

# Whistleblower Policy

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<b>Approving Authority:</b>	Board
<b>Date Implemented:</b>	March 2022
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## Purpose

In accordance with Australian Energy Producers' (the Company) Code of Conduct, The Company is committed to upholding the highest standards of integrity, fairness and ethical conduct. This Whistleblower Policy (Policy) has been adopted to provide:

- a safe and confidential approach to the reporting of improper conduct;
- a way of identifying wrong-doing, and transparency around how issues are dealt with appropriately and in a timely way.
- The Company also recognises its legal obligations to provide an effective whistleblower protection program.

## Scope

This Policy applies to a disclosure of information when a discloser has reasonable grounds to suspect misconduct or an improper state of affairs or circumstances in relation to Australian Energy Producers and all entities over which it exercises control (**Disclosable Matters**).

Examples of Disclosable Matters may include but are not limited to:

- illegal conduct;
- fraud, money laundering or misappropriation of funds;
- offering or accepting a bribe;
- financial irregularities;
- failure to comply with, or breach of, legal or regulatory requirements;
- engaging in or threatening to engage in detrimental conduct against a person who had made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure;
- conduct endangering health and safety or causing damage to the environment;
- unauthorised use of the Company's confidential information;
- conduct likely to damage the financial position or reputation of the Company;
- information that indicates a significant risk to public safety; or
- deliberate concealment of any of the above.

Disclosable Matters do not, generally, include personal work-related grievances as described below in part 3 of Section 2. However, if you are unsure if something is a Disclosable Matter, ask the General Manager (GM) Corporate or another **Eligible Recipient**.

The roles and responsibilities of key stakeholders under this Policy are set out in **Attachment 1**.

## 1. Eligible Whistleblowers

The Policy applies to:

- current and former employees and officers of the Company and all entities over which it exercises control;
- current and former suppliers and service providers (including their employees) to the Company and all entities over which it exercises control;
- current and former associates of the Company;
- relatives, dependents, or dependents of the spouse of an individual referred to above.

For the purpose of this Policy, any of the people above who make a disclosure relating to a Disclosable Matter directly to an Eligible Recipient are described as **Eligible Whistleblowers**.

**Eligible Recipients** includes members of the Senior Leadership, Directors of Australian Energy Producers Limited, the Company's external whistleblower service Deloitte (see Section 3 below), or an auditor or actuary of the Company. Other parties to whom protected disclosures can be made are included in **Attachment 2**.

To qualify for protection as a whistleblower under the *Corporations Act 2001* (Cth) (**Corporations Act**) the Discloser must be an Eligible Whistleblower in relation to the Company and:

- they have made a disclosure of information relating to a Disclosable Matter directly to an Eligible Recipient, or to ASIC, APRA or another Commonwealth body prescribed by regulation; or
- they have made a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Corporations Act.

In certain situations, the law also protects disclosures made as an "emergency disclosure" or "public interest disclosure". Disclosers are encouraged to seek their own independent legal advice for more information about these types of disclosure.

## 2. Raising Concerns at Australian Energy Producers

Australian Energy Producers is committed to a supportive workplace environment. Individuals are encouraged to raise concerns they may have regarding conduct occurring at the Company or in relation to the Company.

There are various ways in which concerns can be raised depending on the circumstances and the level of seriousness of the issue. For example, an individual's concerns may be able to be addressed informally, through discussions with the respective manager or by talking to the GM Corporate or their delegate.

However, in some cases, an individual may be more comfortable making a formal report. The Company has adopted this Policy to assist individual's with the process. Set out below are the three main ways in which an individual may choose to raise a concern.

### 1. Speaking to the respective manager / informally raising concerns

Australian Energy Producers encourages individual's to informally raise issues with their manager or another trusted person within Australian Energy Producers. An individual may also contact an Eligible Recipient where you they require additional information about the Policy before formally making a disclosure.

**Note:** *informally raising concerns outside of this Policy and/or raising them in a way which does not otherwise meet legislative requirements, may limit the protections to which an individual is entitled under the law, which are summarised in **Attachment 2**.*

## 2. Formally reporting a Disclosable Matter under this Policy

Where an individual has concerns about a Disclosable Matter at Australian Energy Producers and they are not comfortable raising the concerns informally (as outlined above), the individual is encouraged to formally report it under this Policy. This means telling an Eligible Recipient if they have reasonable grounds to suspect that a Disclosable Matter has occurred or is occurring in relation to Australian Energy Producers.

Refer to Section 3 of this Policy on how to formally raise a concern.

Provided such disclosures meet certain legislative requirements (including being made by an Eligible Whistleblower in relation to Australian Energy Producers to an Eligible Recipient on a Disclosable Matter under the Corporations Act), then it will be a protected disclosure and the individual will have certain protections under the law (**Disclosure**). As noted above, these protections may not be available in the case of an informal disclosure or a personal work-related grievance as per paragraphs 1 above and 3 below.

## 3. Personal work-related grievances

Personal work-related grievances should be raised directly with the GM Corporate, as such grievances are not within the scope of this Policy (subject to some exceptions, see **Attachment 2**). Personal work-related grievances are those that relate to the Discloser's current or former employment and have, or tend to have, implications for them personally (i.e. matters solely related to their personal employment), but do not:

- have any other significant implications for the Company under the law; or
- relate to any conduct, or alleged conduct, about a Disclosable Matter.

*Examples of personal work-related grievances include:*

- an interpersonal conflict between you and another employee;
- a decision relating to a promotion impacting you; or
- a decision relating to the termination of your employment.

However, in some cases personal work-related grievances may be covered by this Policy. See further information in **Attachment 2**.

## 3. How to raise a formal concern at Australian Energy Producers

If an individual wishes to raise a formal concern, they must report the Disclosable Matter directly to an Eligible Recipient to qualify for protection. The individual may raise their concern directly with Australian Energy Producers' external whistleblower service, the Deloitte Whistleblower Service. Contact details for the Deloitte Whistleblower Service can be accessed on the Australian Energy Producers intranet in the 'HR – All Staff Access' area. This information is also prominently displayed in all Australian Energy Producers workplaces.

### **Deloitte Whistleblower Services:**

Ph: 1800 173 918

E: [whistleblower@deloitte.com.au](mailto:whistleblower@deloitte.com.au)

W: <https://australia.deloitte-halo.com/whistleblower/website/AustralianEnergyProducers>

Individual's should provide as much information as possible, including details of the Disclosable Matter, people involved, dates, locations and any evidence that may exist.

## 4. Raising a concern anonymously

An individual can make an anonymous Disclosure if they do not want to reveal their identity. Such Disclosures will still be protected under the relevant legislation (provided all other criteria

are met). An individual may choose to remain anonymous while making a Disclosure, throughout any investigation and after the investigation is finalised, however this may limit the ability to investigate the Disclosure depending on the circumstances. Individuals are not obliged to answer questions if they feel doing so could reveal their identity during follow-up conversations. An individual may also choose to adopt a pseudonym for the Disclosure.

While individuals are encouraged to provide their name when providing a Disclosure to the Deloitte Whistleblower Service because it will make it easier for the Company to address their Disclosure (for example, the context in which they may have observed the Disclosable Matter is likely to be useful information), they are not required to do so.

If an individual does not provide their name, the Company will assess the Disclosure in the same way as if the individual had revealed their identity, and any investigation will be conducted appropriately in the circumstances. However, please be aware that an investigation may not be possible unless sufficient information is provided. Individuals will still be entitled to protections under the law if a protected disclosure is made, as described in **Attachment 2**.

It is illegal for a person to identify a Discloser, or disclose information that is likely to lead to the identification of the Discloser other than in certain circumstances. The identity of and information received from a Discloser will therefore be held in confidence. If an individual believes their confidentiality has been breached, they can raise this with an Eligible Recipient as outlined in this Policy. More information on protecting one's identity is outlined in Section 6.

## **5. What happens following a disclosure**

When a Disclosure is made, it will be dealt with sensitively and seriously, and may be addressed informally or through formal investigation. The following diagram details the steps that must be followed except where, in the opinion of the Whistleblower Investigations Officer (WIO) who is assigned to oversee the investigation, it would be inappropriate or unreasonable in the circumstances to do so. A Whistleblower Protection Officer (WPO) may with consent of the Discloser be assigned to put in place protocols to safeguard the Discloser and ensure the integrity of the process.

### Acknowledgement

- Eligible Recipient to:
  - acknowledge receipt of the Disclosure (where possible and as soon as practicable);
  - refer the discloser of a Disclosable Matter to use the Deloitte Whistleblower Service to record their disclosure; or
  - notify the WIO as soon as practicable of any disclosures that are not Disclosable Matters (keeping in mind confidentiality obligations).

### Access Disclosure

- WIO to:
  - assess and consider the Disclosure, including whether it falls within the scope of this Policy or otherwise qualifies for protection;
  - determine an appropriate response, including if a formal in-depth investigation is required, and if so determine:
    - the nature and scope of investigation;
    - who will lead the investigation (someone with no personal interest in the matter); any technical, financial or legal advice (if required);
    - proposed timeframes; and
    - assess the risk of detriment to the Discloser and identify and implement steps to minimise the risk of detriment.

### Investigation (if required)

- Investigations are to be conducted in a thorough, objective and fair manner.
- Persons to whom the Disclosure relates will be informed and will be given a chance to respond (unless there are confidentiality or other reasons not to do so).
- All persons to which this Policy applies must cooperate fully with any investigations.

### Keeping Informed

- Recipients will keep in contact with Disclosers, if they are able to be contacted (which may be via the Whistleblower Protection Officer (WPO), until the matter is resolved by Australian Energy Producers.
- Subject to the below comments, Disclosers will be told:
  - how Australian Energy Producers has decided to respond to their disclosure;
  - if an investigation will be conducted (this may not be until after an investigation has been concluded);
  - information in relation to timeframes.
- The frequency and timeframe may vary depending on the nature of the Disclosure.  
*Note: it may not always be appropriate or possible (eg if the Disclosure was anonymous) to provide Disclosers with the above information.*

### Outcome

- Results of any investigation will be recorded in writing in a formal internal report that will be confidential and is the property of Australian Energy Producers.
- Australian Energy Producers may communicate the findings of any investigation arising from a concern regarding a Disclosable Matter to the Discloser in its absolute discretion, it may not always be appropriate to provide details of the outcome having regard to confidentiality and privacy considerations.
- A Discloser or any other persons the subject of an investigation are not entitled to the report.
- The outcome of any investigation and a summary of Disclosures will be reported to the Board or its delegated subcommittee.

1. Where an investigation identifies a breach of law or a breach of the Company internal policies or procedures, appropriate disciplinary action may be taken. This may include but is not limited to terminating or suspending the employment or engagement of the person(s) involved in the misconduct;
2. In some circumstances, Disclosures made may also be subject to statutory reporting requirements and processes, or a matter may need to be reported to the police, or a government agency or authority. This Policy does not negate a statutory requirement or process, or customary processes under law.

## 6. Legal protection of disclosers

The Company is committed to protecting and respecting the rights of a Discloser under this Policy. This section outlines how the Company will assist in protecting Disclosers (in addition to legislative protections as summarised in **Attachment 2**).

### Protecting a person's identity

It is a priority to protect Disclosers. Each person performing a function under this Policy in relation to a Disclosure must take all reasonable steps to reduce the risk that a Discloser will be identified.

If an individual makes a Disclosure, their identity (and information about the Disclosure that could reveal their identity) must not be disclosed unless:

- the individual gives consent for the Company to disclose that information;
- the disclosure is allowed or required by law (for example, disclosure by the Company to a lawyer to get legal advice relating to the law on whistleblowing); or
- in the case of information likely to identify the individual, it is reasonably necessary to disclose the information for the purposes of an investigation, but all reasonable steps are taken to prevent someone from working out the individual's identity; or
- it is reported to a relevant regulator such as to:
  - the Australian Federal Police;
  - the Australian Securities and Investments Commission;
  - the Australian Prudential Regulatory Authority; or
  - the Australian Commissioner of Taxation if the disclosure concerns the Company's tax affairs or the tax affairs of an associate of the Company.

### Protecting you from detriment

The Company will not tolerate any detrimental conduct to any person who:

- is or proposes to be a Discloser; or
- is suspected or believed to be, or could be, a Discloser, including conduct against that person's colleagues, employer (if a contractor) or relatives.

Examples of detrimental conduct include the following:

- being terminated or having their employment ceased;
- injury of an employee in their employment or alteration of their duties to their disadvantage;
- harassment or intimidation;
- harm or injury;
- damage to property, reputation, business or financial position or any other damage;
- discrimination; and
- any other action that can be perceived as retaliation for making a report.

Any person involved in detrimental conduct may be subject to disciplinary action (including but not limited to termination of employment or engagement). In some circumstances, such conduct may also be a criminal offence.

If an individual is concerned that they may be, are being, or have been subject to detrimental conduct as a result of an actual or proposed Disclosure, they should immediately report this matter to the Whistleblower Protection Officer (WPO) assigned to their matter.

The Company is committed to making sure that a Discloser does not suffer detriment. The protections offered are as required by law, and may, depending on the circumstances, include:

- monitoring and managing the behaviour of other employees;
- relocating employees to a different group or revising reporting lines;
- offering the individual a leave of absence or flexible workplace arrangements while a matter is investigated.

A Discloser, who is a current employee, may access the Company's Employee Assistance Program, information of which is available on the Australian Energy Producers intranet in the 'HR – All Staff Access' area.

*See also Attachment 2.*

### **Compensation and other remedies**

A Discloser (or any other employee or person) may be entitled to seek remedies through the courts such as compensation if they suffer loss, damage or injury due to detrimental treatment.

Disclosers are encouraged to seek independent legal advice.

### **Civil, criminal and administrative liability protection**

Disclosers are protected from any civil, criminal and administrative liability, in relation to their Disclosure. These protections do not grant immunity for any misconduct a Discloser has engaged in that is revealed in their Disclosure.

## **7. False or misleading disclosures**

When an individual makes a Disclosure, they will be expected to have reasonable grounds to suspect the information they are disclosing is true, but they will not be penalised under the relevant laws if the information turns out to be incorrect.

However, an individual must not make a Disclosure that they know is not true or is misleading. Where it is found that a Discloser has knowingly made a false Disclosure, this may be a breach of Australian Energy Producers' Code of Conduct and will be considered a serious matter that may result in disciplinary action. There may also be legal consequences if an individual makes a knowingly false Disclosure.

## **8. Record keeping**

When Disclosures are recorded, the record will be kept in confidence. The method for documenting and reporting the findings will depend on the nature of the Disclosure. As outlined above, there may be circumstances where it may not be appropriate to provide details of the outcome to the Discloser.

Access to all information relating to a Disclosure will be limited to those directly involved in managing and investigating the disclosure.

All information, documents, records and reports relating to a Disclosure (including, subject to the terms of this Policy, the Discloser's identity) and any associated investigation will be confidentially stored and retained in an appropriate and secure manner.

## **9. Reporting and review of this Policy**

The Board will within a reasonable timeframe receive a summary of Disclosures which did not require investigation under this Policy. The summary provided to the Board will not identify individual Disclosers.

Disclosures the subject of an investigation will be reported to the Board in accordance with Section 5 of this Policy.

The Company is committed to monitoring the effectiveness of this Policy, its processes and procedures. Consequently, this Policy is to be reviewed periodically (and at a minimum at least every two years) by the Board.

## **10. Availability of this Policy and training**

The Company intends that employees (including new employees) are informed about, have access to, and understand this Policy. Training will be provided to Recipients or those who otherwise have a role under this Policy, including in relation to how to respond to Disclosures.

A copy of this Policy will also be available on the Company's website (<https://energyproducers.au/legal/policies/>) and intranet.

Persons to whom this Policy applies may (without necessarily making a Disclosure) also contact the Company's GM Corporate or the CE for information about this Policy including:

- how this Policy works;
- what the Policy covers; and
- how a Disclosure might be handled.

## Attachment 1: Roles and responsibilities

The Policy also refers to a number of key people, whose roles and responsibilities are defined as follows:

Term	Meaning	Role and Responsibilities
<i>Discloser</i>	The person reporting a Disclosable Matter under this Policy that qualifies for protection under the Corporations Act.	
<i>Eligible Recipient</i>	Those persons who receive a disclosure that qualify for protection under the Corporations Act, including the Deloitte Whistleblower Service. See <b>Attachment 2</b> for list of other Eligible Recipients.	<ul style="list-style-type: none"> <li>• The role of the Eligible Recipient is to ensure that the information which a Discloser discloses is heard by Australian Energy Producers and that proper follow-up occurs, as well as to ensure the Discloser feels supported and protected.</li> <li>• Eligible Recipients will refer the Discloser (of a Disclosable Matter) to the Deloitte Whistleblower Service as soon as possible to allow Australian Energy Producers' response to commence (see Section 5).</li> </ul>
<i>Whistleblower Investigations Officer (WIO)</i>	GM Corporate	<ul style="list-style-type: none"> <li>• If a report made under this Policy is formally investigated, the WIO will carry out or supervise the investigation.</li> <li>• The WIO will report to the Board any investigation outcomes.</li> <li>• The WIO and WPO act independently of each other and the responsibilities of these roles do not reside with one person.</li> </ul>
<i>Whistleblower Protection Officer (WPO)</i>	Australian Energy Producers' HR Representative	<ul style="list-style-type: none"> <li>• The WPO will safeguard the interests of Disclosers reporting under the Policy and will ensure the integrity of the reporting mechanism.</li> <li>• The WPO acts as the contact point for communication with the Discloser after reporting.</li> <li>• The WPO will explain confidentiality processes in place to protect the Discloser's confidential identity.</li> </ul>

## Attachment 2: Protections provided by Australian law

This is a high level summary of some aspects of applicable law as at the date of this Policy. An individual should seek independent legal advice specific to their personal circumstances regarding matters the subject of this Policy, including any actual or potential Disclosures.

### 1. When legislative protections may apply

Under Australian law, legislative protections for Disclosures are available to certain persons (including current and former employees and suppliers, and their relatives and dependants) who make a "protected disclosure" to certain people.

Australian Energy Producers encourages individuals to make Disclosures to an Eligible Recipient. Provided the Disclosure falls within the protected disclosures under the relevant legislation, an individual will have the same protections if they make the Disclosure to certain other persons. Details of those persons to whom a "protected disclosure" can be made are set out below in Section 2.

Protections and remedies available to those who make a "protected disclosure" are set out in Section 3 to this Attachment. If an individual makes a "protected disclosure" that does not comply with the Policy but otherwise meets legislative requirements, they will still be entitled to the legal protections under applicable Australian law.

### 2. Protected Disclosures

To be a "protected disclosure", information must relate to "disclosable matters" and be made to "eligible" persons or organisations. Examples of this type of information and recipients are outlined in the following table:

Information reported or disclosed	Recipient of disclosed information
<b>General Disclosable Matters</b>	
<ul style="list-style-type: none"><li>Information about misconduct, or an improper state of affairs or circumstances in relation to Australian Energy Producers or a related body corporate.</li><li>Information that Australian Energy Producers or any officer or employee of Australian Energy Producers has engaged in conduct that:<ul style="list-style-type: none"><li>contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act);</li><li>represents a danger to the public or the financial system; or</li><li>constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more.</li></ul></li></ul>	<ul style="list-style-type: none"><li>A person authorised by Australian Energy Producers to receive protected disclosures – i.e. Recipients under this Policy.</li><li>An officer or senior manager of Australian Energy Producers or of a related body corporate.</li><li>An auditor, or a member of an audit team conducting an audit, of Australian Energy Producers or of a related body corporate.</li><li>An actuary of Australian Energy Producers or of a related body corporate.</li><li>Regulatory bodies eg ASIC or APRA.</li><li>A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions</li></ul>
Note that "personal work-related grievances" are not protected disclosures under the law, subject to the exceptions referred to below.	

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### Tax-related Disclosable Matters

Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Australian Energy Producers or an associate of Australian Energy Producers, which the employee considers may assist the eligible recipient to perform functions or duties in relation to the tax affairs of Australian Energy Producers or the associate.

- An auditor or a member of an audit team conducting an audit of Australian Energy Producers or an associate.
- A registered tax agent or BAS agent who provides tax services or BAS services to Australian Energy Producers or the associate.
- A director, secretary or senior manager of Australian Energy Producers or an associate.
- An employee or officer of Australian Energy Producers, or a related body corporate of Australian Energy Producers, who has functions or duties that relate to the tax affairs of Australian Energy Producers or an associate. A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions.

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### Further tax-related information

Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to Australian Energy Producers.

- Commissioner of Taxation.
- A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions.

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The law also protects certain disclosures made in "emergency" and "public interest" situations, in which case disclosures can be made to additional recipients.

### 3. Personal work-related grievances

Protection for disclosures about personal work-related grievances are only available under the law in limited circumstances. A disclosure of a personal work-related grievance will remain protected if, in summary:

- it concerns detriment to the individual because they have or may be considering making a Disclosure; or
- it is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistleblowers.

Under the law, a grievance is not a 'personal work related grievance' if it:

- has significant implications for an entity regulated under the law that do not relate to the Discloser;
- 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.

#### **4. Specific Protections and Remedies**

The law provides protections if an individual makes a “protected disclosure”, including that:

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

Additional legislative protections and remedies may also be available.