WHISTLEBLOWER POLICY

1 Purpose

WA1 and its subsidiaries (collectively, **WA1**) are committed to fostering a culture of compliance, ethical behaviour and good corporate governance. WA1 values fairness, respect and integrity and wishes to encourage a culture where any officer, employee or contractor can come forward and speak up about potential misconduct concerns without suffering detriment because of speaking up. This policy has been adopted to provide a safe and confidential environment for people to raise any such concerns without fear of reprisal.

The purpose of the Whistleblower Policy is to:

(a) encourage disclosers to report an issue if they reasonably believe someone has engaged in serious wrongdoing;

(b) outline how WA1 will deal with whistleblowing reports; and

(c) set out the avenues available to disclosers to report serious wrongdoing to WA1.

By implementing this policy, WA1 would like to make clear that misconduct or any improper action by company officers, employees, contractors (including contractor employees), volunteers and suppliers (including supplier employees) of WA1 and/or WA1's Affiliates will not be tolerated.

This policy is also available in the Corporate Governance section of WA1's website.

This policy also protects those who are entitled to whistleblower protection under the Australian Whistleblower laws (see section 7 of this policy).

2 Who this Policy Applies to?

This policy applies to anyone who discloses misconduct or an improper state of affairs or circumstances (discloser) warranting protection under Australian Whistleblower laws, and anyone who interacts or engages with a discloser, including, persons who accept and manage protected disclosures in WA1.

To qualify for protection, a discloser must be someone who is, or has been, any of the following with respect to all entities within WA1:

(a) employees;

(b) directors;

(c) officers;

(d) contractors (including employees of contractors);

(e) suppliers (including employees of suppliers);

(f) associates;

(g) consultants; and

(h) relatives, dependents, spouses, or dependents of a spouse of any of the above.

While every worker is required to comply with this Policy, this Policy is not incorporated as a term of any employment contract or contract for services and does not create any rights enforceable by a worker against WA1. To the extent that there is an inconsistency between the law and this Policy, the law will prevail.

3 Protected Disclosures

Under the Whistleblower Laws, disclosers will receive protection if the matter relates to a "protected disclosure."

3.1 What is a Protected Disclosure?

"Protected disclosures" broadly include any matter that a discloser has reasonable grounds to believe is misconduct, or an improper state of affairs or circumstances. For example, the disclosure could include information about:

(a) breach of laws and regulations including the Corporations Act 2001;

(b) breach of the Company's Code of Conduct or Policies, standards or codes;

(c) unlawful, corrupt or irregular use of company funds or practices;

(d) illegal activities (including theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage against property);

(e) improper or misleading accounting or financial reporting practices;

(f) criminal activity, bribery or corruption;

(g) unethical and/or dishonest behaviour;

(h) any behaviour that poses a serious risk to the health and safety of any person at the workplace;

(i) any behaviour that poses a serious risk to the environment or aboriginal heritage;

(j) behaviour which causes a serious risk to public health or public safety;

(k) dishonest or unethical behaviour;

(l) conflicts of interest;

(m) anti-competitive behaviour;

(n) harassment, victimisation or bullying;

(o) sexual harassment;

(p) financial fraud or mismanagement;

(q) unauthorised use of the Company's confidential information;

(r) conduct likely to damage the Company's financial position or reputation;

(s) any other conduct which may cause loss to WA1 or be otherwise detrimental to the interests of WA1;

(t) deliberate concealment of the above; or

(u) engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.

3.2 What is not a Protected Disclosure?

"Personal workplace grievances" means a grievance about any matter in relation to the discloser's employment, or former employment, having (or tending to have) implications for the discloser personally. This includes:

- an interpersonal conflict between the discloser and another employee;
- a decision relating to the engagement, transfer or promotion of the discloser;
- a decision relating to the terms and conditions of engagement of the discloser; or
- a decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

Personal workplace grievances are not protected disclosures and should be reported and addressed in accordance with WA1 relevant policies, procedures, documents and agreements.

3.3 Reasonable grounds

Protected disclosures must be made on "reasonable grounds". Reasonable grounds means that a person in your position, acting reasonably, would also suspect that the information demonstrates misconduct or an improper state of affairs or circumstances within WA1.

The protected disclosure does not ultimately have to be true to constitute a disclosure made on reasonable grounds. Disclosers can still qualify for protection even if the disclosure turns out to be untrue.

4 Who can Disclosures be Made to?

4.1 Internal reporting

WA1 encourages anyone wishing to make a disclosure to first report any matters of concern to one of the WA1 "eligible recipients".

WA1's eligible recipients are:

- WA1 Chairperson
- General Counsel & Company Secretary

WA1's preference is for disclosures to be reported internally in the first instance. However, WA1 recognises that it may not always be appropriate to do so. Disclosers will still qualify for Whistleblower protections if a protected disclosure is made to a legal practitioner, an authorised regulatory body or external third party, as explained below.

4.2 National Regulatory Bodies

Where it is not appropriate to make an internal disclosure, or where the person making a report does not feel comfortable making an internal report, or where a discloser has made an internal report but no action has been taken within a reasonable time, protected disclosures may be made to regulatory bodies or competent authorities, such as but not limited to:

- Australian Securities and Investments Commission (ASIC);
- Australian Prudential Regulation Authority (APRA);
- the Australia Taxation Commissioner;
- the Australian Federal Police (AFP);
- a lawyer to obtain advice about the disclosure and the associated implications; and
- the competent authority in the countries where WA1 operates, including criminal or administrative complaint.

4.3 Disclosures to Parliamentarians, Judges and Journalists

It is recognised that if conduct in connection with WA1 is of particular gravity and urgency, disclosure to a member of parliament, a Judge or to a journalist may be justified.

A "public interest disclosure" may be made to a member of parliament, a Judge or to a journalist where:

- a disclosure has been made to a regulatory body;
- 90 days has passed since the disclosure was made;
- there are reasonable grounds to believe that no action is being, or has been taken, to address the matters raised;
- the discloser has informed the regulatory body that they intend to make a public interest disclosure; and
- the extent of the information disclosed is no greater than necessary to inform the recipient of the misconduct or improper state of affairs to which the first disclosure related.

An “emergency disclosure” may be made to a member of parliament, a Judge or to a journalist where:

- a disclosure has been made to a regulatory body;
- there is an imminent risk of serious harm or danger to public health or safety, or to the financial system, if the information is not acted on immediately;
- the discloser has informed the regulatory body that they intend to make an emergency disclosure; and
- the extent of the information disclosed must be no greater than is necessary to inform the recipient of the substantial and imminent danger.

WA1 recommends that a discloser seek independent legal advice before making a public interest or emergency disclosure.

5 How to Make a Disclosure?

If a person has reasonable grounds to believe that conduct constituting misconduct or an improper state of affairs or circumstances exists in connection with WA1, WA1 strongly encourages that person to report their concerns, either verbally or in writing, to an “eligible recipient” within WA1 or as otherwise specified under Section 4 of this Policy.

WA1 encourages disclosers to provide their name when making a disclosure in order to facilitate appropriate follow up questions and assist with the investigation process. However, a discloser can report a protected disclosure anonymously and still qualify for Whistleblower protections. A discloser can choose to remain anonymous while making a disclosure, during an investigation and after the investigation is finalised.

To maintain confidentiality, disclosers should not talk with other workers, clients or suppliers, extended family or friends, or the media (except in the circumstances specified under Section 4.3) about any protected disclosure, other than on a ‘need to know’ basis or if the eligible recipient has directed or approved the disclosure on behalf of WA1.

Breaching the confidentiality of a current disclosure, complaint or investigation or inappropriately disclosing personal information obtained in the course of a disclosure, complaint or investigation is a serious breach of this policy and may lead to formal disciplinary action.

Those directly involved in a protected disclosure (i.e. discloser and respondent) are entitled to seek personal and professional support or advice and seeking of such support or advice (for example, from someone who has knowledge of the protected disclosure) is not considered a breach of confidentiality.

6 Handling and Investigating Disclosures

When WA1 receives a disclosure, we will assess the disclosure to determine whether it qualifies for protection under the Whistleblower laws and whether a formal investigation is warranted.

WA1's approach for investigating disclosures will depend on each individual circumstance and the nature of allegations. The investigation will be conducted by a suitably qualified person or organisation appointed by Chair of the Board.

The usual process for investigating disclosures is set out below. However, where it is considered appropriate to do so, WA1 may alter the process and will advise the relevant parties of the revised process.

Generally, the investigation process will include the following steps:

- obtain all relevant information from the discloser and keep them informed of the process subject to legal constraints;
- advise the person who is the subject of the disclosure about the disclosure and allegation(s);
- provide the person who is the subject of the disclosure with an opportunity to respond to the allegation(s);
- interview any relevant witnesses and collect evidence;
- if necessary, seek further information from the person who is the subject of the protected disclosure, the discloser and/or witnesses;
- assess the evidence and form a view about whether the allegations are substantiated; and
- inform the discloser and person who is the subject of the disclosure of the investigation findings.

The Whistleblower Protection Officer (who is the Company Secretary) must provide the Board information on all active whistleblower matters at the next board meeting.

7 Support and Protection for Disclosers

If a person makes a protected disclosure on reasonable grounds in accordance with this Policy, the Whistleblower Law protects them against:

- victimisation or suffering any detriment due to making a protected disclosure;
- the disclosure of their identity without their consent; and
- civil, criminal or administrative liability for making a disclosure. In addition, information shared by disclosers generally cannot be used in legal proceedings against them, unless the proceedings relate to the falsity of the information disclosed.

WA1 will take steps to ensure that:

- disclosers and any person who is the subject of a protected disclosure are treated fairly and with respect – for example, by:

- conducting investigations with regard to a person's right to natural justice and procedural fairness;
- providing access to counselling services for support;

- the protected disclosure and investigation are dealt with in strict confidence – for example, by:
  - password protecting sensitive documents;
  - keeping sensitive documents in a locked cupboard;
  - only disclosing information to those directly involved in the investigation;
  - reminding those involved about confidentiality requirements;
- the identity of the discloser is protected (where requested by the discloser) – for example, by:
  - redacting the discloser's name and other identifying information from documents;
  - only those directly involved in the investigation will know the discloser's identity;
  - referring to the discloser using gender-neutral pronouns;
- the discloser does not suffer any detriment – for example, by:
  - reassigning the discloser to a different role;
  - allowing the discloser to work from a different location;
  - helping the discloser to manage stress, time, performance or other challenges resulting from making a protected disclosure;

Examples of unlawful and detrimental conduct taken against a discloser includes:

- dismissing them or terminating their employment, even if the making of a protected disclosure constitutes a breach of contract;
- altering their position;
- discriminating against them;
- harassing them; and
- damaging their reputation.

Counselling is confidential and nothing discussed with a counsellor will be communicated back to WA1. Counselling is available free to disclosers and any person who is the subject of a protected disclosure.

8 Consequences of Breaching this Policy

If a person breaches this Policy, they may be subject to disciplinary action which may lead to termination of their employment or contract of services with WA1.

If a discloser suffers any detriment or damage because they have made a protected disclosure, the discloser may claim remedies such as compensation, an injunction or an apology pursuant to the relevant Whistleblower Law.

9 Communications

Information about this policy will be provided to all officers and employees:

- with their contracts of employment; and
- at least bi-annually via email.

A copy can also be found on the WA1 website (www.wa1.com.au).

If you have a query about this Policy or need further information, please contact Elizabeth Maynard – General Counsel & Company Secretary via email (emaynard@wa1.com.au).

10 Review and Changes to this Policy

This policy must be reviewed by the Board or its delegated committee with the assistance of the Whistleblower Protection Officer from time to time to ensure it is operating effectively. Any recommended changes must be approved by the Board or its delegated committee.

The Company Secretary is authorised to make administrative and non-material amendments to this policy provided that any such amendments are notified to the Board or its delegated committee at or before its next meeting.

WA1 will ensure any updates to this policy, its processes and procedures following a review are widely disseminated to, and easily accessible by, individuals covered by this policy. Where necessary, additional training will be provided.

11 Disclosure Form

WA1 and its subsidiaries are committed to fostering a culture of compliance, ethical behaviour and good corporate governance. This Whistleblower Protection Policy supports WA1's Values Statement. WA1 values fairness, respect and integrity and wishes to encourage a culture where any officer, employee or contractor does not suffer detriment because of speaking up about potential misconduct concerns. This policy has been adopted to provide a safe and confidential environment for people to raise any such concerns without fear of reprisal.

This form may be used by anyone who is or was a WA1 officer (including a director or company secretary), employee, contractor or supplier to WA1 (for example, consultants, service providers and business partners) or an employee of such a contractor or supplier, as well as a parent, grandparent, child, grandchild, sibling, spouse or dependant of any of these individuals.

This form is part of WA1's whistleblower program and is intended to assist you make a disclosure in relation to WA1, or an officer or employee of WA1, under WA1's Whistleblower Protection Policy.

Use of this form (including provision of all information requested in it) is optional and it is open to you to make your disclosure in another way.

You may provide this form to us by email or hand via:

Whistleblower Protection Officer:

Elizabeth Maynard
General Counsel & Company Secretary
Telephone: +61 408 361 062
Email: emaynard@wa1.com.au
Mail: Level 2, 437 Roberts Road, SUBIACO WA 6008

SECTION A: CONSENT	
☐	I consent to my identity being shared in relation to this disclosure; OR
☐	I wish for my identity to remain anonymous (***If you wish to remain anonymous, you do not need to complete Section B and Section C***)
☐	I consent to being contacted about my disclosure (***If so, please complete Section C***)
☐	I wish to receive updates about my disclosure (***If so, please complete Section C***)

SECTION B: PERSONAL DETAILS	
Name:	
Address:	
Location (if applicable):	☐ Australia
Department / Team (if applicable):	
Role / Position:	

SECTION C: CONTACT DETAILS	
Preferred telephone no: (*this may be a private number; please include country and area code*)	
Preferred email address: (*this may be a private email address*)	
Preferred contact method: (*phone / email / in person*)	☐ Phone ☐ Email ☐ Mail ☐ In person
Best time to contact you:	

SECTION D: DISCLOSURE **All questions are optional – however, the more information that you provide, the easier it will be for us to investigate and address your concerns.**		
1	A description of your concerns, including: • Location • Time • Persons involved (*You are encouraged to include with this disclosure any supporting evidence you may hold – you may use box 7 or a separate page if you run out of space*)	
2	How did you become aware of the situation?	
3	Who was involved in the conduct, including any names, departments and position?	
4	Does anyone else know about the matters you are concerned about? (*If yes, please describe any steps you have taken to report or resolve your concern and the outcome, if applicable*)	
5	Do you have any concerns about you or any other person being discriminated against or unfairly treated because of this disclosure?	
6	Do you think the reported conduct might happen again?	
7	Please include any other details which you believe are relevant.	