

# Whistleblower Protection Policy

**Sandfire Resources NL**

ABN 55 105 154 185

## **1. Introduction**

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A whistleblower is someone who discloses reportable conduct to people that have the power to take corrective action. Sandfire Resources NL (“SFR”) recognises that a genuine commitment to detecting and preventing illegal and other undesirable conduct must include a mechanism whereby personnel can report their concerns freely and be protected from reprisals.

This policy provides such a mechanism and encourages the reporting of such conduct.

## **2. Persons to whom this Policy applies**

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This policy applies to Directors, officers, employees, temporary employees and contractors (“personnel”) of SFR.

## **3. Duty to disclose reportable conduct**

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It is expected that employees will report known, suspected, or potential cases of “reportable conduct”.

“Reportable conduct” is conduct that is illegal, unacceptable or undesirable, or concealment of such conduct. It includes:

### **a. Fraudulent or corrupt behaviour**

Fraud is defined as:

- dishonest activity that causes actual or potential financial loss, or an unjust advantage, to SFR or any person or organisation, including activity involving customers or third parties where SFR systems and processes are involved. It includes theft of money, data or other property, whether or not deception is involved;
- deliberate falsification, concealment, destruction or use of falsified documentation, or intended for use, for a normal business purpose or the improper use of information or position; or
- knowingly providing or publishing financial records or financial statements that are false or misleading in any material way.

Corrupt behaviour is defined as:

- personnel dishonestly acting, or dishonestly failing to act, on the performance of functions of their employment, or dishonestly taking advantage of their employment to obtain a benefit for himself or herself, SFR or for another person or organisation, or to cause loss to another party / person; or
- accepting or providing secret commissions or bribes.

### **b. Adverse behaviour**

Adverse behaviour is defined as:

- unethical behaviour or misconduct, including breaches of SFR’s policies and codes of conduct;

- other serious improper conduct that may be detrimental to the interest of SFR or cause either financial (including significant mismanagement or waste of funds or resources) or non-financial loss (including harassment and unsafe work-practices); or
- other behaviour which is contrary to SFR's values and/or compliance standards.

**c. Legal or regulatory non-compliance**

Legal or regulatory non-compliance is illegal behaviour (eg theft, drug sale/use, violence or threatened violence and criminal damage against property) and breaches of all applicable legislation, regulations and laws. This includes breaches of health and safety legislation and all environmental damage.

**d. Questionable accounting or auditing practices**

Questionable accounting includes accounting or auditing practices that:

- may be technically or arguably legal, but do not comply with the intent or spirit of the law;
- do not comply with the accounting or auditing standards;
- involve an inappropriate or questionable interpretation of accounting or auditing standards; or
- are fraudulent or deceptive in nature but are either:
  - not undertaken by the employee(s) with intent to gain or cause loss; or
  - undertaken in the belief that it may benefit SFR.

Failure to report such issues could result in disciplinary action.

**4. How can a matter be reported?**

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You should report any reportable conduct to:

- your Manager; or
- the Human Resources Manager; or
- phone the Optum Whistleblower Hotline on 1800 676 787, a toll free number which is accessible 24 hours a day, 7 days a week, all year round. Callers will be asked if they wish to identify themselves or remain anonymous. Callers are in no way obliged to provide any identifying information. Optum acts solely as a conduit for recording and reporting information received through the Hotline. After receiving the call, Optum follows a structured feedback process, which involves sending an incident report to SFR's Human Resources Manager. The caller's details remain anonymous, unless they specifically elect to have this information disclosed. Optum are not involved in any investigation or follow-up process and they do not make any decisions relating to the information provided.

Managers to whom conduct is reported should discuss the issue with the Human Resources Manager who will assess the appropriate action to be taken in response to the report.

**Confidentiality and anonymity**

Your identity and the fact that you have made a report and the outcomes and contents of the report will be kept confidential to the extent possible, subject to the need to meet legal and regulatory requirements.

Subject to any legal requirements, personnel (including the whistleblower), must protect and maintain the confidentiality surrounding reported conduct, including the identity of people they know or suspect may have made a report, or who are the subject of the reported conduct. Personnel are reminded of their obligation to treat as confidential any information obtained during the course of their work. Failure to maintain confidentiality is a serious matter and subject to disciplinary action; in some cases, criminal and/or other penalties may apply.

No details of your participation in this process will be included in your personnel file or performance review.

Details of any reported conduct and its resolution will be provided to the Audit, Risk and Compliance Committee on a timely basis. Anonymity and confidentiality requirements will be observed.

## **5. What happens after a report is made?**

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All reported conduct will be treated seriously and investigated thoroughly on a timely basis and appropriate corrective action will be taken as warranted by the investigation. Investigations will be impartial with no presumption of inappropriate conduct.

When possible, the whistleblower will be kept appropriately informed of the progress of action and outcome taken in respect of the report. The extent to which they can be informed of specifics will vary on a case by case basis.

When appropriate, feedback regarding the investigation's outcome will be provided to you.

## **6. What happens to the whistleblower?**

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SFR will ensure that measures are taken to protect whistleblower employees against reprisals, such as:

- dismissal or demotion;
- any form of victimisation, intimidation or harassment;
- discrimination;
- current or future bias;
- action causing injury, loss or damage; or
- threats (express or implied, conditional or unconditional) to cause detriment, as well as actually causing detriment,

as a result of making a report under this policy, even if the disclosure is subsequently determined to be incorrect or not substantiated.

It is not acceptable to dismiss, demote, suspend, harass or otherwise take adverse action against an employee who makes a report. Any personnel who retaliate against anyone who makes a report is subject to disciplinary action themselves, including potentially termination of employment. Personnel are reminded that in certain circumstances, victimisation of whistleblowers can constitute a criminal offence.

SFR will also take reasonable steps to provide similar protections to employees who volunteer supporting information as part of the investigation, or who have been requested to assist in investigating reports.

Employees must report reprisals, threatened or actual, or concerns about potential reprisals as a result of making a report under this policy, or participating in an investigation relating to a report, to their Manager or Human Resources Manager.

If your report is not made in good faith or is found to be malicious, deliberately misleading or frivolous, you may be subject to disciplinary action which may include termination of employment.

## **7. What happens to the person who is the subject of the reported conduct?**

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A person who is the subject of reported conduct that is being investigated generally will be:

- informed as to the substance of the allegations where there are any adverse comments that may be included in a report, memorandum, letter etc arising out of any such investigation; and
- given a reasonable opportunity to respond to the allegations.

## **8. Involvement in reportable conduct by the person making the disclosure**

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Subject to any protections applicable to whistleblowers under legislation, making a report in accordance with this policy does not protect a person from civil or criminal liability for illegal acts or wrongdoing in which they have been involved and which they are disclosing. However if an employee blows the whistle, and actively cooperates in an investigation in which they may be implicated, there may be some cases where the fact they have made a disclosure will be taken into account as a mitigating factor when determining actions that may be taken against them.

## **9. Revision Information**

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This document must be reviewed every 12 months, as a minimum, by the Commercial Department.

A controlled electronic copy of this policy and procedure will be available to all employees via Radix Controlled Documents and the intranet.