



Penrite Oil Co. Pty. Ltd. Whistleblower Policy

Last updated June 2021

At Penrite Oil Co. Pty. Ltd. ("Penrite") we are guided by our company values. These values are the foundation of how we conduct ourselves and interact with each other, our clients and suppliers.

Penrite is committed to ensuring corporate compliance and promoting an ethical corporate culture by observing the highest standards of fair dealing, honesty and integrity in our business activities.

Penrite encourages the reporting of any instances of suspected unethical, illegal, corrupt, fraudulent or undesirable conduct involving Penrite's business and provides protections and measures to individuals who make a disclosure in relation to such conduct without fear of victimisation or reprisal. By reporting your whistleblower concerns regarding suspected misconduct, you can help make our organisation a fair, safe and honest place to work and assist in preventing theft, fraud and dishonesty. We would like to identify and address any wrongdoing as early as possible, so please raise any whistleblower concerns as soon as you can.

If you raise a whistleblower concern under this Policy, you should feel confident that you can do so without fear of personal detriment because you made that report. All whistleblower reports made under this Policy will be treated as confidential, viewed seriously and will be investigated carefully where appropriate.

This Policy will be made available to officers and employees of Penrite on our website and through our induction processes.

1. Scope

Individuals both within and external to Penrite can raise a whistleblower concern under this Policy and qualify for protection under the Corporations Act 2001. This Policy applies to eligible whistleblowers where a protected disclosure is made.

For a disclosure to be a protected disclosure:

- the person making the disclosure must be an eligible whistleblower;

- the person to whom the disclosure is made must be an eligible recipient; and
- the disclosure must be about Reportable Conduct.

Eligible whistleblowers include current and former:

- employees or officers of Penrite;
- suppliers of goods or services to Penrite, and employees of suppliers of goods or services to Penrite (whether paid or unpaid);
- associates of Penrite;
- directors or secretaries of a related body corporate of Penrite; or
- relatives, dependents or spouses of any of the above individuals.

Eligible recipient means:

- a director or secretary of Penrite;
- a senior manager;
- a Whistleblower Protection Officer;
- a representative of Emverio, Penrite's external whistleblower service;
- a company auditor or actuary; or
- the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Commissioner of Taxation, or another Commonwealth authority prescribed by regulations.

A person who makes a protected disclosure is a whistleblower. A whistleblower will not be subject to any civil, criminal or disciplinary action for making a disclosure that is covered by this Policy, or for participating in any subsequent investigation.

2. Reportable Conduct

You may make a report or disclosure under this Policy if you are an eligible whistleblower and you have reasonable grounds to suspect that:

- (a) Penrite or a related body corporate of Penrite, has been involved in misconduct or an improper state of affairs; or
- (b) Penrite (or one of its officers or employees) or a related body corporate of Penrite (or one of its officers or employees) has engaged in conduct that

constitutes an offence against, or a contravention of, a provision of any of the following:

- *the Corporations Act 2001;*
- *the Australian Securities and Investments Commission Act 2001;*
- *the Banking Act 1959;*
- *the Financial Sector (Collection of Data) Act 2001;*
- *the Insurance Act 1973;*
- *the Life Insurance Act 1995;*
- *the National Consumer Credit Protection Act 2009;*
- *the Superannuation Industry (Supervision) Act 1993;*
- *an instrument made under any of the above Acts; or*
- *any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or*
- *conduct that represents a danger to the public or the financial system; or*
- *other conduct prescribed by regulations,*
- *("Reportable Conduct").*

Examples of Reportable Conduct may include:

- theft, fraud, money laundering or misappropriation of funds;
- dishonest, corrupt or illegal activities;
- offering or accepting a bribe;
- improper use of company funds;
- misleading or deceptive practices;
- improper or dishonest accounting or financial reporting;
- avoidance or mismanagement of taxation obligations;
- serious risks to health and safety;
- unethical conduct; and
- other illegal activity or breaches of legal obligations.

A personal work-related grievance is not Reportable Conduct. These grievances should be reported to your manager in accordance with our Grievance Policy and Code of Conduct as applicable.

3. Personal Work-Related Grievances

A personal work-related grievance is a grievance about any matter in relation to a staff member's current or former employment, having implications (or tending to have implications) for that person personally and that do not have broader implications for Penrite.

However, a personal work-related grievance does not include a disclosure relating to the contravention or alleged contravention of protections under the Corporations Act 2001 relating to victimisation of that person because they have made a protected disclosure.

Examples of personal work-related grievances are as follows:

- disputes between the discloser and another employee or manager;
- decisions relating to the engagement, transfer, promotion, or performance management of the discloser;
- decisions relating to the terms and conditions of engagement of the discloser;
- decisions to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser;
- matters relating to working conditions or workplace health and safety;
- discrimination, bullying, or harassment (including sexual harassment); and
- matters relating to return to work.

4. Reasonable Grounds

For you to have reasonable grounds to suspect that Reportable Conduct exists, there does not have to be actual proof. It is enough if you believe (as opposed to know) that the Reportable Conduct has occurred, is occurring or will occur.

However, a mere suspicion, allegation or conclusion that is unsupported by further information, facts or circumstances will not be protected. For example, it is not enough to say: 'I know x is corrupt'.

You must have information that would lead a reasonable person to believe that the information shows, or tends to show, improper conduct or detrimental action.

Please note that you will not be disadvantaged for reporting a whistleblower concern under this Policy, even if it turns out you are mistaken. We will focus on the quality of the information concerning the Reportable Conduct, not on the motivation of the whistleblower.

However, where it is shown that a person has raised a whistleblower concern that is deliberately false or misleading under this Policy, the matter will be treated seriously, and appropriate disciplinary action will be considered.

5. Reporting A Whistleblower Concern

Penrite relies on its employees maintaining a culture of honest and ethical behaviour. Accordingly, if you become aware of any Reportable Conduct, it is expected that you will make a disclosure under this Policy.

We encourage you to disclose any Reportable Conduct to a Whistleblower Protection Officer if you feel comfortable doing so.

Our Whistleblower Protection Officer will safeguard your interests and will ensure the integrity of the reporting mechanism. Alternatively, to ensure it is a protected disclosure, you may make the report to any other eligible recipient as defined by this Policy.

Penrite's Whistleblower Protection Officer is:

Name: Carol Viera
Phone Number: 03 8710 6655
Email Address: cviera@penriteoil.com.au

A whistleblowing disclosure may be made verbally or in writing. Your report should clearly describe the Reportable Conduct and provide as much detail as possible of the facts and why you consider there are reasonable grounds to suspect the matter has occurred. It should also identify why you are an eligible whistleblower.

If you decide to report a concern you can do so by disclosing your name, or you can report the matter anonymously.

6. External Reporting

You can choose to report your whistleblower concern through Penrite's external Whistleblower Service. This whistleblower reporting service is provided by an independent third party and is currently managed by Emverio. You can contact Emverio through any of the methods set out below:

A disclosure or complaint form that can be lodged:

- Online – 24 hours a day
<https://workplacecomplaint.com.au/contact-us/>
- Email – 24 hours a day
info@complaints.emverio.com
- Whistleblower Hotline - Mon-Fri, 7am to 8pm AEST (excluding public holidays)
AU – 1300 454 574
NZ – toll free 0800 682 001

Penrite's external Whistleblower Service (Emverio) ensures each complaint is handled by their assessment team. Emverio will provide information to the complainant about this Policy, assess and register the complaint as an enquiry, or refer to a higher level. Information may be referred to Penrite's Whistleblower Protection Officer who will determine any further action(s).

Any information contained in the report will be kept confidential, except as required by law or where disclosure is necessary to regulatory authorities, law enforcement agencies or professional advisors to Penrite.

7. Reporting To A Legal Practitioner

You may choose to discuss your concerns with a legal practitioner for the purposes of obtaining legal advice or representation. You will be covered by the protections outlined in this Policy if you have reported your concerns to a legal practitioner.

8. Anonymity

When making a disclosure, you may do so anonymously. It may be difficult for Penrite to properly investigate the matters disclosed if a report is submitted anonymously and therefore Penrite encourages you to share your identity when making a disclosure, however you are not required to do so.

During an investigation, you can also refuse to answer questions that you feel may reveal your identity. However, even if you wish to remain anonymous, you should still be prepared to maintain ongoing, two-way communication with Penrite so we can ask follow up questions or provide feedback.

Where a disclosure has been made externally and you provide your contact details, those contact details will only be shared with Penrite's Whistleblower Protection Officer with your consent.

9. Responding To A Disclosure

If a person receives a disclosure which may constitute a protected disclosure, they must determine whether they consider the disclosure is a protected disclosure. If the person determines that it is not a protected disclosure, any complaint or allegations should be addressed under our Grievance Policy, Code of Conduct or referred to the relevant HR representative.

If the recipient determines that the disclosure is a protected disclosure, Penrite will assess the matter as soon as practicable after it has been reported. Penrite's response will differ depending on the nature of the disclosure (including the amount of information provided). It may be a formal in-depth investigation, or a broad review or audit on the subject matter or the work area disclosed.

The recipient may choose to investigate the matter and where necessary, appoint an external investigator to assist in conducting the investigation. The provision of information to an investigator is subject to the requirements to maintain the confidentiality of a whistleblower's identity.

The purpose of an investigation is to determine whether the whistleblower concerns are substantiated, with a view to remedying any misconduct uncovered, where practical.

All investigations will be conducted in a fair, independent, and timely manner and all reasonable efforts will be made to preserve confidentiality.

To avoid putting an investigation at risk, if you make a report under this Policy, you are required to keep confidential the fact that a report has been made (subject to any legal requirements). If the report is not anonymous, the recipient may contact you where appropriate to discuss the investigation process and any other matters that are relevant to the investigation.

Where you have chosen to utilise the external Whistleblower Service (Emverio) and elected to remain anonymous, your identity will not be disclosed to the investigator or to any other person and Penrite will conduct the investigation based on the information provided in consultation with Emverio.

Information that is likely to lead to your identification may be disclosed without your consent, provided that:

- it is disclosed for the purpose of reasonably investigating the whistleblower concern; and
- all reasonable steps are taken to reduce the risk that you will be identified.

The person against whom any allegations have been made will be informed of the concerns and will be provided with an opportunity to respond (unless there are any confidentiality or other reasons not to do so) before a decision is reached about that person's culpability for that conduct.

If the investigation results in the allegations being substantiated, Penrite will consider what appropriate action to take. This may include undertaking separate disciplinary action against employees found to be involved in wrongdoing or reporting the matters to an appropriate external body, for example the police.

All documents created or obtained in the course of dealing with the disclosable matter must be kept by the Whistleblower Protection Officer or other person authorised by the Chief Executive Officer in secure, locked storage at all times when not being actively used for the purpose of dealing with the Reportable Conduct.

10. Whistleblower Concerns That Are Not Justified

If the recipient is satisfied that a whistleblower concern is not justified, they will make a recommendation of no action in relation to the whistleblower concern.

The recipient has discretion to make this decision without undertaking an investigation if the circumstances justify it.

If a report of a whistleblower concern is considered by the recipient to have been deliberately false or misleading, and wasn't reported anonymously, the recipient may recommend that disciplinary action be taken against the person making the report.

11. Protection Against Detrimental Conduct

Penrite will take reasonable precautions to ensure that you are not subjected to any 'Detrimental Conduct' because you made a whistleblowing disclosure, or are suspected to have made a whistleblowing disclosure, under this Policy.

Detrimental conduct includes any of the following actions, or threats to engage in the following actions:

- dismissal of an employee;
- injury of an employee in his or her employment;
- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees of the same employer;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person's property;
- damage to a person's reputation;
- damage to a person's business or financial position; or
- any other damage to a person.

Detrimental conduct does not include legitimate management action where there are good and sufficient grounds that would justify the action against any other person in the same circumstances, as long as the fact that a person has made a protected disclosure is not a substantial or operative reason for taking action.

Subjecting a whistleblower to detriment (also known as 'victimisation') will not be tolerated and will be treated as a breach of this Policy and our Code of Conduct. Disciplinary action (potentially including termination of employment) may be taken against any person found to have subjected another person to detriment in breach of this Policy.

It is important to be aware that making a whistleblowing disclosure does not excuse liability or protect a person from detriment for reasons other than the person has made a whistleblowing disclosure. For example, where an employee has been involved in misconduct that forms part of Reportable Conduct, they may still be subjected to disciplinary action, which may include termination of employment, for their involvement in the misconduct.

However, depending on the circumstances, Penrite may take the fact that the employee brought the misconduct to its attention into account when determining what actions to take.

If you have made a disclosure regarding Reportable Conduct and believe you have been or are likely to be disadvantaged in any way by an employee, including your manager, director or third party because you have made a report, please contact Penrite's Whistleblower Protection Officer for assistance. The Whistleblower Protection Officer has specific responsibilities including protecting those who raise a whistleblower concern under this Policy.

You may also seek independent legal advice or contact a relevant regulatory body (such as ASIC, APRA or the ATO), if you think you have suffered detriment.

12. How Penrite Will Ensure The Fair Treatment Of Its Employees Who Are Mentioned In The Whistleblower Disclosure

Penrite recognises the need to treat all employees of Penrite fairly and consistently, including those who are the subject of a whistleblowing disclosure and any witnesses.

To the extent that it is reasonably possible, the eligible recipient receiving the whistleblowing disclosure must keep confidential the identity, or information that is likely to lead to the identification, of the employees who are mentioned in the whistleblower disclosure.

When Penrite receives a whistleblowing disclosure, it is often necessary to interview employees in the area where the suspected wrongdoing has occurred. Employees who are the subject of the whistleblowing disclosure and any person who is identified as a witness should be advised by Penrite that:

- Penrite encourages and expects them to assist the investigator;
- they may have a support person of their choice present at the interview (e.g. a colleague, confidant, union representative, legal representative or interpreter);
- they will be given an opportunity to make a statement, either orally or in writing;
- where relevant, if the allegations are referred to the police, they have a common law duty not to obstruct them in their enquiries;
- where relevant, if in the course of the investigation evidence emerges that any person might be involved in the commission of a criminal offence, they will be informed of their legal rights; and
- where possible, their confidentiality and privacy will be respected.

Where it is determined that the whistleblowing disclosure or any evidence provided by any person during the investigation constitutes a false or misleading allegation(s) or information, the employee may be subject to disciplinary action which may include termination of employment.

13. Protection Of Confidentiality

All information received will be treated confidentially and sensitively. If you make a disclosure under this Policy, your identity (or any information which would likely to identify you) will only be shared if:

- you give your consent to share that information; or
- the disclosure is authorised by law (for example where the concern is raised with a lawyer for the purposes of obtaining legal advice);
- the concern is reported to ASIC, APRA, the Australian Taxation Office (ATO) or the Australian Federal Police (AFP); and
- where it is necessary to disclose information for the effective investigation of the matter, and this is likely to lead to your identification, in which case all reasonable steps will be taken by Penrite and the investigator to reduce the risk that you will be identified.

Any breach of confidentiality by an employee during and following the reporting and investigation process may lead to disciplinary action up to and including termination of employment.

14. Information Sharing

Subject to any privacy, confidentiality and other legal considerations, if the Whistleblower Protection Officer conducts an investigation, appoints an investigator, or proposes to make an adverse recommendation about a person, the Whistleblower Protection Officer will endeavour to ensure that the person who is the subject of the investigation or proposed adverse recommendation:

- is informed of the substance of any allegations;
- is entitled to respond to any allegations;
- has their position or circumstances set out fairly in any report by the Whistleblower Protection Officer and investigator; and
- is informed of the outcome of any investigation.

The Whistleblower Protection Officer will also endeavour to ensure that the outcome and/or findings are communicated to the eligible whistleblower.

Please note that there may be circumstances where it may not be appropriate to provide you with details of the outcome.

Also, it may not be possible to provide this information where the disclosure was anonymous and/or contact details were not provided.

15. Support Available To Whistleblowers

A whistleblower will be supported through the whistleblowing process.

Examples of the support which may be provided to a whistleblower include:

- Discussing the whistleblower's expectations and the potential outcomes of the process
- Appointing an independent support person to deal with any ongoing concerns the whistleblower may have
- Providing information about the protections provided to whistleblowers
- Helping identify any external support services that may be available (for example counselling or legal assistance)
- Discussing what Penrite intends to do with the disclosed information, and potential timeframes for action
- Confirming the whistleblower's and others' responsibility to maintain confidentiality of the investigation process
- Where appropriate, notifying the whistleblower of the actions being taken to address the matters disclosed (which may include no action) and the reason for any actions
- Providing a first point of contact for any concerns that the whistleblower may have about being subjected to potential or actual detriment

The eligible recipient that received the disclosure will have the primary responsibility to support the whistleblower unless the whistleblower agrees to their identity or information that it likely to identify them being disclosed to another person for the purpose of receiving support.

A person must not be subjected to any detriment for assisting or supporting a whistleblower.

16. Breach Of Policy

Any breach of this Policy will be taken seriously and may result in disciplinary action, up to and including termination of employment.

Insofar as this Policy imposes any obligations on Penrite, those obligations are not contractual and do not give rise to any contractual rights. This Policy does not form part of any terms of engagement and Penrite may unilaterally change, apply or withdraw this Policy at its discretion.

Employees are encouraged to read this Policy in conjunction with other HR-025 Code of Conduct Policy.

17. How To Contact Us

Should you have any queries or concerns in relation to this Policy, or if you wish to discuss any aspect of this Policy, please do not hesitate to contact:

Hayley Hill
Group Human Resources Manager,



1300 736 748



hhill@penriteoil.com.au



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