

# WHISTLEBLOWER POLICY

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## 1. Purpose

- 1.1 This Whistleblower Policy sets out when a disclosure may qualify for protection under the Whistleblower Protection Scheme in the Corporations Act 2001 (Cth) (**Whistleblower Protection Scheme**).

The purpose of this policy is to:

- (a) encourage the disclosure of reportable conduct by Whistleblowers;
- (b) set out who is entitled to protection as a Whistleblower under this policy;
- (c) explain the protections Whistleblowers are entitled to under this policy; and
- (d) set out how disclosures made by Whistleblowers will be handled by Heathgate.

## 2. Key Principles

- 2.1 Heathgate Resources Pty Ltd (**Heathgate**) values and promotes a speaking up culture, where all Whistleblowers feel comfortable to raise matters that are of legitimate concern to them, including in relation to a potential breach of any legal or regulatory requirement or policy.
- 2.2 Our Whistleblower Policy is an important tool in deterring corrupt, illegal or other undesirable conduct.

## 3. Applicability

- 3.1 This Whistleblower Policy applies in respect of disclosures that may qualify for protection under the Whistleblower Protection Scheme.
- 3.2 This Policy must be considered in conjunction with any applicable legislation.

## 4. Definitions

In this policy:

- 4.1 'Detriment' includes without limitation:
- (a) dismissal of an employee;
  - (b) injury of an employee in his or her employment;
  - (c) alteration of an employee's position or duties to his or her disadvantage;
  - (d) discrimination between an employee and other employees;
  - (e) harassment or intimidation of a person;
  - (f) harm or injury to a person, including psychological harm;
  - (g) damage to a person's property, reputation, business or financial position; or
  - (h) any other damage to a person.

- 4.2 'Company' means Heathgate, its subsidiaries and related bodies corporate.
- 4.3 'Qualifying Disclosure' means a disclosure qualifying under section 1317AA of the Corporations Act 2001 (Cth), as outlined by that section and summarised in paragraph 5.1 of this policy.

## 5. Requirements for a Qualifying Disclosure

### Qualifying Disclosures

- 5.1 A Qualifying Disclosure under the Whistleblower Protection Scheme is when a Whistleblower makes a disclosure to an Eligible Recipient (defined below at 5.3) and the Whistleblower has reasonable grounds to suspect that the information concerns a Disclosable Matter (defined below at 5.4).

### Whistleblower

- 5.2 A "Whistleblower" is any current or former:
- (a) officer (including a director) or employee of any Heathgate entity;
  - (b) individual who supplied goods or services to any Heathgate entity;
  - (c) employee of a person that supplies goods or services to any Heathgate entity;
  - (d) individual who is an associate of any Heathgate entity; and
  - (e) any individual who is a relative, spouse or dependant (or the dependant of a spouse) of any of the above persons.

### Who is an Eligible Recipient?

- 5.3 An "Eligible Recipient" is:
- (a) any person authorised by Heathgate to receive disclosures that may qualify for protection under the Whistleblower Protection Scheme. Heathgate authorises the Chief Human Resources Officer and the Chief Financial Officer to receive such disclosures;
  - (b) any auditor (internal or external) or actuary of Heathgate; or
  - (c) a senior manager or officer of Heathgate. Heathgate regards the President, Geology Manager, Operations Manager, Chief Human Resources Officer and the Chief Financial Officer as the senior managers of Heathgate.

### What is a Disclosable Matter? Making a disclosure

- 5.4 A "Disclosable Matter" under the Whistleblower Protection Scheme is information that:
- (a) concerns misconduct or an improper state of affairs or circumstances in relation to any entity within Heathgate; or
  - (b) indicates that Heathgate or any related entity or one of its officers or employees has engaged in conduct that:

- i. constitutes an offence against the Corporations Act 2001 (Cth), ASIC Act, Banking Act 1959, Financial Sector (Collection of Data) Act 2001, Insurance Act 1973, Life Insurance Act 1995, National Consumer Credit Protection Act 2009, Superannuation Industry (Supervision) Act 1993, and any instrument made under these Acts;
- ii. constitutes an offence against other Commonwealth legislation that is punishable by imprisonment for 12 months or more; or
- iii. represents a danger to the public or the financial system.

Examples of what may be a Disclosable Matter include a breach of any legal or regulatory requirement, or other Heathgate Policy, including, for example:

- (a) fraud;
- (b) negligence;
- (c) breach of duty or trust;
- (d) default;
- (e) criminal offences;
- (f) failure to comply with any legal obligation;
- (g) unfair or unethical dealing with a customer, supplier or agent of Heathgate;
- (h) corrupt conduct;
- (i) modern slavery or human rights abuses;
- (j) risk to the health or safety of any person;
- (k) unethical conduct;
- (l) any deliberate concealment relating to the above.

5.5 As a general rule disclosures that concern personal work-related grievances do not qualify for protection under the Whistleblower Protection Scheme.

5.6 A disclosure will concern a personal work-related grievance of the discloser if the information:

- (a) concerns 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; and
- (b) does not have significant implications for Heathgate that do not relate the discloser; and
- (c) does not concern conduct that:
  - i. is an alleged contravention of the Corporations Act 2001 (Cth), ASIC Act, Banking Act 1959, Financial Sector (Collection of Data) Act 2001, Insurance Act 1973, Life Insurance Act 1995, National Consumer Credit Protection Act 2009, Superannuation Industry (Supervision) Act 1993, and any instrument made under these Acts; or
  - ii. is an offence against another law of the Commonwealth, which is punishable by imprisonment of 12 months or more; or
  - iii. represents a danger to the public or financial system.

- 5.7 Examples of disclosures regarding personal work-related grievances that may not qualify for protection include:
- (a) an interpersonal conflict between the discloser and another employee;
  - (b) a decision relating to the engagement, transfer or promotion of the discloser;
  - (c) a decision relating to the terms and conditions of engagement of the discloser; or
  - (d) a decision to suspend or terminate the engagement of the discloser, or otherwise discipline the discloser.
- 5.8 Disclosures about personal-work related grievances that do not qualify for protection under the Whistleblower Protection Scheme will generally be dealt with under Heathgate's Grievance and Dispute Resolution Procedure and not as Disclosable Matters.
- 5.9 Whilst disclosures can be made to any Eligible Recipient, to enable the efficient investigation of the Disclosable Matter, Heathgate encourages Whistleblowers who have reasonable grounds to suspect a Disclosable Matter to make a disclosure by emailing either:
- (a) DislosuretoHeadHR@heathgate.com.au
- or,
- (b) DislosuretoCFO@heathgate.com.au
- 5.10 It is preferred that Whistleblowers identify themselves when making a disclosure, as this greatly assists the investigation process. However, Whistleblowers may choose to make their disclosure anonymously. In these circumstances the protections under the Whistleblower Protection Scheme still apply.

Ideally, the Whistleblower should provide sufficient information to allow the matter to be properly investigated and Heathgate encourages the Whistleblower to provide an anonymous email address through which additional questions can be asked and information provided.

### **Investigation of a Disclosable Matter**

- 5.11 Upon receipt of a Qualifying Disclosure, the Chief Human Resources Officer is responsible for ensuring that the matter is investigated as appropriate. (If the Qualifying Disclosure pertains primarily to the Chief Human Resources Officer, the investigation will be overseen by the Chief Financial Officer).
- This includes:
- (a) deciding on the need for an investigation;
  - (b) appointing an Investigation Officer (this may need an external appointment where appropriate); and
  - (c) receiving timely updates as to the progress and completion of investigations.
- 5.12 An investigation will generally involve making inquiries and collecting evidence for the purpose of assessing whether the Qualifying Disclosure can be substantiated.
- 5.13 Heathgate employees about whom disclosures are made will generally be given an opportunity to respond to the relevant allegations made in the Qualifying Disclosure.

## 6. Protections

### Immunities

- 6.1 A Whistleblower will not be subject to criminal, civil or administrative liability (including disciplinary action) by Heathgate for making a Qualifying Disclosure.
- 6.2 No contractual or other remedy or right may be enforced or exercised against the Whistleblower on the basis of the Qualifying Disclosure.
- 6.3 Whistleblowers who make some types of Qualifying Disclosures are also provided immunities to ensure that information they disclose is not admissible in evidence against them in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information.
- 6.4 Except as provided for by 6.3, the fact that someone has made a Qualifying Disclosure does not prevent them from being subject to any civil, criminal or administrative liability for conduct of the person revealed by the disclosure.

### Confidentiality

- 6.5 Under the Whistleblower Protection Scheme, Whistleblowers making a Qualifying Disclosure are protected by the requirement that their identity, and information that may lead to their identification, must be kept confidential, and subject to relevant exceptions outlined below.
- 6.6 Exceptions to this are disclosures to ASIC, the Australian Federal Police, a legal practitioner for the purpose of obtaining advice about the application of the Whistleblower protections or made with the consent of the eligible Whistleblower.
- 6.7 The Whistleblower's identity and information which is likely to lead to the identification of the discloser can also be provided to any Commonwealth or State authority for the purpose of assisting the authority in the performance of its functions or duties. This includes, but is not limited to, the police in a relevant State or Territory, the Civil Aviation Safety Authority or other authorities.
- 6.8 It is also permissible to disclose information which could lead to the identification of the discloser if the disclosure is reasonably necessary for the purpose of investigating the matter, if all reasonable steps are taken to reduce the risk that the discloser will be identified as a result of the information being disclosed.
- 6.9 Breach of these confidentiality protections regarding the discloser's identity and information likely to lead to the identification of the discloser is a criminal offence and may be the subject of criminal, civil and disciplinary proceedings.
- 6.10 The Eligible Recipient and any appointed Investigation Officer must ensure that all relevant files and documents are kept secure.
- 6.11 Whistleblowers are protected under the Whistleblower Protection Scheme from victimisation and suffering any Detriment by reason of the Qualifying Disclosure. It is unlawful for a person to engage in conduct against another person that causes, or will cause Detriment in circumstances where the person believes or suspects that the other person or any other person made, may have made, proposes to make or could make a Qualifying Disclosure.

- 6.12 Threats of Detriment are also unlawful.
- 6.13 Employees of Heathgate found to have engaged in detrimental conduct on this basis will be subject to disciplinary action. Any person that engages in detrimental conduct may also be subject to civil and criminal liability (including imprisonment) under the Whistleblower Protection Scheme.
- 6.14 If any person becomes aware of detrimental conduct occurring, they should report this to the Chief Human Resources Officer or the Chief Financial Officer.

## 7. Roles and Responsibilities Employees of Heathgate and Whistleblowers

- 7.1 If a Whistleblower becomes concerned about possible illegal, unethical or otherwise improper conduct that they think is not being properly handled within Heathgate, it is critical that they take steps to advise Heathgate through this Whistleblower Policy.

### Whistleblower Protection Officer (WPO)

- 7.2 The WPO is responsible for taking, where practicable, whatever reasonable action is required to ensure that the Whistleblower is protected from detriment. This will be the Chief Human Resources Officer or, if the Qualifying Disclosure pertains primarily to the Chief Human Resources Officer, the investigation will be overseen by the Chief Financial Officer.

### Investigation Officer

- 7.3 The Investigation Officer has responsibility for conducting an investigation into a qualifying disclosure received from a Whistleblower. The Investigation Officer will not be the same person as the WPO.

### Interpretation of this Policy

- 7.4 Any questions in relation to the interpretation of the Whistleblower Policy documents should be forwarded to the Chief Human Resources Officer.

## 8. Compliance Breaches

- 8.1 A breach of the protections provided under the Whistleblower Protection Scheme will be treated as a serious disciplinary matter.
- 8.2 False reports can have significant effects on the reputations of Heathgate employees and would also cause considerable waste of time and effort. Accordingly, any deliberately false disclosures under the Whistleblower Policy will be treated as a serious disciplinary matter.

## 9. Administration

### Review and Updates

- 9.1 The Policy owner (Chief Human Resources Officer) will review and update this Policy document as required to maintain currency.

## Related Policy Documents

9.2 Code of Conduct Policy, Discipline and Termination of Employment Policy and Grievance and Dispute Resolution Procedure, Modern Slavery Policy.

## Published

9.3 This policy is published on Heathgate's website and intranet.

## Policy

9.4 This policy is not a term of any contract, including any contract of employment and does not impose any contractual duties, implied or otherwise, on Heathgate. This Policy may be varied by Heathgate from time to time.

<b>Signature</b>		<b>Date</b>	7 <sup>th</sup> December 2021
	President or Delegate		
<b>Name</b>			