

WESTERN AREAS LTD



**COR-GOV-POL-3288
WHISTLEBLOWER POLICY**



1 INTRODUCTION

The objectives of this policy are to ensure that:

1.1 Purpose

The purpose of this Whistleblower Policy is to outline the responsibilities of Western Areas Limited (“WSA” or “the Company”) directors, officers, employees, consultants and contractors to report suspected incidents of corrupt, illegal or unethical work-related behaviour in breach of the WSA Corporate Code of Conduct.

WSA is committed to a positive culture of openness, responsible corporate governance and ethical behaviour where incidents of corrupt, illegal or unethical work-related conduct can be raised without fear of reprisal.

The specific objectives of the Whistleblower Policy are to:

- Promote the responsibility to report corrupt, illegal or unethical work-related conduct;
- Outline the channels for reporting corrupt, illegal or unethical work-related conduct;
- Outline the process for dealing with reports of corrupt, illegal or unethical work-related conduct;
- Provide WSA People with assurance that all reports will be taken seriously, treated as confidential and handled without fear of reprisal.

2 WHO CAN MAKE A REPORT?

An individual is an eligible whistleblower if the individual is, or has been, any of the following:

- (a) an officer of WSA;
- (b) an employee of WSA;
- (c) an individual who supplies services or goods to WSA (whether paid or unpaid);
- (d) an employee of a person that supplies services or goods to WSA (whether paid or unpaid);
- (e) an individual who is an associate of WSA;
- (f) a relative of an individual referred to in any of paragraphs (a) to (e);
- (g) a dependant of an individual referred to in any of paragraphs (a) to (e), or of such an individual's spouse;

2.1 Whistleblower Protection

A whistleblower is eligible for protection under the Corporations Act if they are an eligible whistleblower in relation to the entity and

- (a) 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;
- (b) 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; or
- (c) they have made an ‘emergency disclosure’ or ‘public interest disclosure’.

The Whistleblower Protection Officer has been appointed by the Board to safeguard disclosers and to ensure the integrity of the investigation process. WSA has appointed the Company Secretary to be the Whistleblower Protection Officer.

2.2 Can I make an anonymous disclosure?

If you make a disclosure under this policy, all reasonable steps will be taken to keep confidential your identity and any information that may lead to your identity becoming known unless:

- you have consented to your identity being shared;
- the information is made to a lawyer to obtain legal advice about the whistleblower laws; or



- we decide it is necessary to disclose 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 WSA tax affairs or the tax affairs of an associate of WSA.

All recipients of disclosures made under this policy must protect the confidentiality of the person who makes the disclosure and must take all reasonable steps to prevent the identification of the person who has made the disclosure.

The Company may not be able to undertake an investigation if it is not able to contact the discloser (eg. If a report is made anonymously and the discloser had refused to provide, or has not provided, a means of contacting them). However, the Company is able to investigate an anonymous report, even if it cannot get in contact with the discloser, if the discloser has provided sufficient information to the company.

2.3 No detriment or victimisation

All officers, employees and contractors must not cause or threaten any detriment to any person because they think a disclosure has been or might be made under this policy.

“Detriment” includes (but is not limited to):

- (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 of the same employer;
- (e) harassment or intimidation
- (f) harm or injury including psychological harm
- (g) damage to property;
- (h) damage to reputation; or
- (i) damage to financial position;

2.4 What can I report?

Corrupt, illegal or unethical **work-related** conduct, which is considered reportable under this Policy includes any conduct, which in the view of the whistleblower, acting in good faith, is:

- in breach of WSA's Corporate Code of Conduct;
- in breach of Laws (relevant country, Commonwealth or state legislation or local authority by-laws);
- dishonest, unethical, fraudulent or corrupt;
- criminal (including theft, drug sale/use, violence or threatened violence, intentional damage of property, harassment);
- presenting substantial risk to people's safety and/or the environment;
- potentially damaging to WSA's reputation;
- potentially detrimental to WSA's financial position and the general interests of the business.

Examples of disclosable matters may include:

- illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property;
- 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; and



- 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

Disclosures relating to personal work-related grievances cannot be made under this policy. Personal work-related grievances are those that relate to the discloser's current or former employment and have, or tend to have, implications for the discloser personally, but do not:

- have any other significant implications for the entity (or another entity); or
- relate to any conduct, or alleged conduct, about a disclosable matter (as set out above).

3 HOW DO I MAKE A REPORT?

Matters of concern should be raised as soon as practicable. Early reporting allows for early resolution, ensuring that the size and nature of the issue is satisfactorily resolved as early as possible or appropriately escalated.

If you do not feel confident or able to raise misconduct with your supervisor or manager a report may be made to:

- the Whistleblower Protection Officer
- the Chairperson of the WSA Board (BoardChair@westernareas.com.au)
- an auditor, or a member of an audit team conducting an audit, of the Company
- an officer or senior manager of WSA
- a person authorised by our company to receive disclosures

Name and Position	Contact Details
Joe Belladonna – CFO & Company Secretary (Whistleblower Protection Officer)	Telephone: 08 9334 7777 Email: jbelladonna@westernareas.com.au Mail: Level 2, 2 Kings Park Road West Perth WA 6005
STOPline	Telephone: 1300 30 45 50 Email: westernareas@stopline.com.au Mail: Western Areas c/o Stopline Locked Bag 8 Hawthorn VIC 3122 Web: https://westernareas.stoplinereport.com

4 INVESTIGATIONS OF REPORTS

When a report has been received under this Policy, the follow procedure applies:

- The Company will investigate all reports as soon as practicable.
- Any report received will be treated as confidential and the identity of the whistleblower only disclosed to the Company if consent is provided.
- Except where the report has been made anonymously, the person making the report will receive acknowledgement of the report raised.
- The Whistleblower Protection Officer will assess each report to determine whether a formal investigation is required. A formal investigation may be conducted either through an internal or external party. Some reports may be resolved without the need for a formal investigation.



5. The Whistleblower Protection Officer will ensure all investigations are conducted in a timely, objective, fair and independent manner.
6. The Whistleblower Protection officer will keep the discloser informed with regular updates, if the discloser can be contacted.
7. When appropriate, a person being investigated will be provided with the details of the report and be given an opportunity to respond.
8. All outcomes of investigations under this policy will be reported to the Board.

This policy applies for serious and sensitive issues. Such concerns, including those relating to financial reporting, corrupt, unethical or illegal work-related conduct, may be reported through the channels listed above.

Although the whistleblower is not expected to prove the truth of an allegation, they should be able to demonstrate to the person they are reporting to, that the report is being made in good faith.

All matters reported MUST be done so in good faith and on reasonable grounds. Incidents of malicious, unsubstantiated or of a vexatious nature will result in disciplinary action.

5 TRAINING

WSA provides education and training to all Discloser Officers to ensure they know what to do when receiving a report.

6 PUBLICATION

This Policy can be accessed by all employees via the Company intranet or via the Company's external website.

7 DEFINITIONS AND ACRONYMS

Abbreviation or Acronym	Definition
WSA	Western Areas Ltd (inclusive of Australian Nickel Investments Pty Ltd)
Discloser	An individual who discloses wrongdoing or an eligible whistleblower
Disclosable Matter	Information to which the whistleblower protections apply

8 REVIEW REQUIREMENTS

This document shall be reviewed every two (2) years.