
Whistleblower Policy

Purpose

Atlas Steels (**the Company**) is committed to ensuring corporate compliance and promoting an ethical culture by observing the high standards of fair dealing, honesty and integrity in our business activities. This is the foundation of how we conduct ourselves and interact with each other, our clients, members, suppliers, shareholders and other stakeholders.

The Company encourages the reporting of any instances of suspected unethical, illegal, corrupt, fraudulent or undesirable conduct involving the Company's business and provides protections and measures to individuals who make a disclosure in relation to such conduct without fear of victimisation or reprisal.

In the event of any inconsistencies with any applicable legislation with this policy, the legislation will prevail unless the inconsistency is permitted by the legislation.

Definitions

Act: Corporations Act 2001 (Cth)
Whistleblower: An eligible person who makes a disclosure of Reportable Conduct in the manner described in this policy.

Application

This policy applies to an eligible person, that is any person who is, or has been, any of the following with respect to the Company:

- Employee;
- Officer;
- Director;
- Contractor (including sub-contractors and employees of contractors);
- Supplier (including employees of suppliers);
- Consultant;
- Auditor;
- Associate; and
- Relative, dependant, spouse, or dependant of a spouse of any of the above.

Reportable Conduct

You may make a disclosure (a report) under this policy if you are an eligible person as described above and have reasonable grounds to believe that a Company director, officer, employee, contractor, supplier, consultant or other person who has business dealings with the Company has engaged in conduct ('Reportable Conduct') that is, but not limited to:

- Dishonest, fraudulent or corrupt;
- Illegal (such as theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage to property);
- Unethical including any breach of the Company's policies such as the Code of Conduct, oppressive or grossly negligent;
- Potentially damaging to the Company, its employees or a third party;
- Misconduct or an improper state of affairs;

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- A danger, or represents a danger to the public or financial system;
- Harassment, discrimination, victimisation or bullying.

Non-Reportable Conduct

For the avoidance of doubt, personal work-related grievances do not qualify for protection under the Act, they are not matters of Reportable Conduct which can be reported under this policy. A personal work-related grievance is generally grievances 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 the Company. Examples of personal work-related grievances are, but not limited to:

- An interpersonal conflict between staff members;
- A decision relating to the engagement, transfer or promotion of a staff member;
- A decision relating to the terms and conditions of engagement of a staff member;
- A decision to suspend or terminate the engagement of a staff member, or otherwise to discipline a staff member.

Personal work-related grievances should be reported to your direct supervisor or manager or line manager.

Making A Disclosure

The Company 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. There are several ways in which you may disclose, any issues or behaviour which you consider to be Reportable Conduct.

Internal Reporting

The Company supports openness and teamwork. This policy is not intended to replace our first obligation to resolve issues quickly and internally where appropriate. All reasonable attempts to resolve an issue should first be tried. You are encouraged to raise Reportable Conduct as early as possible with your supervisor or manager and to resolve the Reportable Conduct informally and internally. Where this approach is not successful, you may escalate and Reportable Conduct to *Your Call*, using the company's external reporting process. This will ensure all matters are recorded independently and reported to our Disclosure Officers (Appendix 2).

External Reporting

Where you do not feel comfortable making an internal report, or where you have made an internal report, but no action has been taken within a reasonable time, you may disclose any Reportable Conduct to the Company's external independent whistleblower service, *Your Call*.

Your Call operates under a Service Agreement with the Company and acts as the intermediary, providing the means for a whistleblower to retain anonymity. Disclosures received by *Your Call* are reported to us in accordance with this policy. *Your Call* also enables us to obtain further information if required and enables the whistleblower to receive updates from us.

Your Call enables disclosures to be made anonymously and confidentially using an online

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Message Board. Whilst we prefer whistleblowers to disclose their identity in order to facilitate an investigation, whistleblowers are not required to identify themselves and will not be named in any report to our Company unless they have consented to their identity being disclosed.

Your Call reporting options include:

- Website: <https://www.yourcall.com.au/report> available 24/7.
- Telephone: **1300 790 228** available 9am to 12am Monday to Friday (excluding national public holidays).

Online reports can be made via the website address using the unique identifier code of: “**ATS616**”.

In the event a disclosure received by *Your Call* relates to a Disclosure Officer, *Your Call* will exclude that Disclosure Officer from all communications when providing the disclosure to the Company. The Disclosure Officers who are not named in the disclosure will then receive and determine how the matter will be addressed or investigated as required.

Your Call remains an independent intermediary at all times and will only communicate with those authorised within the Company.

Your Call will prepare a report which details the concerns raised by you to a Disclosure Officer. 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 the Company.

Other Reporting

Where the matter is so serious, and you feel that you cannot make either an internal or external disclosure, you have the option to report the matter to Regulators (ASIC), a lawyer, a journalist or even a Member of Parliament under certain circumstances. Please refer to Appendix 1 for further details of these circumstances.

Information and Advice

If you need information and advice about making a disclosure or the support and protection available, you may discuss the matter in confidence with your direct supervisor or manager or line manager.

Note: In the event you do not formally make a disclosure the Company may nevertheless be compelled to act on the information provided during the discussion of the information reasonably suggests Reportable Conduct has or may occur.

False Disclosures

Anyone who makes a disclosure knowing it to be false or misleading may be subject to disciplinary action, including dismissal. The disciplinary action will depend on the severity, nature and circumstance of the false disclosure. The Company does not wish to deter staff from disclosing Reportable Conduct. In cases where disclosers have some information leading to a suspicion, but not all the details, staff are encouraged to speak up and disclose the Reportable Conduct and they would not face disciplinary action in those circumstances.

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Investigation

The Company will investigate all matters reported under this policy as soon as practicable after the matter has been reported. The Disclosure Officer(s) will investigate the matter and where necessary, appoint an external investigator to assist in conducting the investigation. All investigations will be conducted in a fair, independent and timely manner and all reasonable efforts will be made to preserve confidentiality during the investigation.

If the report is not anonymous, the external investigator will contact you to discuss the investigation process and any other matters that are relevant to the investigation.

Where you have chosen to remain anonymous, your identity will not be disclosed to the investigator or to any other person and the Company will conduct the investigation based on the information provided to it.

Where possible, the Disclosure Officer will provide you with feedback on the progress and expected timeframes of the investigation. The person against whom any allegations have been made will also be informed of the concerns and will be provided with an opportunity to respond (unless there are any restrictions or other reasonable bases for not doing so).

To the extent permitted by law, the Disclosure Officer may inform you and/or a person against whom allegations have been made of the findings. Any report will remain the property of the Company and will not be shared with you or any person against whom the allegations have been made.

Protection of Whistleblower's

To qualify for protection as a whistleblower under the Act and to receive specific legal rights you must meet all three of the following requirements:

- You must be an eligible person (as defined under Application);
- Disclose Reportable Conduct subject to the personal work-related grievance exemption (as defined under Non-Reportable Conduct); and
- Make the disclosure through an appropriate reporting channel and recipient (as defined under Making a Disclosure).

The Company is committed to ensuring that any person who makes a disclosure is treated fairly and does not suffer detriment and that confidentiality is preserved in respect of all matters raised under this policy.

Protection from Legal Action

You will not be subject to any civil, criminal or administrative legal action (including disciplinary action) for making a disclosure under this policy or participating in any investigation.

Any information you provide will not be admissible in any criminal or civil proceedings other than for proceedings in respect of the falsity of the information.

Protection against Detrimental Conduct

The Company (or any person engaged by the Company) will not engage in 'Detrimental Conduct' against you if you have made a disclosure under this policy.

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Detrimental Conduct includes, without limitation, actual or threatened conduct such as the following:

- Injury to employment including demotion, disciplinary action;
- Termination of employment;
- Alternation of position or duties;
- Discrimination;
- Harassment, bullying or intimidation;
- Victimization;
- Harm or injury including psychological harm;
- Damage to 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.

The Company will take all reasonable steps to protect you from Detrimental Conduct and will take necessary action where such conduct is identified.

The Company also strictly prohibits all forms of Detrimental Conduct against any person who is involved in an investigation of a matter disclosed under the policy in response to their involvement in that investigation.

If you are subjected to Detrimental Conduct as a result of making a disclosure under this policy or participating in an investigation, you should inform a Disclosure Officer or eligible participant in accordance with the reporting guidelines outlined above.

You may also seek remedies including compensation, civil penalties or reinstatement where you have been subject to any Detrimental Conduct.

Protection of Confidentiality

All information received from you 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 allowed or required by law (for example where the concern is raised with a lawyer for the purposes of obtaining legal advice);
- The concern is reported to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Australian Taxation Office (ATO) or the Australian Federal Police (AFP);
- Where it is necessary to disclose information for the effective investigation of the matter, and this is likely to lead to your identification, all reasonable steps will be taken to reduce the risk that you will be identified.

Other Matters

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

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In so far as this policy imposes any obligations on the Company, those obligations are not contractual and do not give rise to any contractual rights. To the extent that this policy describes benefits and entitlements for employees, they are discretionary in nature and are also not intended to be contractual. The terms and conditions of employment that are intended to be contractual are set out in an employee's written employment contract.

This policy is available on the Company intranet and website. The Company may unilaterally introduce, vary, remove or replace this policy at any time.

Relevant Internal Documents

- Code of Business Conduct Policy
- Discrimination, Equal Opportunity & Workplace Bullying Policy
- Fitness to Work Policy

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Employee Acknowledgment of Receipt of Policy

I _____, hereby acknowledge receiving this policy.

I have read the policy and will comply with it.

Employee's Signature

Date

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Appendix 1

Reporting to Regulators

You may also make a disclosure to ASIC or APRA via below websites in relation to Reportable Conduct:

- ASIC - Australian Securities and Investments Commission:
<https://compliance.asic.gov.au/#/form/583b77dc397bbc319837ea2a/app/5de48f4c8c212107b4c13f22>
- APRA - Australian Prudential Regulation Authority:
<https://www.apra.gov.au/become-a-whistleblower-and-make-a-public-interest-disclosure>

You will be covered by the protections outlined in this policy if you have reported your concerns to ASIC or APRA.

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.

Public Interest and Emergency Disclosure

In certain situations, the Reportable Conduct may be of such gravity and urgency that disclosure to the media or a parliamentarian is necessary.

A public interest and emergency disclosure can only be made to:

- A journalist, defined to mean a person who is working in a professional capacity as a journalist for a newspaper, magazine, or radio or television broadcasting service; or
- A Member of the Parliament of the Commonwealth or of a State or Territory parliament.
You may only make a public interest and emergency disclosure if:
 - You have previously disclosed the information to ASIC or APRA;
 - At least 90 days has passed since the previous disclosure was made;
 - You have reasonable grounds to believe that action is not being taken to address the matters which you have disclosed;
 - You have reasonable grounds to believe that making a further disclosure to a journalist or member of parliament would be in the public interest;
 - You have given written notification, including sufficient information to identify the previous disclosure to the authority to which the previous disclosure was made that you intend on making a public interest disclosure; and
 - The extent of information disclosed is no greater than is necessary to inform the recipient of the Reportable Conduct or improper state of affairs.
- You will be qualified for protection where you have made a public interest disclosure if:
You have previously disclosed the information to ASIC or APRA;
 - You have 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

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- environment; and
- You have given written notification, including sufficient information to identify the previous disclosure to the authority to which the previous disclosure was made that you intend on making a public interest disclosure; and
 - No more information is disclosed than is reasonably necessary to inform the recipient of the substantial and imminent danger.

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Appendix 2

Disclosure Officers	Position	Contact details
Stephen Robertson	CEO / Director	Telephone: 02 8514 3401 Email: stephen.robertson@whiting-holdings.com
Richard Barclay	CFO / Director	Telephone: 02 8514 3402 Email: richard.barclay@whiting-holdings.com
Mathew Bennett	Group Finance Manager	Telephone: 02 8514 3403 Email: mathew.bennett@whiting-holdings.com