

Seven Group Holdings - Whistleblower Policy

1. Purpose

Seven Group Holdings (SGH) is committed to developing a culture of corporate compliance, ethical behaviour and good corporate governance and to encourage employees and contractors to report unethical, unlawful and undesirable conduct without fear of retaliatory action.

SGH also recognises its compliance obligations to provide an effective whistleblower protection program pursuant to the *Corporations Act 2001* (as amended by the *Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019*).

In support of our commitment to protect our people who wish to come forward with a report of unethical, unlawful and undesirable conduct, SGH has implemented this Whistleblower Protection Policy and a third-party service to facilitate the reporting by employees and contractors of unethical, unacceptable, unlawful or inappropriate behaviour. This service provides an independent, external reporting channel for employees and contractors to disclose actual and suspected activities covered by this Policy and otherwise.

2. Scope

All SGH employees and contractors have a responsibility to help detect, prevent and report instances of suspicious activity or wrong doing, referred to as a “*Reportable Matter*” and described in Section 5 of this Policy. This Policy also applies to all external eligible whistleblowers as identified by the *Corporations Act 2001*. This includes former directors and employees, and their relatives and dependants and employees of suppliers as well as their relatives and dependants.

All parties are encouraged to raise concerns about any issue or suspicion of a reportable matter at the earliest possible stage as set out in Section 6 of this Policy.

3. Policy evaluation and review

SGH’s People & Culture are the owners of this policy and are responsible for the implementation, interpretation, application, review and revisions.

4. Principles

The aim of this Policy is to ensure employees are confident about raising concerns internally, by offering a reporting and investigative mechanism that is objective, confidential and independent and protects employees from reprisal or disadvantage.

Under this Policy:

- Employees are encouraged to report concerns, whether openly or, if required, anonymously.
- If an employee reports their concerns, they will be afforded confidentiality unless they indicate (or the law requires) otherwise.
- Concerns reported by employees will be properly investigated with a view to establishing the facts and correcting any wrongdoing where possible.
- Where employees identify themselves, they will be advised of the outcome of the investigation and any action taken, as much as practicable.

Employees will not be victimised or adversely affected because of their action in reporting their concerns (provided there is a basis for their concerns and that they have acted on reasonable grounds). SGH is committed to ensuring that all employees have a safe,

reliable and confidential way of reporting any Reportable Matters. Employees should report a Reportable Matter under this Policy if:

- They have previously reported a Reportable Matter and are not satisfied with the response to the report; or
- They feel unable to raise the Reportable Matter with their manager, whether because their manager is the subject of the report or because they have another reason to believe that their manager is not likely to deal with the report properly.

5. What is a “Reportable Matter”?

A Reportable Matter is any concern about the following conduct, or the deliberate concealment of such conduct:

- Theft.
- Fraud.
- Financial irregularity (including a fraud against SGH or a customer).
- Corrupt conduct.
- Criminal conduct.
- Failure to comply with any legal or regulatory obligation.
- Unfair or unethical dealing with a customer, supplier or contractor.
- Unethical or other serious improper conduct, including breaches of SGH policies.
- Bullying.
- Harassment.
- Discrimination (sex, age, gender, religion, race, etc.).
- Workplace safety concerns.
- Danger to the public
- Offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more

Reporting any of the above conduct under the policy can include any conduct of a director, employee, contractor or third party, whether actual or suspected.

6. How to report

Any report under this Policy may be made as follows:

- To the relevant General Manager (if not the immediate manager).
- To the relevant Group Executive People & Culture/Chief Legal Counsel.
- To the Chair of the Audit and Risk Committee.
- Via SGH’s Whistleblower Service managed by an external provider, RightCall, as detailed below.

Employees may at any stage skip a person in the chain outlined above if that person is the subject of the report or if they have another reason to believe that the person is not likely to deal with the report properly. Employees may use SGH’s Whistleblower Service at any time.

Reports can also be made anonymously if required. However, this may affect SGH’s ability to investigate the matter properly and to communicate with the employee about the report.

Nothing in this Policy should be taken as restricting the employee from reporting any matter or providing any information to a regulator (such as ASIC), SGH’s auditor or a member of the audit team or any other person in accordance with any relevant law, regulation or other requirement.

6.1 SGH's Whistleblower Service

The Whistleblower Service is managed by RightCall service and is available 24 hours a day. RightCall service records the confidential disclosures which can be made through a number of channels/access method detailed below. All disclosures are forwarded to Chair of the SGH Audit & Risk Committee and then referred to the SGH Internal Audit team for investigation. RightCall is then provided with the outcome of the investigation for confidential feedback to the employee who is making a disclosure.

Disclosures relating to the legal function will be referred to Group Executive, People and Culture for investigation. Disclosures relating to the CEO will be referred to the Board for investigation.

6.2 Confidentiality

The RightCall service does not record the identity of the employee who is making a disclosure or the originating phone number. However, in the event the employee does wish RightCall service to record their identity, then RightCall service will do so. Any future disclosure of the employee's details will only be made in accordance with explicit instructions from the employee.

In some cases, it may be necessary to re-contact the employee to obtain further information concerning the event. To ensure RightCall service is able to do this, all employees are asked to contact RightCall service again within a week of making the disclosure, and then every month thereafter whilst the matter remains open. The employee is provided with a unique identification number so anonymity is maintained.

RightCall service staff may suggest that the employee contact the police or another appropriate authority if they believe a disclosure requires urgent attention.

6.3 Access methods

The dedicated and confidential contact details for RightCall are:

Phone: 1800 177 212 (from within Australia, between Monday to Friday
8am to 8pm EST)

Online Form: www.rightcall.com.au/sgh

Email: report@rightcall.com.au

Mail: RightCall, GPO Box 24371, Melbourne 3001 (in an envelope
marked 'confidential')

In extraordinary cases when it is not appropriate to report issues to the above RightCall service, issues may be referred to:

Chair of the SGH Audit & Risk Committee

Email: SGHauditco@yahoo.com.au

7. **Action Required When Your Report is Made**

The person who employees make a report to under this Policy (or in the case of the Whistleblower Service the SGH person that the report is provided to) must do the following:

- Ensure that the matter is properly investigated by the person nominated for the purposes of this Policy as the Whistleblowing Investigations Officer (who may be the Chief General Counsel, Group Executive People & Culture or some other independent and suitably qualified person nominated by the Chair of the Audit and Risk Committee)
- Give the Chair of the Audit Committee particulars of the report that has been made

If this person is not a Group Executive, they must advise the relevant Group Executive, who is then responsible for ensuring that the matter is properly investigated as described above.

8. Investigation Process

Investigation processes will vary depending on the precise nature of the conduct being investigated. The purpose of the investigation is to determine whether or not the employee's concerns are substantiated, with a view to SGH then rectifying any wrongdoing uncovered to the extent that this is practicable in all the circumstances.

The investigation will be thorough, objective, fair and independent of the employee, anyone who is the subject of the Reportable Matter and any business unit concerned. The investigation will also have proper regard to the principles set out in the Australian Standard on Whistleblower Protection Programs.

9. Your Protection

The person who the employee makes a report to under this Policy may disclose the employee's identity to the Whistleblower Protection Officer, but will otherwise keep the employee's identity confidential. The Whistleblower Protection Officer will ensure that all files relating to the employee's report are kept secure and that information received from the employee is held in confidence and is only disclosed to a person not connected with the investigation if:

- The employee has been consulted and have consented to the disclosure; or
- It is required or permissible by law.

It is possible that someone might deduce the employee's identity without there having been a breach of confidentiality, if the nature of the employee's report points to one particular individual having made it or otherwise as a consequence of the nature of the investigatory process.

SGH recognises that "whistleblowing" can be a very stressful and difficult. Provided that the employee has acted in good faith and that they have not themselves engaged in serious misconduct or illegal conduct, to the maximum extent possible they will not be subject to disciplinary sanctions by SGH in relation to any matters that they report.

The Whistleblower Protection Officer will safeguard the employee's interests, having regard to this Policy, the Australian Standard on Whistleblower Protection Programs and any other applicable policies and laws.

In particular, the Whistleblower Protection Officer will take whatever action is possible consistent with this Policy to make sure employees are not personally disadvantaged for making the report, whether by dismissal, demotion, any form of harassment, discrimination or any form of current or future bias.

If the employee claims to have been the subject of any such action as a consequence of making the report, and the matter cannot be resolved by management, the matter will be referred to the Chair of the Audit and Risk Committee.

Any person found in breach of the provisions in this policy will be subject to disciplinary procedures, up to and including dismissal.

10. False Reporting

A false report of a Reportable Matter could have significant effects on SGH's reputation and the reputations of other employees and could also cause considerable waste of time and effort.

Any deliberately false reporting of a Reportable Matter, whether under this Policy or otherwise, will be treated as a serious disciplinary matter.

11. Records

The Head of Internal Audit will maintain a record of all whistleblowing incidents and actions taken under this Policy so that the Policy can be periodically reviewed.

12. Questions

Any questions about this Policy should be directed to the Group Executive, People & Culture.

13. Definitions

Employee: SGH's directors, officers, executive team, managers and all other employees (including contractors).

Party / Parties: Employees and all external eligible whistleblowers as identified by the legislation. This includes former directors and employees, and their relatives and dependants and employees of suppliers as well as their relatives and dependants

14. Related Policies

This Policy must be read in conjunction with the following policies:

- SGH Grievance Policy
- SGH Code of Conduct.
- SGH Equal Employment Opportunity and Workplace Behaviour Policy.
- SGH Work Health and Safety Policy.