

1. PURPOSE

Fyfe is committed to creating and maintaining an open working environment in which employees, contractors and officers are able to raise concerns regarding unethical, unlawful or undesirable conduct.

This policy sets out the process for Fyfe workers to report concerns of possible unethical, unlawful or undesirable conduct without fear of reprisal and with the support and protection of Fyfe. This policy also outlines the investigation process that Fyfe will follow upon receipt of a whistleblowing report.

The aim of this policy is to make Fyfe workers feel confident about raising concerns of wrongdoing by offering a reporting and investigation process that is objective, confidential and protects Fyfe workers from reprisal or disadvantage. It also provides an alternative reporting mechanism for any Fyfe worker who does not feel comfortable reporting wrongdoing to their manager or the Human Resources department.

Behaviour or action of one employee (or more) against another which you feel affects you harshly, unfairly or unjustly is generally not a wrongdoing but rather should be dealt with in accordance with Fyfe's Grievance Policy (QL_1513).

Malicious, vexatious or purely fabricated reports will not be tolerated and will be dealt with in accordance with Fyfe's Disciplinary Policy.

2. DEFINITIONS

"Fyfe worker" means an officer, employee (full time, part time or casual), consultant, contractor, volunteer or work experience student of Fyfe.

"Protection Officer" means the Company Secretary, Stephen Warren.

"reasonable suspicion" means having a genuine reason to believe wrongdoing is occurring. It does not require evidence that proves the suspicions, but you must be acting in good faith and have reasonable grounds for believing a wrongdoing has or is occurring.

"Whistleblower" means a person who reports wrongdoing in accordance with this policy.

"wrongdoing" includes any conduct that:

- is unethical, dishonest, fraudulent or corrupt;
- is illegal or a breach of any Commonwealth or state legislation;
- involves a continuing or regular breach of Fyfe's policies;
- is a breach of Fyfe's Code of Conduct or other policies that is not appropriate to discuss with your manager or with Human Resources;
- is potentially damaging to Fyfe, a Fyfe worker, Fyfe clients or anyone else such as unsafe work practices, environmental damage or poses a health risk;
- involves a substantial waste of Fyfe resources;
- may cause financial loss to Fyfe or damage its reputation;
- involves a conflict of interest; or
- amounts to an abuse of authority.

3. HOW TO MAKE A DISCLOSURE

If you have a reasonable suspicion of a wrongdoing, you may report the wrongdoing by:

- Speaking to your immediate manager or the Human Resources department (HR). Your manager or HR will raise the matter with the Protection Officer;
- if you do not feel comfortable reporting the matter to your immediate manager or HR or if you are not satisfied with the response you received, you can report the matter directly to the Protection Officer;

- if the wrongdoing involves the Protection Officer, you can report the matter to the Managing Director or the Chairman of the Risk and Audit Committee;

You may also report the wrongdoing by going to [FYFE | whistleblowingservice.com.au](https://fyfe.com.au/whistleblowingservice.com.au)

- click on the 'Make a Report' button below
- You will be redirected to the new page where you need to:
- enter "FYFE" in the 'Unique Key' field
- enter "fyfe2023" in the "Client Reference Number"
- click "Next"

4. INVESTIGATION OF WRONGDOING

Fyfe will investigate all reports of wrongdoing made under this policy as soon as possible after the matter has been reported.

Investigations into wrongdoing will be conducted:

- by an investigation officer appointed by the Protection Officer. This person will be a manager or part of the Fyfe Executive who is independent of the alleged wrongdoing or it may be an independent external resource. The investigation officer may seek independent financial, legal and operational advice to enable them to properly investigate the allegation;
- in a timely, thorough, confidential, objective and fair manner.

The person who is alleged to have committed the wrongdoing (the alleged wrongdoer) will be informed of the allegation and given the opportunity to respond to it. The alleged wrongdoer's response will be included in any report arising from the investigation.

Subject to Fyfe's obligations under the Privacy Act and any other relevant legislation, Fyfe will:

- keep the Whistleblower informed on the progress of the investigation;
- provide the Whistleblower with a short summary of the outcomes of the investigation. The summary will be provided to the Whistleblower on a confidential basis, and the Whistleblower must not disclose any details of the summary or the investigation without first obtaining the Protection Officer's written consent; and
- keep the alleged wrongdoer informed of the progress of the investigation and the outcome.

Once an investigation officer has completed the investigation, he or she will report the findings to the Protection Officer. The Protection Officer will refer the report to the relevant member of the Fyfe Executive to determine the appropriate response.

If the investigation concludes that a wrongdoing has been committed, this will be treated as a disciplinary matter in accordance with the Fyfe Disciplinary Policy. If the wrongdoing involves criminal activity, the matter will also be referred to the police.

If the investigation concludes that wrongdoing has not been committed, the Whistleblower will still be protected in accordance with this policy.

5. WHISTLEBLOWER PROTECTION

If a Whistleblower reports a wrongdoing under this policy, the Whistleblower's identity will only be disclosed to the Protection Officer, the investigation officer and any other persons required to be informed to enable a proper investigation to be conducted. No one else will be informed of the Whistleblower's identity unless he or she consents to the disclosure or his or her identity is required to be disclosed by law.

Fyfe will not disclose details of any reported matter which may reveal the identity of the Whistleblower without the Whistleblower's consent.

All records created as part of the investigation process will be retained under strict security. The release of any such information in breach of this policy will be dealt with in accordance with Fyfe's disciplinary procedures.

Fyfe is committed to protecting Whistleblowers who report a wrongdoing in good faith under this policy and to ensuring the Whistleblower is not subjected to detrimental treatment as a result of making a report.

Detrimental treatment of a Whistleblower includes dismissal, demotion, disciplinary action, threats, harassment and any unfavourable treatment connected with reporting a wrongdoing. Detrimental treatment will be treated as serious misconduct and dealt with in accordance with Fyfe's Disciplinary Policy.

If a Whistleblower believes they have been subjected to detrimental treatment as a result of being a Whistleblower, they should immediately report the matter to the Protection Officer or to the Chairman of the Risk and Audit Committee.

If the Whistleblower has been involved in the wrongdoing he or she reports, Fyfe may provide the Whistleblower with immunity from Fyfe's disciplinary procedures. However, Fyfe has no power to grant immunity from criminal prosecution.

6. CORPORATIONS ACT 2001

The Corporations Act (the Act) provides special protection to Whistleblowers. Under the Act a whistleblower (an employee or contractor of Fyfe or an employee of a contractor) who reports a breach or suspected breach of the Act is protected if the report is:

- made to:
 - the Protection Officer;
 - a director, manager or senior officer of Fyfe;
 - the external auditor or an audit team member; or
 - ASIC;
- not made anonymously; and
- made in good faith and the Whistleblower has reasonable grounds for suspecting that there has been a breach of the Act by Fyfe or an officer or employee of Fyfe.

The protection provided by the Act includes:

- the whistleblower cannot be subject to legal liability for making the report;
- anyone who victimises, threatens, bullies or intimidates the Whistleblower (or attempts to do so) is guilty of an offence; and
- any person to whom the suspected breach has been reported or disclosed commits an offence if they disclose information contained in the report or Whistleblower's identity (without the Whistleblower's consent) to anyone other than ASIC, the Australian Federal Police or the Australian Prudential Regulatory Authority.

7. INTERNAL REPORTING PROCEDURES

The Protection Officer will report annually to the Fyfe Board of Directors on Whistleblower reports. These reports will maintain the confidentiality of the Whistleblower and will provide a summary of the Whistleblower reports received, their status and the action being taken. The report may also identify any patterns of wrongdoing.

If an investigation finds that a wrongdoing has been committed, a copy of the investigation report will be provided to the Fyfe Risk and Audit Committee.