

# WHISTLEBLOWER POLICY

Policy Owner: Stephanie Nixon (CFO)

Version: 2.0

Applies from: 1 November 2021



## 1. Purpose

The purpose of this policy is to outline Lion's process for receiving, handling and investigating whistleblower disclosures, and to ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be supported by Lion and protected by law.

## 2. What is this policy about and what does it cover?

Lion is committed to creating a transparent workplace where our people feel empowered to raise legitimate issues or concerns regarding misconduct. The whistleblower program is an alternate avenue to raise concerns about our organisation and people independent from the traditional lines of management. Lion will ensure that such whistleblowers are afforded protection from subsequent detriment.

## 3. Scope

This Policy applies to all employees of all Lion Business Units, regardless of gender identity, gender expression, sexual orientation, intersex status, relationship status, ethnicity, cultural background, age or ability.

As laws, regulations and practices can vary between geographic locations, the policy has been set out as follows:

- Global Policy – this sets out the elements of the policy that applies to everyone irrespective of your location
- Regional specific annexure – this sets out specific requirements relevant to your location (Australia, New Zealand, US or UK)

You must comply with the global policy and relevant regional specific annexure.

This policy may be updated over time. You are required to re-familiarise yourself with this policy regularly to ensure you remain compliant.

## 4. Policy Review and Change Log (minimum review 3 years)

Version	Date of last Review	Reviewed By	Approved By	Summary of Changes
2.0	29 September 2021	Kenneth Yeo (Group Risk & Audit Director)	Stephanie Nixon (CFO)	Simplifying language and re-alignment to legislation.

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## 5. Who Do I Contact if I Have Questions on This Policy

Please contact either the Group Risk Manager (currently Glen Booth - [Glen.Booth@lionco.com](mailto:Glen.Booth@lionco.com)) or the Group Risk & Audit Director (currently Kenneth Yeo - [Kenneth.Yeo@lionco.com](mailto:Kenneth.Yeo@lionco.com)).

## 6. Global Policy (to be read in conjunction with the regional specific annexures below)

The Global Policy applies to all Lion Group team members irrespective of their geographic location and is set out on the following pages.

## 7. Who is an Eligible Whistleblower?

In order to qualify for whistleblower protections, you must be a current or former:

- officer or employee of the Lion Group;
- contractor, or an employee of a contractor, who has supplied goods or services to the Lion Group (whether paid or unpaid);
- associate of Lion (a person with whom Lion works with to achieve a common goal); or
- the spouse, relative or dependent of one of the people referred to above.

While you must fit into one of these categories, you may choose to remain anonymous.

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## 8. What is Reportable Conduct?

In order to qualify for whistleblower protections, you must have reasonable grounds to suspect that the information you are disclosing relating to Lion concerns:

- misconduct; or
- an improper state of affairs or circumstances.

'Reasonable grounds' means that a reasonable person in your position would also suspect the information indicates misconduct or an improper state of affairs or circumstances.

This may include conduct that:

- is dishonest, negligent, fraudulent, corrupt, criminal, anti-competitive or a conflict of interest;
- breaches laws or regulations;
- is unsafe;
- is damaging to the environment;
- is an abuse of position or authority; or
- relates to modern slavery or issues of ethical sourcing.

Please note that disclosures relating to personal work-related grievances will not attract the legislative whistleblower protections. However, as a matter of policy at Lion, we will apply the same protocols as defined in Section 12.

Generally, a personal work-related grievance will include:

- an interpersonal conflict with another employee;
- a decision about your employment, transfer, or promotion;
- a decision about the terms and conditions of your employment; or
- a decision to suspend or terminate your employment or otherwise discipline you.

## 9. How to Make A Disclosure

Lion has established a number of confidential channels (known as "Eligible Recipients") through which you can make whistleblower disclosures. In all scenarios, you may choose to remain anonymous.

Disclosures should contain as much detail as possible to assist with any required investigation and in reaching an appropriate outcome. While not required, providing contact details (which can be anonymous, such as email addresses which do not disclose your identity) is beneficial so that you may be contacted.

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Channel	Details
Web	Enter the below website and click “log an incident/suspicion”. <a href="http://www.drawtheline.deloitte.com">www.drawtheline.deloitte.com</a>
Phone	Call one of the dedicated toll-free phone numbers, which operate 24/7. <ul style="list-style-type: none"><li>• Australia: 1800 842 070</li><li>• New Zealand: 0800 684 788</li><li>• United States: 1-888-465-3913</li><li>• United Kingdom: 0808 101 0519</li></ul>
Email	Send an email to <a href="mailto:drawtheline@deloitte.com">drawtheline@deloitte.com</a>
Post	Send a letter addressed to: drawtheline Reply Paid 12628 A'Beckett Street Victoria 8006, Australia
Kirin	<a href="https://ml.helpline.jp/kirin-hotline/">https://ml.helpline.jp/kirin-hotline/</a> User ID: kirinhd Password: compliance

## Lion Representatives

If you wish to make a disclosure, but do not wish to use the above channels, the following Lion representatives are able to take your disclosure.

- Members of the Group Leadership Team (GLT)
- Group Risk & Audit Director (Kenneth Yeo, +61 2 9230 1532, [Kenneth.Yeo@lionco.com](mailto:Kenneth.Yeo@lionco.com))
- Audit, Finance & Risk Committee Chair (Paula Dwyer, [Paula.Dwyer@lionco.com](mailto:Paula.Dwyer@lionco.com))

Whilst preferable for such disclosures to be made internally, you may also make your disclosure to an auditor of Lion, ASIC, or your lawyer and still qualify for the whistleblower protections.

## 10. Legal Protections for Whistleblowers

The following protections are available to whistleblowers who meet the criteria in sections 7, 8 & 9.

### 1. Identity Protection (Confidentiality)

The identity of a whistleblower, or information that is likely to lead to the identification of the whistleblower, will be protected unless their consent is provided.

### 2. Protection from Detrimental Acts or Omissions

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Whistleblowers are legally protected from conduct that causes detriment, including threats that are express or implied, conditional or unconditional. Examples of detrimental actions include:

- dismissal of an employee;
- 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.

Examples of actions that are not detrimental conduct include:

- administrative action that is reasonable for the purpose of protecting a whistleblower from detriment (such as moving a whistleblower who has made a disclosure about their immediate work area to another office to prevent them from detriment); and
- managing a whistleblower's unsatisfactory work performance, if the action is in line with Lion's performance management framework.

### 3. Compensation and Other Remedies

A whistleblower may seek compensation and other remedies if:

- they suffer loss, damage or injury because of their disclosure; and
- the company failed to take reasonable precautions and exercise due diligence to prevent detrimental conduct being taken against them.

### 4. Civil, Criminal and Administrative Liability Protection

A whistleblower is protected from the following in respect of their eligible disclosure:

- civil liability (legal action against the whistleblower for breach of an employment contract, duty of confidentiality or another contractual obligation);
- criminal liability (attempted prosecution of the whistleblower for unlawfully releasing information, or other use of the disclosure against the whistleblower in a prosecution (other than for making a false disclosure)); and
- administrative liability (disciplinary action for making the disclosure).

The legislative protections do not grant immunity for any misconduct a whistleblower has engaged in that is revealed in their disclosure.

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## 11. Support and Practical Protection for Whistleblowers

Examples of practical mechanisms that Lion will apply to protect the confidentiality of a whistleblower and to protect them from detriment include:

- access to all information relating to a disclosure will be limited to those directly involved in managing and investigating the disclosure (such as the Whistleblower Committee);
- disclosures will be handled and investigated by qualified staff (this may be an independent external party, if appropriate);
- reporting of whistleblower disclosures (such as to Lion's AF&RC) will be redacted and anonymised;
- application of Lion's performance management framework and Achievement@Work; and
- availability of support services such as the Personal Support Program (PSP).

Please be aware that individuals may be able to identify the whistleblower's identity if:

- the whistleblower has previously mentioned to other people that they are considering making a disclosure;
- the whistleblower is one of a very small number of people with access to the information; or
- the disclosure relates to information that a whistleblower has previously been told privately and in confidence.

## 12. Handling and Investigating a Disclosure

### Receipt

Eligible recipients (refer to paragraphs 10 & 11 above) will accept disclosures. Details of the disclosure will be captured, along with the preferences of the whistleblower regarding confidentiality and anonymity.

### Consideration by Lion Whistleblower Committee

Disclosures will be considered in full confidence by the Lion Whistleblower Committee (Kenneth Yeo (Group Risk & Audit Director), Glen Booth (Group Risk Manager), Emma Martin (P&C Director - Future Workplace) and Richard Ballinger (General Counsel - LAU & Group)). The Whistleblower Committee will consider whether the disclosure is an eligible disclosure and the next steps. The Whistleblower Committee will take reasonable steps to ensure that the identity of the whistleblower (or information enabling their identification) is not disclosed without consent, and will ensure that any further disclosure of details regarding the substance of the complaint are strictly limited and only shared on a "need to know" basis for the purpose of the proper investigation and resolution of the disclosure.

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## Investigation

Depending on the nature of the disclosure, detail provided and available evidence, an investigation plan may be developed. Such investigation will determine whether there is enough evidence to substantiate or refute the matters reported. It will be conducted by appropriate individuals, typically within LRA, P&C, Legal or by an independent external party, if necessary.

Note that in certain circumstances an investigation will not be possible, for example if there is insufficient detail and the whistleblower has not provided contact details for further information.

## Communication

Whistleblowers will be provided with regular updates, if they can be contacted. Typically, there will be at least three key points of communication:

- when the disclosure has been considered and an investigation process has begun or other action taken;
- while any investigation is in progress; and
- after any investigation has been finalised.

In certain circumstances the level of detail that can be shared may be limited (for example, the nature and extent of disciplinary action), but transparency will be provided to the extent possible

## Anonymised Reporting

Once the disclosure has been considered, and in the absence of a conflict of interest, relevant members of the GLT and the AF&RC chair will be notified – such reporting of whistleblower disclosures will be anonymised, and limited detail will be shared.

Confidential and anonymised summaries of all whistleblower disclosures are reported to the AF&RC on a quarterly basis.

## 13. Ensuring Fair Treatment of Individuals Mentioned

Employees mentioned in a disclosure and subject to any investigation will be treated fairly. Any investigation will seek to determine whether there is sufficient evidence to substantiate or refute the matters reported. Employees who are the subject of a disclosure will be provided the opportunity to respond to the facts and findings derived from the investigation. Where applicable, the confidentiality/anonymity of the whistleblower will be preserved throughout this process.

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## 14. Ensuring the Policy is Easily Accessible

The master copy of this policy is on the [Lion Policies Hub](#).

It is also made available externally via [Lion's website](#).

There is an ongoing program of communication including emails from the CEO, posters at key sites and desktop wallpapers to ensure information about whistleblowing is widely disseminated on a regular basis.

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## Annexure A – Australia Specific Requirements

There are no specific geographical requirements for this policy in Australia.

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## Annexure B – New Zealand Specific Requirements

There are no specific geographical requirements for this policy in New Zealand.

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## Annexure C – US Specific Requirements

There are no specific geographical requirements for this policy in the US.

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## Annexure D – UK Specific Requirements

This annexure applies to all Lion employees and businesses operating in the United Kingdom. This should be read in conjunction with the Global policy above.

### GDPR Compliance

In order to progress an investigation into the matter you are reporting, you may choose to provide personally identifiable information including your name, position, location, email address, telephone number and specific details of the matter.

Disclosures submitted via Deloitte (web, email, phone, mail) will be processed in Australia, except for phone calls outside of business hours in Melbourne, which may be processed in South Africa. This information will be stored on the Halo platform, hosted in Australia, and accessible by the Whistleblower Committee.

Disclosures made to other eligible recipients (such as auditors, actuaries, lawyers or regulatory bodies) will have varying standards of data storage and processing. As there are an unlimited range of parties that may be eligible recipients from time to time, it is not possible to specify in this policy. You should ensure that you understand and consent to the data storage and processing standards of the respective recipients prior to submitting a disclosure.

Once the information is received by Lion, it will then be processed through conducting an investigation, if appropriate. It may provide your information to external parties appointed to assist in the investigation. Disclosures will be reported in summarised and redacted form to the Group Leadership Team (GLT) and Audit Finance & Risk Committee (AF&RC).

You have the right to withdraw your consent at any time. You may do so via any of the contact methods provided.