
Austin Engineering Limited
Effective 27 March 2020



Whistleblower Policy

Who is eligible for whistleblower protection under this policy?

To be treated as a *whistleblower* under this policy you must:

- be one of the individuals set out in “Who may make a disclosure?”,
- disclose information regarding the type of matters set out “What types of matters can be disclosed?”; and
- disclose that information to one of the persons set out in “Who should I disclose to?”.

This policy also protects those who are entitled to whistleblower protection under the *Australian Whistleblower Laws* (see section 7 of this policy).

Who may make a disclosure?

Disclosures can be made by a current or former:

- officer or employee of Austin;
- contractor or supplier of goods and services to Austin, or their current and former employees;
- associate of Austin; or
- family member of an individual mentioned above.

You may choose to disclose information anonymously if you wish.

What types of matters can be disclosed?

Disclosures can be about improper conduct which you suspect on reasonable grounds has occurred or is occurring within Austin, including conduct by an officer or employee of Austin. However, disclosures cannot be made under this policy about solely personal work-related grievances. Such matters will be dealt with in accordance with Austin’s Grievance and Disciplinary policies, as applicable to each territory in which Austin operates and as amended and/or updated from time to time.

Examples of disclosable matters:

- misconduct or an improper state of affairs or circumstances in relation to Austin, including in relation to corporate governance, accounting or audit matters, tax affairs and or substantial mismanagement of Austin resources;
- illegal conduct at Austin, or by an officer or employee of Austin, such as fraud, corruption, bribery, theft, violence, harassment or intimidation, criminal damage to property or other breaches of applicable laws;
- conduct that is contrary to, or a breach of, our policies (including our Code of Conduct which is available under the Corporate Governance section of our website (www.austineng.com.au/) or this policy);
- conduct at Austin that represents a danger to the public (including public health, safety or the environment);
- conduct at Austin which amounts to an abuse of authority; or
- conduct which may cause financial loss to Austin or damage to its reputation or be otherwise detrimental to Austin's interests.

Who should I disclose to?

To ensure appropriate escalation and timely investigation of matters under this policy, Austin encourages reports to be made in writing to the “Austina” Service, which is a service operated by the Disclosure Coordinators.

The “Austina” service may be contacted via email to austina@austineng.com.au

Our **Disclosure Coordinators** are:

- the Company Secretaries; and/or
- the Group General Counsel.

Please refer to our website for the contact details of our Disclosure Coordinators.

Alternatively, you can make a disclosure to any one of the following:

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- a) an officer or senior manager within Austin;
 - b) an auditor or member of an audit team conducting an audit on Austin; or
 - c) if the disclosure concerns Austin's tax affairs or the tax affairs of a subsidiary of Austin: Austin's registered tax agent or BAS agent, or an employee or officer at Austin who has functions or duties relating to its tax affairs and who you consider may be assisted in their role by knowing that information.

What about confidentiality?

Whistleblower's identity must be kept confidential

Subject to the Permitted exceptions below, the identity of a whistleblower (or information that is likely to lead to their identity becoming known) will be kept confidential until the whistleblower has consented to the disclosure.

Permitted exceptions

The identity of a whistleblower (or information that is likely to lead to their identity becoming known) may be disclosed without the whistleblower's consent ONLY if the disclosure is made to:

- an inhouse or external lawyer for the purpose of obtaining legal advice or legal representation in relation to the operation of the relevant whistleblower laws;
- the Federal Police or State Police;
- the Australian Securities and Investments Commission;
- the Australian Prudential Regulatory Authority; or
- the Australian Commissioner of Taxation if the disclosure concerns Austin's tax affairs or the tax affairs of a subsidiary of Austin.

Provision of whistleblower information to a court or tribunal

No person at Austin may disclose or produce to a court or tribunal any information or documents

which discloses the identity of a whistleblower (or information likely to lead their identity becoming known) without seeking the advice of our Group General Counsel

**Will I be
victimised?**

No person at Austin may cause or threaten any detriment to any person for a reason which includes that they or any other person:

- is or proposes to be a whistleblower; or
- is suspected or believed to be, or could be a, a whistleblower.

“**detriment**” includes (but is not limited to):

- dismissal;
- injury of an employee in their employment;
- alteration of an employee’s position or duties to their disadvantage;
- discrimination, harassment or intimidation;
- harm or injury including psychological harm;
- damage to property, reputation or business of financial position;
- taking action against a whistleblower to enforce a right (for example, a breach of confidentiality) or subjecting them to any liability or action simply because they have made a disclosure.

However, a *whistleblower* may be held liable for any personal misconduct revealed by their disclosure or an investigation following a disclosure.

**What happens
after a
disclosure has**

When a disclosure is made which may fall under this policy, the following steps must be followed except where, in the opinion of the Disclosure Coordinator, it would be inappropriate or unreasonable in the circumstances to do so:

been made?

- a) any person listed in “Who should I disclose to?” who receives the information must provide the information to a Disclosure Coordinator as soon as practicable, removing any information which identifies or may identify the discloser of the information (the potential whistleblower) prior to doing so (unless the potential whistleblower has provided their consent to that disclosure);
- b) as soon as practicable, the Disclosure Coordinator responsible for the matter must determine whether the disclosure falls within the scope of this policy and, if so, appoint an investigator with no personal interest in the matter to conduct an investigation into the matters disclosed, if they determine it to be necessary or appropriate;
- c) the investigator must conduct any investigation in an objective and fair manner, ensuring to provide any employee who has been adversely mentioned in information provided by a whistleblower an opportunity to respond to the allegations made in respect of them prior to any adverse findings being made;
- d) the outcome of the investigation must be reported to the Board or its delegated subcommittee, and may be reported to the whistleblower and any persons affected, as the Disclosure Coordinator considers appropriate;
- e) subject to the exceptions allowed under “What about confidentiality?” or otherwise by law, the identity of a whistleblower (or information that is likely to lead to their identity becoming known) must be kept confidential at all times, during and after the investigation (including in any reporting to the Board or to any persons affected). All persons responsible for or involved in an investigation must take all reasonable steps to reduce the risk that a whistleblower will be identified; and
- f) a whistleblower may raise any concerns or complaints regarding this policy or their treatment with the Disclosure Coordinator.

What is the role of the Austin Board?

Subject to the confidentiality obligations in this policy, the Company Secretary must provide the Board or its delegated subcommittee, quarterly reports on all material whistleblower matters, including information on:

- a) the status of any investigations underway; and
- b) the outcomes of any investigations completed and actions taken as a result of those investigations

Definitions

Austin or the company	Austin Engineering Ltd ACN 078 480 136, its subsidiary companies from time to time, operating divisions, business units and joint ventures (where relevant).
Board	The board of directors of Austin.
Chair	The chair of the board.
Director	A director of the company.
Code	This code of conduct as amended from time to time.
You	Directors and employees of and contractors to Austin.