider to be Reportable Conduct.

Option 1

For the purposes of this policy to ensure appropriate escalation and timely investigation, we request that reports are made to any one of our Protected Disclosure Officers, listed below:

Name	Role	Contact details
Richard Schaffner	Chief Technical Officer	08 9725 5757 Richard.schaffner@wespine.com
David Horton	Chief Financial Officer, Company Secretary	08 9725 5726 David.horton@wespine.com
Nicole Enright	People and Capability Coordinator	08 9725 5773 Nicole.enright@wespine.com

Reports may also be posted to Wespine Protected Disclosures, PO Box 1320, Bunbury, WA, 6230 (marked Private and Confidential to the attention of one of the Protected Disclosure Officers listed above).

While it is Wespine's preference that you raise reports with the Protected Disclosure Officers, it is important to note that under the Corporations Act, you may also raise the matter with an 'officer' or 'senior manager' of the company. These are defined in the Corporations Act as "a director, or a senior manager in the company who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of the company, or who has the capacity to affect significantly the company's financial standing."

A report may be submitted anonymously if you do not wish to disclose your identity to the Protected Disclosure Officers, however this may impact Wespine's ability to investigate the matters reported.

All efforts will be made by Wespine to protect the identity of a person who has made a report and their identity will not be disclosed to any person other than the Managing Director and / or the Wespine Board.

Reports made under this policy should describe the grounds for the report and provide as much detail as possible of all relevant facts and supporting documentation (if any).

Option 2

Wespine has partnered with WBS (Whistleblowing Services) to provide an external reporting option that Wespine employees can contact to make a whistleblowing report. Employees have the option of lodging an online claim or calling the WBS hotline.

If an employee makes a report through WBS, this report will then be forwarded to one of the Wespine Protected Disclosure Officers and the process will be followed as outlined in this policy.

To lodge an online report please go to the following link and follow the “make a report” instructions: <https://www.whistleblowingservice.com.au/wespine/>

To lodge a report over the phone, please call 1300 687 927

When lodging a report either via the portal or phone you will be required to provide the following information:

Unique Key: WESPINE2021

Client Reference Number: hk0rj2021

Wespine’s investigation of reportable conduct

Wespine will investigate all matters reported under this policy as soon as practicable after the matter has been reported. A Protected Disclosure Officer may, with your consent, appoint a person to assist in the investigation of a report. Where appropriate, Wespine will provide feedback to you regarding the investigation’s progress and / or outcome (subject to considerations of the privacy of those against whom allegations are made).

The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Reportable Conduct and the circumstances.

While the particular investigation process and enquiries adopted will be determined by the nature and substance of the report, in general, as soon as practicable upon receipt of the report, if the report is not anonymous, a Protected Disclosure Officer or investigator will contact you to discuss the investigation process including who may be contacted and such other matters as are relevant to the investigation.

Where a report is submitted anonymously, Wespine will conduct the investigation and its enquiries based on the information provided to it.

Protection of whistleblowers

Wespine is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report are treated fairly and do not suffer detriment.

(a) Protection against detrimental conduct

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report.

If you are subjected to detrimental treatment as a result of making a report under this policy you should:

- (i) inform a protected disclosure officer, officer or senior manager within Wespine immediately under this policy; or
- (ii) raise it in accordance with paragraph 2 of this policy.

(b) Protection of your identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this policy, Wespine will only share your identity as a whistleblower or information likely to reveal your identity if:

- (i) you consent;
- (ii) the concern is reported to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Tax Commissioner or the Australian Federal Police (AFP); or
- (iii) the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

If Wespine needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk.

Any disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.

(c) Protection of files and records

All files and records created from an investigation will be retained securely.

Unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know to take appropriate action, or for corporate governance purposes) without your consent as a whistleblower will be a breach of this policy.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with under Wespine's disciplinary procedures.

The Corporations Act gives special protection to disclosures about breaches of that Act, provided certain conditions are met – refer to Annexure A for further details.

The *Taxation Administration Act 1953 (Cth)* (Taxation Administration Act) also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met – refer to Annexure B for further details.

Duties of employees in relation to reportable conduct

It is expected that employees of Wespine who become aware of actual or suspect misconduct on reasonable grounds, potential cases of Reportable Conduct will make a report under this policy or under other applicable policies.

Board reporting procedures

Protected Disclosure Officers, Officers or Managing Director or designate (as appropriate) will report to the Wespine Board on the number and type of whistleblower incident reports as soon as practical after notification of Reportable Conduct has been received and investigated, to enable Wespine to address any issues at a Board level.

These reports will be made on a 'no names' basis, maintaining the confidentiality of matters raised under this policy.

The Protected Disclosure Officers will provide copies of all whistleblower reports to the Managing Director and / or Chair of the Wespine Board. In addition, serious and / or material Reportable Conduct will be considered by the Protected Disclosure Officers for immediate referral to the Managing Director and / or Chair of the Board of Wespine.

Approval:

This policy has been approved following submission to the Board and electronically through the Wespine Document Management System.

Annexure A – Special protections under the Corporations Act¹

The Corporations Act gives special protection to disclosures about any misconduct or improper state of affairs relating to Wespine if the following conditions are satisfied:

- (a) the whistleblower is or has been:
 - (i) an officer or employee of Wespine;
 - (ii) an individual who supplies goods or services to Wespine or an employee of a person who supplies goods or services to Wespine;
 - (iii) an individual who is an associate of Wespine; or
 - (iv) a relative, dependent or dependent of the spouse of any individual referred to at (i) to (iii) above;
- (b) the report is made to:
 - (i) a Protected Disclosure Officer;
 - (ii) an officer or senior manager of Wespine;
 - (iii) Wespine's external auditor AMD Chartered Accountants Bunbury (or a member of that audit team);
 - (iv) an actuary of Wespine²;
 - (v) ASIC;
 - (vi) APRA; or
 - (vii) a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act;
- (c) the whistleblower has reasonable grounds to suspect that the information being disclosed concerns misconduct, or an improper state of affairs or circumstances in relation to Wespine. This may include a breach of legislation including the Corporations Act, an offence against the Commonwealth punishable by imprisonment for 12 months or more, or conduct that represents a danger to the public or financial system.

Examples of conduct which may amount to a breach of the Corporations Act include: insider trading, insolvent trading, breach of the continuous disclosure rules, failure to keep accurate financial records, falsification of accounts, failure of a director or other officer of Wespine to act with the care and diligence that a reasonable person would exercise, or to act in good faith in the best interests of the company or failure of a director to give notice of any material personal interest in a matter relating to the affairs of the company.
- (d) The protections given by the Corporations Act when these conditions are met are:
 - (i) the whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure;
 - (ii) no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report;
 - (iii) in some circumstances, the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty;³

¹ See Part 9.4AAA of the *Corporations Act 2001* (Cth).

² Wespine does not currently have an actuary agency.

³ Such as where the disclosure has been made to ASIC or APRA, or where the disclosure qualifies as a public interest or emergency disclosure.

- (iv) anyone who causes or threatens to cause detriment to a whistleblower 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;
- (v) a whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary; and
- (vi) the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity, without the whistleblower's consent, to anyone except ASIC, APRA, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

Confidentiality

If a report is made, the identity of the discloser must be kept confidential unless one of the following exceptions applies:

- (a) the discloser consents to the disclosure of their identity;
- (b) disclosure of details that might reveal the discloser's identity is reasonably necessary for the effective investigation of the matter;
- (c) the concern is reported to ASIC, APRA or the AFP; or
- (d) the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

Annexure B – Special Protections under the Taxation Administration Act

The Taxation Administration Act gives special protection to disclosures about a breach of any Australian tax law by Wespine or misconduct in relation to Wespine's tax affairs if the following conditions are satisfied:

- (a) the whistleblower is or has been:
 - (i) an officer or employee of Wespine;
 - (ii) an individual who supplies goods or services to Wespine or an employee of a person who supplies goods or services to Wespine;
 - (iii) an individual who is an associate of Wespine;
 - (iv) a spouse, child, dependent or dependent of the spouse of any individual referred to at (i) to (iii) above;
- (b) the report is made to:
 - (v) a Protected Disclosure Officer;
 - (vi) a director, secretary or senior manager of Wespine concerned;
 - (vii) Wespine's external auditor, currently AMD Chartered Accountants Bunbury (or a member of that audit team);
 - (viii) a registered tax agent or BAS agent who provides tax or BAS services to a Wespine Group company; currently AMD Chartered Accountants Bunbury
 - (ix) any other employee or officer of Wespine (**Wespine recipient**) who has functions or duties relating to tax affairs of the company (e.g. an internal accountant);
 - (x) the Commissioner of Taxation; or
 - (xi) a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Taxation Administration Act; and
- (c) if the report is made to a Wespine recipient, the whistleblower:
 - (xii) 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 Wespine or an associate of that company; and
 - (xiii) considers that the information may assist the Wespine recipient to perform functions or duties in relation to the tax affairs of Wespine or an associate of the company; and
- (d) if the report is made to the Commissioner of Taxation, the whistleblower considers that the information may assist the Wespine recipient to perform functions or duties in relation to the tax affairs of Wespine or an associate of the company.

The protections given by the Taxation Administration Act when these conditions are met are:

- (a) the whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure;
- (b) no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report;
- (c) where the disclosure was made to the Commissioner of Taxation, the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, except where the proceedings are concerned with whether the information is false;

- (d) unless the whistleblower has acted unreasonably, a whistleblower cannot be ordered to pay costs in any legal proceedings in relation to a report;
- (e) anyone who causes or threatens to cause detriment to a whistleblower 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 liable to pay damages;
- (f) a whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary; and
- (g) the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity with the whistleblower's consent, to anyone except the Commissioner of Taxation, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

Confidentiality

If a report is made, the identity of the discloser must be kept confidential unless one of the following exceptions applies:

- (a) the discloser consents to the disclosure of their identity;
- (b) disclosure of details that might reveal their identity is reasonably necessary for the effective investigation of the allegations;
- (c) the concern is reported to Commissioner of Taxation or the AFP; or
- (d) the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.