

Application of this Policy

St Hilliers encourages employees to raise the following types of improper conduct under the Whistle-blower Policy:

- Conduct or practices which are illegal or:
- Breach any law or regulation, including in relation to workplace health and safety, or
- Breach this Handbook, particularly 7.0 Conduct and Behaviour, and 8.0 Industry Conduct and Ethics, or
- Significantly breach any contract binding an employee of St Hilliers;
- Fraudulent or corrupt practices;
- Coercion, harassment, bullying or discrimination by, or affecting, any member of St Hilliers;
- Misleading or deceptive conduct of any kind;
- Situations within the St Hilliers' control that are a significant danger to the environment; and
- Gross Misconduct of any kind.

Where whistleblowing is protected under specific legislation such as the Corporations Act (Part 9.4AAA) or the Taxation Administration Act 1953, the following provisions of this Policy do not apply to the extent that they are inconsistent with the relevant legislative provisions (which take precedence).

Reporting violations

If an employee reasonably believes that the conduct of any St Hilliers employee gives rise to a complaint through the Whistle-blower Policy, the employee should immediately report his or her concern to the Executive Chairman or Senior Executive.

If an employee is not comfortable reporting a concern to the Executive Chairman or Senior Executive, he or she should report the concern to any member of management whom he or she is comfortable approaching.

Any manager or other supervisory employee who receives a report of an alleged violation must immediately forward the report to the Executive Chairman or Senior Executive.

The Executive Chairman or Senior Executive will ensure that all reports are investigated thoroughly and fairly.

No retaliation

Employees should feel free to report any suspected wrongdoing and know that if they do so then, subject to the qualifications below, they will be protected by St Hilliers against any retributive actions.

St Hilliers will ensure that a whistle-blower who has acted in good faith and who has not themselves engaged in serious misconduct or illegal conduct, will not be personally disadvantaged by having made the report either by:

- dismissal;
- demotion;
- any form of harassment;
- discrimination;
- current or future bias.

Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. However, confidential or anonymous submissions may limit the extent of the investigation.

Where the whistleblowing relates to a matter under the Corporations Act or any other Australian legislation, St Hilliers can only pass on the revelation and the identity of the whistle-blower (or information that may lead to the identity of the whistle-blower) as permitted by that legislation. In the case of the Corporations Act, this means that St Hilliers can pass such information:

- to ASIC, APRA or the Australian Federal Police without asking for the whistle-blower's permission.
- to a third party only if the whistle-blower has given their consent. This means, for example, that a company secretary cannot pass on the revelation to members of the board or the CEO unless the whistle-blower has consented to them doing this.

To the extent that it is possible, the identity and confidentiality of the informant will be protected, however confidentiality cannot be guaranteed where:

- Such confidentiality adversely affects the ability of St Hilliers to conduct a fair and thorough investigation;
- Such confidentiality is inconsistent with a requirement of statute or common law to disclose the informant's identity or other information provided in confidence; and
- St Hilliers reasonably believes it is necessary to disclose the identity of the informant or any other material or information disclosed by the informant in confidence.

Effect upon disciplinary action

St Hilliers promotes a culture that encourages the reporting of improper conduct, including by whistle-blowers who themselves are implicated in improper conduct.

If a whistle-blower is implicated in the reported activity, their cooperation will be acknowledged and taken in to account when determining what disciplinary action will be taken as an outcome of the investigation. This does not preclude the whistle-blower from being subject to any disciplinary action, only that their cooperation will be considered favourably.

St Hilliers has no power to offer any person immunity against prosecution in the criminal jurisdiction.

False reporting

Reports of improper conduct will be taken seriously and investigated thoroughly.

Where it has been shown that a person has knowingly or recklessly made a false report of improper conduct, that conduct itself should be considered a serious matter and render the person concerned subject to disciplinary proceedings.



Tim Casey

Executive Chairman

21 October 2019