

Policy

(Board Approved)



Title: Whistleblower Protection Policy

Document Number – GOV-POL-29

1.0 Policy Statement

Stanwell will observe its obligations under all laws and regulations that are applicable to its business and is committed to creating and supporting a workplace culture that promotes fair and just ethical standards, as set out in the Stanwell Code of Conduct.

The Whistleblower Protection Policy is intended to support Stanwell's workplace culture by providing a framework for our people who seek to disclose **Reportable Conduct** that may be affecting Stanwell's business, and to ensure that people who make a disclosure are supported and protected.

2.0 Scope

This policy applies to Stanwell's directors, employees, contractors, service providers (such as consultants) and suppliers working for or at Stanwell (**our people**).

This policy also applies in a more limited way to former officers, employees and contractors, and certain family members of our people in respect of Corporations Act Disclosures.

3.0 Purpose

This policy establishes a common understanding of:

- what Reportable Conduct is;
- the types of Reportable Conduct that qualify for protection as a Protected Disclosure;
- the mechanisms by which Reportable Conduct can be disclosed;
- how Stanwell will investigate Reportable Conduct; and
- the support and protection that is available to our people who disclose Reportable Conduct.

4.0 Content

4.1 Reportable Conduct

Reportable Conduct includes conduct, which in the objectively reasonable view of the individual making the disclosure, is:

- (a) dishonest;
- (b) fraudulent;
- (c) corrupt;
- (d) unethical;
- (e) an illegal act including theft, drug sale or use; violence or threatened violence and criminal damage against property;
- (f) a repeated breach of Stanwell Policy or administrative processes;
- (g) a breach of Commonwealth or State legislation or local authority by-laws;
- (h) an unsafe work practice which involves substantial risk to the health and safety of our people or the public;

WRITTEN BY: K. Buckley

ENDORSED/CHECKED BY: M O'Rourke

APPROVED BY: Board

Doc No: GOV-POL-29

Revision No: 5

Revision Date: 16.12.2019

Page: 1 of 6

Approved via Board Memorandum Number: BD-19.07.9.1

THIS DOCUMENT IS UNCONTROLLED IN HARD COPY FORMAT

- (i) any other conduct which may cause financial or non-financial loss to Stanwell or be otherwise detrimental to the interests of Stanwell; and
- (j) any deliberate concealment relating to any of the above.

4.2 Protected Disclosures

A Protected Disclosure is a disclosure of particular types of Reportable Conduct which attracts special protections and which falls within the statutory definition of:

- an eligible disclosure under the *Corporations Act 2001* (Cth) or *Tax Administration Act 1953* (Cth) (**Corporations Act Disclosures**); or
- a public interest disclosure under the *Public Interest Disclosure Act 2010* (Qld) (**Public Interest Act Disclosures**).

The Protected Disclosure Procedure provides further detail about which disclosures qualify as a Protected Disclosure.

Making a Protected Disclosure entitles the Discloser to particular protections from reprisal and detriment because they have made the disclosure.

4.3 Disclosing Reportable Conduct

If you wish to make a disclosure of Reportable Conduct, you are encouraged to report matters in the first instance to:

- your Manager; or
- the most Senior Human Resources Advisor responsible for your site.

Where this is not appropriate or you wish to remain anonymous, matters may be reported to the Company Secretary (Whistleblower Protection Officer) by the methods listed below:

Phone: 1800 671 902
 Email: company.secretary@stanwell.com
 Mail: Feedback
 C/- Company Secretary
 GPO Box 800
 Brisbane QLD 4000

You must comply with the Protected Disclosure Procedure when making a Protected Disclosure.

The recipient of the information (such as the manager or Senior HR Advisor) must treat the disclosure confidentially and immediately report the disclosure to the Company Secretary (Whistleblower Protection Officer), so that the information can be dealt with under the Protected Disclosure Procedure if appropriate.

Protected Disclosures can also be made to others, including relevant external authorities, as listed in the Protected Disclosure Procedure.

4.4 Investigation Procedure

An investigation of the Reportable Conduct will be undertaken by appropriately qualified parties depending on the matter and the content of the disclosure. It may sometimes be appropriate for investigations to be carried out externally on behalf of Stanwell. Whether an investigation will be carried out externally will depend on the seriousness of the allegations and who they relate to. Stanwell will afford procedural fairness in the course of any investigation.

The aim of any investigation into Reportable Conduct will be to make a finding as to whether the allegations can be substantiated or not. If the Reportable Conduct is substantiated, Stanwell will then take appropriate action to address it.

4.5 Anonymity and Confidentiality

Except to the extent permitted by law, all information received in respect of Reportable Conduct will be held in strict confidence. Subject to certain exceptions, the identity of the Discloser will not be divulged without obtaining their permission.

Stanwell takes the protection of Discloser's identity seriously. Steps it will take to help achieve this may include:

- (a) maintaining mechanisms to reduce the risk that the Discloser will be identified from the information contained in a disclosure (such as redactions or referring to the person in gender neutral terms etc.);
- (b) maintaining mechanisms for secure record-keeping and information-sharing processes and limiting access to records and information; and
- (c) reminding each person (as appropriate) who is involved in handling and investigating a disclosure about the confidentiality requirements, including that an unauthorised disclosure of an Discloser's identity may be a criminal offence.

In practice, it is important to recognise that Discloser's identity may still be determined if the Discloser has previously mentioned to other people that they are considering making a disclosure, the Discloser is one of a very small number of people with access to the information or the disclosure related to information that a Discloser has previously been told privately and in confidence.

To avoid inadvertent breaches of confidentiality, Disclosers are encouraged to consent to their identity being disclosed on a need-to-know basis. Disclosures can be made anonymously, but this may affect the ability of Stanwell to efficiently investigate the disclosure.

Stanwell may disclose the identity of the Discloser:

- where it is required to notify the subject matter of the Reportable Conduct to a law enforcement agency or regulatory body, including ASIC, APRA, the Commissioner of Taxation, the Crime and Corruption Commission or the police;
- to a legal practitioner for the purposes of obtaining advice about the disclosure; or
- where it is otherwise required by law.

An unauthorised revelation of the identity of the Discloser or of the details of the disclosure may result in disciplinary action against the divulger of the information.

4.6 Protections and support for Disclosers

If you disclose Reportable Conduct honestly and on objectively reasonable grounds, and provided that you have not been involved in the conduct reported, we will take all reasonable steps to ensure that you are not subject to detriment or reprisal because of your disclosure.

Disciplinary action may be taken against any employee or manager found to have subjected a person to reprisal or detriment, because of their status as a Discloser.

If a Discloser is subjected to reprisal or detriment, they may also be able to make an external complaint or claim. Protected Disclosures attract additional protections as summarised in the Protected Disclosure Procedure.

Although the protection against detriment or reprisal does not extend to any action we may take because of your own involvement in any Reportable Conduct (as opposed to the fact that you have made a disclosure), the intention of this Policy is to encourage the reporting of Reportable Conduct. As such, if you make a disclosure we may provide you with immunity from disciplinary action provided that you have acted in good faith and have not engaged in serious misconduct, illegal conduct, or wilfully been involved in the Reportable Conduct.

Stanwell's EAP services will be available to all Disclosers and others affected by the disclosure, if they require that support.

4.7 False or Misleading Information

Disclosures must be made honestly and on objectively reasonable grounds.

You **must not** intentionally provide false or misleading information when making a disclosure of information about Reportable Conduct or in connection with an assessment or investigation about Reportable Conduct.

If you are found to have intentionally provided false or misleading information, disciplinary action may be taken against you. In some circumstances, providing false or misleading information could be a criminal offence.

4.8 Training and reporting

Reporting on the findings of investigations about Reportable Conduct will be provided to the Chief Executive Officer, the Board and where applicable, external agencies.

To help our people follow this policy, we will:

- (a) train you about the policy, procedure and your obligations under the relevant legislation, codes and guidelines;
- (b) maintain a procedure that details the mechanisms by which we will manage a Protected Disclosure; and
- (c) provide adequate resources to investigate, support, and protect you from reprisal or detriment, if you disclose Reportable Conduct.

5.0 Responsibilities and Authorities

Our people must:

- (a) report information about suspected Reportable Conduct;
- (b) make disclosures honestly and on objectively reasonable grounds;
- (c) comply with this Policy and the Protected Disclosure Procedure; and
- (d) ask your supervisor or manager if you do not understand any part of the policy or procedure.

Managers and supervisors must:

- (a) make sure their employees and contractors know about this policy and the Protected Disclosure procedure; and
- (b) ensure that this policy is complied with if they receive information about suspected Reportable Conduct from any person.

The **Company Secretary (Whistleblower Protection Officer)** must:

- (a) receive and handle Protected Disclosures in accordance with the Protected Disclosure Procedure;
- (b) from time to time, review the policy, procedure and any changes in the law, and make recommendations regarding any necessary policy changes and implications;
- (c) advise the Executive Leadership Team and the Board about policy changes and implications for the policy and procedure;
- (d) give advice, guidance and assistance about the Policy and Procedure.

The **Executive General Manager Business Services** must ensure our people are trained on the Policy, Procedure and relevant legislation, codes and guidelines;

The **Executive Leadership Team** members must comply with the Policy and Procedure and make sure that the Policy and Procedure are followed.

The **Stanwell Board** has ultimate accountability for the Whistleblower Protection Policy.

6.0 Review, Consultation and Communication

Review:

This Document is required to be reviewed, as a minimum, every 2 years.

Consultation:

The Executive Leadership Team members and the Stanwell Board of Directors.

Communication/Requirements after Update:

This Policy is available electronically in TRIM and is available on GenNet and Stanwell's external webpage.

7.0 Definitions

| | |
|-------------------------------------|--|
| Discloser | refers to a person who discloses Reportable Conduct in accordance with this Policy or the Protected Disclosure Procedure |
| Corporations Act Disclosures | refers to eligible whistleblower disclosures under the <i>Corporations Act 2001</i> (Cth) and the <i>Tax Administration Act 1953</i> (Cth) as summarised in the Protected Disclosures Procedure. |
| Corrupt Conduct | <p>is defined in section 15 of the <i>Crime and Corruption Act 2001 (Qld)</i> and in summary includes conduct (whether by our people, or a third party) which either:</p> <ul style="list-style-type: none"> • adversely affects, or could adversely affect, directly or indirectly, the performance of functions or the exercise of powers of an agency or a public office holder; and • results, or could result, directly or indirectly, in the performance of functions or exercise of powers in a way that is not honest or impartial; involves a breach of the public trust; or involves a misuse of information; and • would, if proved, be a criminal offence or a disciplinary breach providing reasonable grounds for terminating the person's services; <p style="text-align: center;">OR</p> <ul style="list-style-type: none"> • impairs, or could impair, public confidence in public administration; and • involves, or could involve, collusive tendering or fraud relating to an application for licence or permit, dishonestly obtaining benefit from public funds or assets, evading a State tax, levy or duty, or gaining an appointment; and, • would, if proved, be a criminal offence or a disciplinary breach providing reasonable grounds for terminating the person's services |
| Our people | refers to Stanwell Directors, employees, former employees, all contractors, service providers (such as consultants) and supplier working for or at Stanwell, in your capacity as a director, employee, contractor, service provider or supplier of Stanwell. |
| Protected Disclosure | <p>refers to a disclosure of information which constitutes a:</p> <ul style="list-style-type: none"> • Corporations Act Disclosure; or • Public Interest Act Disclosure. |
| Public Interest | refers to a disclosure of information which is a Public Interest |

- Act Disclosures** Disclosure in respect of a Government Owned Corporation as provided in section 19 of the *Public Interest Disclosure Act 2010* (Qld). For Stanwell, this includes disclosures relating to:
- conduct that could, if proven, be Corrupt Conduct; and
 - conduct of our people that could, if proven, be a reprisal that relates to a previous Protected Disclosure made by the Discloser
- Reprisal or detriment** means causing, attempting to cause or attempting to induce a person to cause detriment to a person because, or in the belief that, that person or someone else:
- has made or intends to make a disclosure about Reportable Conduct; or
 - is, has been, or intends to be, involved in a proceeding under an Act relating to Reportable Conduct against any person.
- Stanwell** refers to Stanwell Corporation Limited.

8.0 References

GOV-POL-30 - Code of Conduct
 GOV-PROC-36 - Protected Disclosure Procedure
Crime and Corruption Act 2001 (Qld)
Public Interest Disclosure Act 2010 (Qld)
Corporations Act 2001 (Cth)

9.0 Revision History

| Rev. No. | Rev. Date | Revision Description | Author | Endorse/Check | Approved By |
|----------|------------|--|------------|---------------|--|
| 0 | 29.02.2012 | Policy created to reflect the Stanwell Corporation's process after the merger of Stanwell Corporation, TEC and CS Energy sites Mica Creek and Swanbank. | K. Buckley | | Board |
| 1 | 29.04.2014 | Minor amendments made to reflect the 'current' title of the Executive General Manager allocated 'responsibility' under this Policy and to reflect current governance processes | K Buckley | | Board |
| 2 | 05.09.2014 | Replaced definition of Official Misconduct with definition of Corrupt Conduct. Replaced references to Crime and Misconduct Commission with Crime and Corruption Commission | K Buckley | | K Buckley (acting under authority delegated by the Board on 8 July 2014) |
| 3 | 12.07.2016 | Minor amendments made as a result of biennial review | K Buckley | | Board |
| 4 | 04.09.2018 | Amendments made to extend to the coverage of the Policy to former employees, service providers and suppliers in line with Whistle-blower best practice and good governance for Whistle-blower programs | K Buckley | M O'Rourke | Board |
| 5 | 16.12.2019 | Amendments made to reflect new definition of Corrupt Conduct, Public Interest Disclosure Standards and requirements of federal whistleblower protection legislation | K Buckley | M O'Rourke | Board |