

Purpose of the policy

William Inglis & Son Ltd and its subsidiaries (Inglis) is committed to the highest standards of conduct and ethical behaviour in all its business activities and to promote and support a culture of honest and ethical behaviour, compliance and good corporate governance.

Whistleblowing refers to the act of raising concerns about potential, suspected or actual misconduct within Inglis and is a key element of our governance framework and to achieving transparency and accountability.

Inglis encourage reporting of any instances of suspected unethical, illegal, fraudulent or similar conduct relating to our operations and provides protections to persons making whistleblower reports, so that those persons may do so confidentially, freely and without fear of repercussion.

This policy will be made available to all officers and employees in the Staff Handbook (provided on commencement of employment, and available at all times via a link within "The PayOffice" site) and also on our website www.inglis.com.au.

Who the policy applies to

Inglis staff, directors and other officers who have reasonable grounds to suspect that *Potential Misconduct* has occurred or is occurring within or against Inglis must make a report.

Anyone else who has reasonable grounds to suspect that *Potential Misconduct* has occurred or is occurring within or against Inglis is encouraged to make a report. This includes past employees, directors and other officers, contractors, suppliers (including employees of suppliers), and associates, as well as dependents (or their spouse's dependents) and relatives of the above.

Matters the policy applies to:

Potential Misconduct is any suspected or actual misconduct or an improper state of affairs or circumstances in relation to Inglis. This includes if you believe that an Inglis director, manager, team member, vendor, contractor, supplier, tenderer or other person who has business dealings with Inglis has engaged, or attempted to engage in conduct which:

- is dishonest, fraudulent or corrupt, including bribery or other activity in breach of the Anti-bribery Policy;
- is an illegal activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property, breach of competition and consumer law, privacy law or any other breaches of state or federal law or local laws and regulations applicable to Inglis' overseas operations and entities);
- represents a danger to the public or to the financial system;
- is unethical or in breach of Inglis policies (such as breaches of privacy or confidentiality, dishonestly altering company records or data, obtaining an unauthorised or inappropriate personal benefit, adopting questionable accounting practices or wilfully breaching the Inglis Code of Conduct or other policies or procedures);
- is potentially damaging to Inglis, a team member or a third party, such as unsafe work practices, environmental damage, health risks or abuse of Inglis property or resources;
- may cause financial loss to Inglis or damage its reputation or be otherwise detrimental to Inglis interests; or
- concerns any other kind of serious misconduct or an improper state of affairs or circumstances.

Reports must be based on reasonable grounds that the information disclosed is true. There will not be negative consequences if the information turns out to be incorrect, but you must not make a report that you know is not true or is misleading. Making a false report is considered a serious matter and may result in disciplinary action.

Potential Misconduct generally does not include personal work-related grievances. These are not within the scope of the policy and should be raised directly with your manager or HR.

Personal work-related grievances are those that are in relation to your employment with Inglis and have implications for you personally. Examples include conflict between you and another employee, decisions relating to your terms of employment or assignment of duties (including promotions/transfers) and decisions around termination of employment.

In limited circumstances, a personal work-related grievance may be covered by this Policy, where the grievance arises from knowledge of unethical, illegal or fraudulent conduct. These types of circumstances include where the grievance

- is about a detriment suffered or threatened because the person has made, proposes to make, or could make a whistleblower report;
- raises concerns that are likely to have significant implications for an entity involved in the conduct of Inglis or another entity regulated by the Corps Act, beyond the person who made the whistleblower report;
- concerns conduct, or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws;
- concerns conduct that represents a danger to the public or financial system; or
- concerns conduct prescribed by the regulations.

Who can receive a disclosure and how to make one

In the first instance, prior to action under this Policy, the whistleblower is encouraged to follow normal reporting channels and discuss the matter with their immediate manager.

If the nature of the matter is such that it is not appropriate to report through normal channels, or if the whistleblower has reasonable concern about doing so, or if the matter has been previously reported under normal channels but believes that there has been no appropriate action taken, a whistleblower report may be made by phone or in writing (including by email). The report may be made anonymously (however this may limit Inglis' ability to make proper enquiries into the information included in the report).

Whistleblower reports may be made to the following Whistleblower Protection Officers, who are responsible for safeguarding the interests of the whistleblower:

Steven Gregg , Audit Committee Chair	stevengregg@msn.com	0413 301 701
Mark Webster , Managing Director	mark.webster@inglis.com.au	0419 610 809
Jaci Ellings , Chief Financial Officer	jaci@inglis.com.au	0412 149 782

These individuals can be contacted at any time to obtain more information about this policy, how it works and whistleblower information more generally.

You may also make a whistleblower report to an officer, or member of the Inglis Leadership Team or our auditors, KPMG or a member of the KPMG audit team.

A whistleblower report can also be made to ASIC, APRA and any other Commonwealth prescribed body, such as the ATO .

Public interest disclosures and emergency disclosures:

If 90 days has elapsed since you have made a whistleblower report and you do not have reasonable grounds to believe any action is or has been taken to address the issue, you may be able to report the disclosure to a member of parliament or journalist if there are reasonable grounds to believe making a further disclosure would be:

- in the public interest; or
- the information concerns a substantial and imminent danger to the health or safety of a person(s) or to the natural environment.

This may only be done after you have issued the person you made the original whistleblower report to with a written notice identifying your original report and your intention to make a public interest or emergency disclosure.

The extent of information you disclose to the member of parliament or journalist can be no greater than is necessary to inform them of the misconduct, improper state of affairs or substantial and imminent danger

Whistleblowers should ensure as far as they are able that their report is factually accurate, complete, based on first-hand knowledge, without material omission and presented in an unbiased fashion. The report should be as detailed as practicable and include (but not be limited to):

- the exact nature of the alleged misconduct believed to have occurred
- when the alleged misconduct took place, if known
- where the alleged misconduct took place, if known
- who was involved in the alleged misconduct
- the names of witnesses who may know information that is relevant to investigating the alleged misconduct.

Protections for disclosers

Inglis is committed to protecting and respecting the rights of persons who make reports in accordance with this policy and ensuring anyone who makes a report based on reasonable grounds is treated fairly and does not suffer any disadvantage.

(a) Protecting your identity

Inglis' priority is to protect the identity of people who speak up and make a report. If you speak up, your identity (and any information we have because of your disclosure that someone could use to work out your identity) will only be disclosed if you give your consent to Inglis to disclose that information or the disclosure is allowed or required by law.

We will take steps to protect your confidentiality, for example by ensuring your concerns are overseen and investigated by suitably qualified and appointed team members and securely and confidentially storing all files and records created related to a whistleblower report or an investigation.

(b) Protection from detriment

We will take all reasonable steps to protect you from detrimental treatment and will take appropriate action where any such detrimental treatment is identified. If you consider you are subjected to detrimental treatment because you made a report based on reasonable grounds under this policy, you should inform any Whistleblower Protection Officers or a senior manager immediately. If you consider the matter has not been appropriately addressed, you can refer it directly to the Chief Operations Officer.

Detrimental treatment includes actual or threatened dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or any other unfavourable treatment connected with the belief or suspicion that a whistleblower report has been made, may have been made, proposes to be made or could be made.

Additional Protection

Additional legislative protections may also be available to eligible whistleblowers who make protected disclosures under the law, including but not limited to:

- compensation for loss, damage or injury suffered as a result of detrimental conduct;
- an injunction to prevent, stop or remedy the effects of the detrimental conduct;
- an order requiring an apology for engaging in the detrimental conduct;
- if the detrimental conduct wholly or partly resulted in the termination of a team members employment, reinstatement of their position; and
- any other order the court thinks appropriate.

The law also states that if you make a protected disclosure:

- in some circumstances (e.g. if the disclosure has been made to a regulator) the information you provide is not admissible in evidence against you in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information;
- you are not subject to any civil, criminal or administrative liability for making the disclosure; and
- no contractual or other remedy may be enforced or exercised against on you the basis of the disclosure.

A disclosure made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to a matter that falls within the scope of this policy is protected .

Making a disclosure may not protect the Whistleblower from the consequences flowing from involvement in the wrongdoing itself. A person's liability for their own conduct is not affected by their report of that conduct under this policy. However active cooperation in the investigation, an admission and remorse may be taken into account when considering disciplinary or other action. Even though a Whistleblower may be implicated in the wrongdoing they must not be subjected to any actual or threatened retaliatory action or victimisation in reprisal for making a report under this policy

Handling and investigating a disclosure

Matters raised under this Policy will be received and treated with the utmost sensitivity and seriousness. All matters will be dealt with fairly and objectively in a timely manner and in accordance with relevant supporting procedures.

Making a report does not guarantee that the matter will be formally investigated. Firstly, the report will be reviewed to determine if it falls within the scope of this policy and if the information contained in the report, and Potential Misconduct is of a nature that is serious enough to require investigation. Where a matter is very serious, the CEO and Chair of the Audit Committee will be notified.

Unless a report is made anonymously, you will receive a written acknowledgement confirming receipt of the report and confirmation of whether the report falls within the scope of the policy. If an investigation is to follow, you will be advised as to how that investigation will be conducted.

Investigations

- Investigations may be conducted by an internal or external investigator appointed by Inglis.
- You will be asked for permission to share your identity with the appointed investigator.
- You may also be asked to participate in the investigation.
- All team members and contractors must cooperate fully with any investigations
- Whistleblowers will be informed of the outcomes of the investigation, to the extent that is appropriate in the circumstances. However, it may not be appropriate to provide you with details of the investigation where an investigation has resulted in disciplinary action against an officer, employee or contractor working within Inglis.

Should you be unsatisfied with the outcome of the investigation you may request a review of the decision by another investigator, or by making a disclosure to one of the external eligible recipients mentioned above.

Where a whistleblower report is made anonymously, the review and any investigation will be conducted on the information contained in the report, or otherwise available to Inglis. Whistleblower reports made anonymously may limit Inglis' ability to make proper enquiries into the information contained in the report.

Ensuring fair treatment of individuals mentioned in a disclosure

Investigations of whistleblower reports may be undertaken with the knowledge of the persons mentioned in the report, either to keep the identity of the whistleblower confidential, or to prevent anyone suffering a detriment as a result of the report.

Where an investigation or inquiry indicates misconduct may have occurred, the employee concerned will be given information about the substance of the misconduct in writing, and an opportunity to respond to the matters before any further steps are taken against them (including disciplinary action)

Reporting procedures and review of Policy

The CFO will prepare reports on the number and type of whistleblower incident reports for each Board meeting. This will ensure the Board has full visibility and transparency about whistleblower matters, including any material incidents.

Any disclosure of a serious matter will be reported to the CEO immediately (unless inappropriate to do so, in which case the Chair and/or Deputy Chair will be notified).

All reporting of matters investigated in accordance with this policy will maintain the confidentiality of any person who has reported a matter in accordance with the Policy. Any information that might lead to the disclosure of the identity of the whistleblower will also be excluded from these reports.

A breach of an obligation under this policy by an officer, employee or contractor of an entity involved in the conduct of Inglis Operations may result in disciplinary action, up to and including termination of appointment, employment or engagement.

This policy may be reviewed and amended from time to time to ensure it meets best practice standards and the needs of Inglis.

Officers and staff who have roles under this Policy will receive training on discharging their responsibilities and will be advised of any changes to this Policy and their responsibilities as required.