

The Company is committed to fostering a culture of transparency, ethical behaviour and corporate compliance. This Australian Whistleblowers Policy (**Policy**) applies to FAR Limited and its Australian subsidiaries (**FAR or the Company**). The aim of this Policy is to make FAR personnel and other whistleblowers feel safe when raising concerns internally, by offering a reporting and investigative mechanism that is confidential, objective, independent and protects whistleblowers from reprisal or disadvantage.

This Policy is endorsed by the Board and senior management of the Company. FAR may amend this Policy from time to time at its discretion.

This Policy is available on FAR's website.

Interaction with Australian Whistleblowing Legislation

There are specific provisions under Australian legislation which provide whistleblowers with legal rights in relation to certain types of disclosures.

For the Company, the relevant legislation is the *Corporations Act 2001* (Cth) (sections 1317AA to 1317AJ) and the *Taxation Administration Act 1953* (Cth) (sections 14ZZT to 14ZZZE) (the Whistleblowing Legislation). For a person to obtain the protections set out in the Whistleblowing Laws, they must:

- Be an 'eligible whistleblower' (see below under "Who is Covered by the Policy?");
- Be reporting on a 'disclosable matter' (see below under "Conduct covered by the Policy"); and
- Report that disclosable matter to an 'eligible recipient' or other person prescribed by the Whistleblowing Legislation (see below under "How to Raise a Concern");

If a whistleblower meets these three criteria they have made a '**Qualifying Disclosure**' and are entitled to protections under the Whistleblowing Legislation.

This Policy contains a summary of parts of the Whistleblowing Legislation, and for further detail, you should refer to the text of that legislation. This Policy is not intended to override any rights or obligations you may have under the Whistleblowing Legislation.

Interaction with other policies

This Policy should be read together with the following internal policies:

- Code of Conduct;
- Anti-Bribery and Corruption; and
- Securities Trading and Policy Statement.

Those policies can be found on FAR's website here: <https://www.far.com.au/investor-centre/corporate-governance/>.

Australian employees and officers of FAR should report any 'disclosable matters' via the means set out in this Policy to ensure the protections under the Whistleblowing Legislation are properly engaged.

Conduct covered by the Policy:

A "disclosable matter" under the Whistleblower Legislation is where a whistleblower has reasonable grounds to suspect:

- **Misconduct** (which includes fraud, negligence, default, breach of trust and breach of duty) or **an improper state of affairs** or circumstances in relation to FAR or any related body corporate of FAR; or
- Misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of FAR or an associate of FAR (Tax Disclosures).

Examples of conduct that may be the subject of a "disclosable matter" and report under this Policy includes conduct that:

- Is or may be illegal (such as theft, use of illicit drugs, violence or threatened violence, criminal damage to property, misappropriation of funds, bribes);
- Involves substantial risk to health and safety;
- Involves substantial risk to the environment;
- Is or may be corrupt or fraudulent;
- Involves systemic harassment, discrimination, victimisation or bullying;
- Is an abuse of authority; or
- Involves any kind of misconduct in relation to FAR.

This is not an exhaustive list. Disclosable matters can include conduct that may not involve contravention of a particular law. A whistleblower can still qualify for protection even if the substance of a disclosure turns out to be incorrect.

Disclosures that are not about disclosable matters do not qualify for protection under the Whistleblowing Legislation.

FAR expects all employees and officers to report any disclosable matters. Failure to report disclosable matters may result in disciplinary action.

Conduct not covered by the Policy:

Personal work-related grievances should not be reported under this Policy and are not protected under the Whistleblowing Legislation.

Some examples of matters which should not be reported under this Policy include:

- A staff member's dissatisfaction with their pay (unless the staff member's grievance relates to discriminatory conduct);
- Interpersonal conflicts between a staff member and another employee; and
- A staff member's failure to receive a promotion on grounds unrelated to discriminating conduct.

Personal work-related grievances should be reported to the person's manager.

A personal work-related grievance may still qualify for protection under the Whistleblowing Legislation if:

- It includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (a mixed report);
- The entity has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- The discloser suffers from or is threatened with detriment for making a disclosure; or
- The discloser seeks legal advice or legal representation about the operation of the Whistleblower Legislation.

Who is Covered by the Policy?

Under the Whistleblowing Legislation, a person is an **eligible whistleblower** (including in relation to a Tax Disclosure) if they are, or have been:

- An officer of FAR, which includes directors of the board and the company secretary of FAR, or an employee of FAR (collectively referred to as **personnel** in this Policy);
- An individual who supplies services or goods to FAR;
- An employee of a supplier of services or goods to FAR;
- An individual who is an associate of FAR (this includes directors and secretaries of both FAR and any related bodies corporate);
- A spouse, child or other relative of an individual listed above; or
- A dependant of any individual listed above or of their spouse.

How to Raise a Concern

Whistleblowers may make a report at any time to the following '**eligible recipients**':

- An officer of FAR or related bodies corporate (including senior executives of FAR and the Board, CFO and Company Secretary);
- An auditor, or a member of an audit team conducting an audit of FAR or any related body corporate of FAR;
- An actuary of FAR or any related body corporate of FAR;
- Any person authorised by FAR to take disclosures; or
- A senior manager of FAR or any related body corporate of FAR. Senior Managers are generally those people who make, or participate in making, significant business decisions of FAR or has the capacity to significantly affect the Company's financial standing.

These eligible recipients can be contacted by calling FAR's office telephone number: +61 3 9618 2550.

Additionally, the Whistleblowing Legislation allows whistleblowers to make Tax Disclosures to the following 'eligible recipients':

- An auditor, or a member of an audit team conducting an audit of FAR;
- A registered tax agent or Business Activity Statement (**BAS**) agent who provides tax agent services or BAS services to FAR;
- A senior manager of FAR as described above;
- A director or secretary of FAR; or
- Any other employee or officer (within the meaning of the *Corporations Act 2001* (Cth)) of FAR who has functions or duties that relate to the tax affairs of FAR.

Under the Whistleblowing Legislation, whistleblowers may also report disclosable matters to:

- The Australian Securities and Investments Commissions (**ASIC**);
- The Australian Prudential Regulation Authority (**APRA**);
- In relation to Tax Disclosures, the Commissioner of Taxation (**ATO**); or
- Any other prescribed Commonwealth authority or regulator.

However, if a whistleblowing report is made to one of these regulators FAR will not automatically become aware of that report and therefore may not be able to respond to it in accordance with this Policy.

A report will also qualify for protection where an eligible whistleblower makes a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the Whistleblower Legislation, even in circumstances where the legal practitioner concludes that a disclosure does not relate to a 'disclosable matter'.

A whistleblower can obtain additional information about making a disclosure by contacting FAR's Company Secretary or General Counsel.

Anonymous disclosures

Whistleblowers are able to make an anonymous disclosure and still be entitled to the protections set out in this Policy and under the Whistleblowing Legislation if the other requirements for making the disclosure are met. Whistleblowers can remain anonymous over the course of the investigation and after any investigation has been finalised, however, whistleblowers wishing to remain anonymous should maintain ongoing two-way communication with FAR so follow-up questions or feedback can be provided. A whistleblower may refuse to answer questions that they feel could reveal their identity during follow-up conversations.

If the whistleblower's identity is not provided when making a whistleblowing report this:

- May prevent FAR from re-contacting the whistleblower confidentially to clarify or confirm information supplied;
- May impact on FAR's ability to proceed with investigation - if there are gaps in information supplied that cannot be clarified directly in confidence with a whistleblower;
- May prevent FAR from updating the whistleblower on FAR's efforts taken in response to their disclosure; and
- May affect FAR's ability to take steps to protect the whistleblower from detriment.

Disclosures outside of FAR

Generally, only reports that are made to FAR's eligible recipients set out in this Policy will ensure protections are afforded to the whistleblower making the report. Making reports to others outside FAR, except to the appropriate regulator or to a legal practitioner, will not obtain the protection of the Whistleblowing Legislation or any other protections provided by this Policy.

There are two categories of disclosure that a whistleblower may make to a journalist or a Member of Parliament and still obtain the protections of the Whistleblower Legislation. These are called Public Interest Disclosures and Emergency Disclosures.

It is important for the whistleblower to understand the criteria for making a public interest or emergency disclosure. A whistleblower should contact an independent legal adviser before making such a disclosure.

Public Interest Disclosure - this category allows a whistleblower to make a disclosure to a journalist or parliamentarian if:

- The whistleblower has previously made a disclosure to ASIC, APRA or any other prescribed Commonwealth authority;
- At least 90 days have passed since the disclosure was made to ASIC, APRA or any other prescribed Commonwealth authority;
- The whistleblower does not have reasonable grounds to believe that action is being taken to address the matters to which the previous disclosure related;
- The whistleblower has reasonable grounds to believe that making a further disclosure of the information would be in the public interest; and
- Following the end of the 90 day period, the whistleblower gives the body to which the previous disclosure was made a written notification that includes sufficient information to identify the previous disclosure and states that the whistleblower intends to make a public interest disclosure.

Emergency Disclosure - this category allows a whistleblower to make a disclosure to a journalist or a parliamentarian if:

- The whistleblower has previously made a disclosure to ASIC, APRA or any other prescribed Commonwealth authority;
- The whistleblower has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and
- The whistleblower gives the body to which the previous disclosure was made a written notification that includes sufficient information to identify the previous disclosure and states that the whistleblower intends to make an emergency disclosure.

For both Public Interest and Emergency Disclosures, the extent of the information disclosed must be no greater than is necessary to appropriately inform the recipient of the relevant misconduct or substantial imminent danger.

What Happens When A Report Is Made to FAR?

Investigation of reports

All reported disclosures will be reviewed, and where appropriate will be investigated at the earliest opportunity. Any findings will be managed promptly. The investigation process will depend on the nature of the concern that has been reported, and must be independent, objective, fair and thorough.

The investigation will be undertaken by the appropriate person, in and/or outside FAR, depending on the nature of the investigation, to ensure an impartial investigation.

In order to ensure that any investigations and actions undertaken are fair and unbiased, it may be necessary to:

- Obtain specialist, independent advice including trained investigation staff from either inside FAR or refer the matter confidentially to a third-party investigation firm, if deemed appropriate having regard to the nature of the disclosable matter(s);
- Appoint a person to assist in the investigation of a matter which is the subject of a report; or
- Refer the matter to the police or law enforcement where disclosures refer to, or includes, criminal behaviour.

In the conduct of an investigation, FAR may proceed as follows:

- Determine the nature and scope of the investigation;
- Speak to anyone who may be affected or involved in the disclosure so that they are provided with the opportunity to respond to the allegation(s);
- Consider these responses; and
- Speak to witnesses (where there is a dispute as to the facts surrounding the allegations).

Where the concerns are substantiated, the Company will determine how best to rectify or address the concerns, where possible.

The findings of any investigation into a disclosure will be recorded and will be subject to the record-keeping and confidentiality obligations set out in this Policy. The method for documenting and reporting the findings will depend on the nature of the disclosure. In most cases, a final investigation report will be provided to the Managing Director and the Board. Where necessary, any final investigation report may be redacted to protect the whistleblower's identity or information that may identify the whistleblower.

Fair treatment of employees that are the subject of a disclosure

FAR is also committed to ensuring the fair treatment of employees and other persons engaged by FAR who are mentioned in reports of disclosable matters, or to whom such disclosures relate. Fair treatment of those persons implicated in a misconduct disclosure includes but is not limited to:

- The opportunity to be 'heard' on, and respond to the allegations as against them before any adverse findings are made against them; and
- The opportunity to have their responses considered by FAR and, in appropriate circumstances, investigated.

During any investigation into a report of disclosable matters, FAR extends support and protection to employees, officers and others engaged by FAR and implicated in the report until such investigation has concluded and claims have been proven or dismissed. Any suspected adverse or detrimental treatment in this regard should be reported to the Company Secretary, General Counsel or Managing Director so that these matters may be addressed.

FAR will endeavour to respond promptly to any complaints raised by parties who are the subject of a disclosure where such party has concerns about unfair treatment in the context of assessment of, and investigation into, the disclosable matter.

Providing updates to those making misconduct disclosures

FAR will, where appropriate, provide the whistleblower with updates at various stages of any investigation into the disclosure. Any updates supplied to a whistleblower may need to be limited in order to also preserve the confidentiality of an investigation and the privacy of those potentially affiliated, named, implicated or associated with the matters disclosed. The frequency and detail of any updates supplied (where appropriate), and the initiation or resolution of any potential subsequent investigation, may vary according to the matters reported and the context of the misconduct disclosed. Any updates will be provided to the whistleblower by the Company Secretary, General Counsel, Managing Director or eligible recipient.

FAR will, where appropriate, advise the whistleblower of the conclusion of any investigation and provide the whistleblower with details of the outcomes of that investigation. The communication may be verbal or written as deemed appropriate by the Managing Director or other Board member. Where claims cannot be substantiated, and the whistleblower's identity is known – FAR reserves the right to deem a disclosure closed and notify the whistleblower accordingly.

Protection and Support of Whistleblowers

Protecting confidentiality

You may choose to make a report on an anonymous basis, however, there are a number of advantages in connection with the investigation process if you disclose your identity.

If you do disclose your identity and you are an 'eligible whistleblower' who is making a disclosure protected by the Whistleblowing Legislation via the methods set out in this Policy, the recipient has an obligation to keep your identity confidential. This includes keeping confidential information which could lead to the disclosure of your identity.

FAR has the legal right to share a whistleblower's identity if reasonably necessary to refer an incident to authorities (such as ASIC, APRA and the Australian Federal Police (AFP) or other prescribed body) who may wish to pursue the matter.

Under the Whistleblowing Legislation, it is also permissible to:

- Disclose information regarding the suspected or actual wrongdoing disclosed without revealing the whistleblower's identity or information that is likely to lead to the identification of the whistleblower;

- Disclose information other than the whistleblower's identity if it is reasonably necessary for the purposes of the investigation and all reasonable steps are taken to reduce the risk that the whistleblower will be identified;
- Disclose the identity of a whistleblower, or information likely to lead to his or her identification to (or between) ASIC, APRA, AFP or other prescribed body;
- Disclose the identity of a whistleblower, or information likely to lead to his or her identification to a legal practitioner for the purposes of obtaining legal advice or representation in relation to the disclosure; or
- Disclose the identity of a whistleblower where such disclosure is made with the consent of the whistleblower.

In order to allow for a proper investigation of the matter, and to provide support to the whistleblower, the recipient of your disclosure may ask you to consent to the disclosure of your identity to specific individuals, such as:

- the Company Secretary, General Counsel or Managing Director; and
- Any other persons reasonably necessary for the purposes of investigating matters the subject of your disclosure.

To ensure the confidentiality of a whistleblower's identity, FAR will ensure:

- All personal information or reference to the whistleblower witnessing an event will be redacted;
- Where possible, the whistleblower will be contacted to help identify certain aspects of their disclosure that could inadvertently identify them; and
- Disclosures will be handled and investigated by appropriate senior staff.

A recipient of a report from a whistleblower relating to a disclosable matter must not reveal the identity, or information that is likely to lead to identification, of the whistleblower without the consent of the whistleblower and without the express permission from the Managing Director to make the disclosure. Such action is illegal and may constitute a criminal offence.

Whistleblowers can be assured that any information released in breach of this Policy will be treated seriously and may result in disciplinary action, including dismissal. A breach of this Policy may in certain circumstances also result in criminal sanctions. Whistleblowers should report any suspected or actual breaches of confidentiality to the Company Secretary, General Counsel or Managing Director.

General protections

FAR is committed to protecting and respecting the rights of whistleblowers. FAR will not tolerate any detriment caused, or threatened to be caused, against any person who has made, or who is believed to have made or proposes to make, a report regarding disclosable matters (and such conduct is an offence). Under the Whistleblowing Legislation, 'detriment' is defined to include, without limitation, any of the following:

- Dismissing the employee;
- Injuring an employee in their employment, (e.g. not giving an employee legal entitlements such as pay or leave);
- Changing an employee's job to their disadvantage;

- Offering a potential employee different (and unfair) terms and conditions for the job, compared to other employees;
- Discriminating between employees to the disadvantage of a whistleblower;
- Harassment or intimidation of a person;
- Harm or injury to a person, including psychological harm;
- Not hiring someone because they have been a whistleblower;
- Damage to a person's property, reputation, business or financial position; or
- Any other damage to a person.

Any victimisation, retaliation or detriment caused or threatened to be caused in reprisal for a report regarding disclosable matters being made under this Policy will be treated as misconduct and may result in disciplinary action, which may include dismissal (or termination of engagement). If you experience or discover any such detrimental conduct, or potential conduct, you should report it immediately to the Company Secretary, General Counsel or Managing Director.

Where appropriate, to protect a whistleblower from the risk of detriment, FAR may:

- Conduct a risk assessment of the whistleblower, and any other staff that might be suspected of having made a disclosure;
- Allow a whistleblower to perform their duties from another location;
- Reassign the whistleblower to another role (at the same level);
- Make modifications to the whistleblower's workplace or the way work duties are carried out; or
- Reassign or relocate other staff involved in the disclosable matter.

Support of whistleblowers

FAR firmly believes that those who reasonably suspect or witness misconduct should be able to report their suspicions with the confidence that they will be supported, and not punished or discriminated against, for making a disclosure.

Whistleblowers are encouraged to raise any concerns arising out of a disclosure (or anticipated disclosure) or any subsequent investigation process to the Company Secretary, General Counsel or Managing Director.

Criminal or civil liability

Whistleblowers who make a Qualifying Disclosure will not be subject to any civil liability (e.g. breaching a duty of confidence), criminal liability (e.g. prosecution for unlawfully releasing information) or administrative liability (e.g. disciplinary action) for making the disclosure. No contractual or other remedy may be enforced against them on the basis of their disclosure.

There is no immunity from any action in relation to misconduct that the whistleblower was involved in. However, if a whistleblower reports such conduct and actively cooperates in an investigation in which they may be implicated, the fact they have made a report may be taken into account as a mitigating factor when determining actions which may be taken against them.

Under the Whistleblowing Legislation, a person may bring civil proceedings for a compensation order or pursue civil penalties even when a criminal prosecution has not been, or cannot be, pursued. This may include

circumstances in which a whistleblower (or any other person) has suffered loss, damage or injury and FAR has failed to prevent a person from causing the detriment. Whistleblowers should seek independent legal advice if they believe they are entitled to compensation or other relief under the Whistleblowing Legislation.

Who is Responsible for the Policy?

The Board of Directors has overall responsibility for ensuring this Policy complies with our legal and ethical obligations, and that all those under our control comply with it.

The Managing Director has primary and day-to-day responsibility for implementing this Policy, and for monitoring its use and effectiveness. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this Policy and are given adequate training on it at appropriate intervals.

Breaches or suspected breaches of this Policy should be reported to the Company Secretary, General Counsel or Managing Director. A breach of this Policy may result in disciplinary action, potentially including termination of employment or engagement.

For more information please contact

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