

**WESTERN AREAS LTD**



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



## 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, including an anonymous 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.

A person may wish to obtain independent legal advice before making a disclosure. The communication with their legal adviser will also be protected under the Australian whistleblower laws.

### 2.2 Can I make an anonymous disclosure?

If a disclosure is made under this policy, all reasonable steps will be taken to keep confidential the discloser’s identity and any information that may lead to their identity becoming known unless:

- they have consented to their 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 (AFP); the Australian Securities and Investments Commission (ASIC); the Australian Prudential Regulatory Authority (APRA); or the Australian Taxation Office (ATO), 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 will be 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.

A discloser may lodge a complaint to a regulatory body, such as ASIC; APRA; or the ATO, if they believe that their confidentiality has been breached.

### 3 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

#### 3.1 Personal work-related grievances

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. Examples of personal work-related grievances include (but are not limited to):

- An interpersonal conflict between the discloser and another employee;
- A decision that does not involve a breach of workplace laws;
- A decision about the engagement, transfer or promotion;
- A decision about the discloser's terms and conditions of engagement, payroll or remuneration; or



- A decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

Personal work-related disclosures do not qualify for protection under the whistleblower laws unless they relate to any detriment caused due to making a disclosure.

If a disclosure relates to a personal work-related grievance, please refer to the Human Resources Grievance Handling procedure, accessible on the intranet or contact the Human Resources department.

### 3.2 Reasonable grounds

When making a disclosure, a discloser is expected to have reasonable grounds to suspect that the information that is disclosed is true. A discloser can still qualify for protection even if their disclosure turns out to be incorrect. However, a discloser must not make a report that they know is untrue or misleading. Where it is found a false report was made, this may be considered a breach of the Code of Conduct and may be subject to disciplinary action.

## 4 HOW DO I MAKE A REPORT?

### 4.1 Who can receive 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 a discloser does not feel confident or able to raise misconduct with their supervisor or manager a report may be made to:

- the Whistleblower Protection Officer
- STOPline (an independent and confidential 24/7 external service operated on behalf of WSA)
- the Chairperson of the WSA Board ([BoardChair@westernareas.com.au](mailto: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: <a href="mailto:jbelladonna@westernareas.com.au">jbelladonna@westernareas.com.au</a> Mail: Level 2, 2 Kings Park Road West Perth WA 6005
STOPline	Telephone: 1300 30 45 50 Email: <a href="mailto:westernareas@stopline.com.au">westernareas@stopline.com.au</a> Mail: Western Areas c/o STOPline Locked Bag 8 Hawthorn VIC 3122 Web: <a href="https://westernareas.stoplinereport.com">https://westernareas.stoplinereport.com</a>

## 5 LEGAL PROTECTIONS FOR DISCLOSERS



By making a disclosure in accordance with this policy, a discloser may be protected under Australian whistleblower laws if the type of matter disclosed is protected by those laws.

While this policy principally deals with internal disclosures, the protections afforded by the Australia whistleblower laws also include some types of disclosures made to external parties such as to:

- Legal representatives, to obtain advice or representation about the Australian whistleblower laws;
- ASIC, APRA or the ATO;
- Members of Parliament (MPs) or journalists, where a discloser has reasonable grounds to believe that making the further disclosure would be in the public interest or the information concerns a substantial or imminent danger to the health or safety to one or more persons or to the natural environment, but only if
  - A previous disclosure was made of the information to either ASIC, APRA or another Commonwealth body prescribed by regulation; and
  - The discloser notified the body in writing of their intention to disclose to an MP or journalist where, for public interest disclosures, at least 90 days must first have passed since the previous disclosure before this notice may be given).

It is important the discloser understand strict criteria apply and they should obtain independent legal advice before making a disclosure to a MP or journalist.

For more information about the Australian whistleblower laws (including how to make a disclosure directly to ASIC or the ATO), see the information available on the ASIC website (including Information Sheet 239 How ASIC handles whistleblower reports) and the ATO website.

## 6 INVESTIGATIONS OF REPORTS

### 6.1 Investigation Process

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

1. The Company will investigate all reports as soon as practicable.
2. Any report received will be treated as confidential and the identity of the whistleblower only disclosed to the Company if consent is provided.
3. Except where the report has been made anonymously, the person making the report will receive acknowledgement of the report raised.
4. 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 assess each report to determine whether it qualifies for protection under this policy.
6. The Whistleblower Protection Officer will ensure all investigations are conducted in a timely, objective, fair and independent manner.
7. The Whistleblower Protection officer will keep the discloser informed with regular updates, if the discloser can be contacted.
8. When appropriate, a person being investigated will be provided with the details of the report and be given an opportunity to respond.
9. 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.

### 6.2 Duration of investigation

WSA will aim to conclude the investigations within three months of receiving a disclosure. However, that time may vary depending on the nature of the disclosure.



## 7 SUPPORT AND PRACTICAL PROTECTIONS

### 7.1 Identity Protection

All persons responsible for or involved in an investigation must take all reasonable steps to reduce the risk that a disclosure will be identified. WSA will do this by:

- All personal information or reference to the discloser witnessing the event will be redacted;
- The discloser will be referred to in a gender-neutral context;
- Where possible, the discloser will be contacted to help identify certain aspects of their disclosure that could inadvertently identify them;
- Disclosures will be handled and investigated by qualified staff;
- All paper and electronic documents and other materials relating to disclosures will be stored securely;
- Access to information relating to a disclosure will be limited to those directly involved in managing and investigating the disclosure;
- Only a restricted number of people who are directly involved in handling and investigating a disclosure will be made aware of a discloser's identity (subject to the discloser's consent) or information that is likely to lead to the identification of the discloser; and
- Each person who is involved in handling and investigating a disclosure will be reminded about the confidentiality requirements.

WSA has in place processes for protecting, supporting and monitoring the welfare of anyone who makes a disclosure. This includes risk assessment of any potential detriment, work adjustment considerations and support services such as access to professional and confidential counselling services through our employee assistance provider.

### 7.2 Protection from 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;
- (i) damage to financial position; or
- (j) any other damage to a person.

However, the Company is entitled to take actions that:

- are reasonable to protect the discloser from detriment (for example, moving the discloser who has made a disclosure about their immediate work area to another office to prevent them from detriment) or
- relate to managing unsatisfactory work performance in line with WSA's performance management framework.

The discloser may seek independent legal advice or contact regulatory bodies, such as ASIC, APRA or the ATO, if they believe they have suffered detriment.



### 7.3 Compensation and Other Remedies

A discloser may seek compensation and other remedies through the courts if:

- they suffer loss, damage or injury because of a disclosure; and
- WSA failed to take reasonable precautions and exercise due diligence to prevent detrimental conduct.

We encourage a discloser to seek independent legal advice if they wish to seek compensation or remedies in court.

### 7.4 Protection from civil, criminal and administration liability

If the discloser makes a protected disclosure, they will be also protected from any of the following in relation to the disclosure:

- Civil liability – for example, any legal action against the discloser for breach of an employment contract, duty of confidentiality or another contractual obligation;
- Criminal liability – for example, prosecution for unlawfully releasing information or unlawfully using the discloser's disclosure against them in a prosecution; and
- Administration liability – for example, disciplinary action for making a disclosure.

However, the discloser may be liable for any misconduct that they have engaged in that is revealed in a disclosure or an investigation following a disclosure.

## 8 REPORTING AND REVIEW

The Board will receive a summary of all active whistleblower matters on a quarterly basis, or as determined by the WPO. Reports may include information on the number and type of disclosures, actions taken and the outcomes of any investigations.

## 9 TRAINING

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

## 10 PUBLICATION

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

## 11 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
ASIC	Australian Securities and Investments Commission
APRA	Australian Prudential Regulation Authority
ATO	Australian Taxation Office
MP	Member of Parliament

## 12 REVIEW REQUIREMENTS

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