



WHISTLEBLOWER POLICY

1. PURPOSE AND SCOPE

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.

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.

The policy applies to all team members of Lion Pty Ltd and Lion NZ Limited (**LION**), as well as all Eligible Whistleblowers.

If you have any questions about this Policy, please contact the Executive Director – Risk & Audit (currently Kenneth Yeo – Kenneth.Yeo@lionco.com). This policy may be updated over time and team members should familiarise themselves with any updates.

2. WHISTLEBLOWER POLICY

A. Who is an Eligible Whistleblower?

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

- officer or employee of LION;
- person, contractor, or an employee of a contractor, who has supplied goods or services to LION (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.

Competitors, customers or clients of LION will not qualify as Eligible Whistleblowers, as the protections are targeted at insiders of companies or organisations. If you are a competitor, customer or client, you may have rights and protections under other laws.

B. 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 solely to personal work-related grievances will not attract the legislative whistleblower protections. Instead, you may have rights and protections under employment or contract law. However, as a matter of policy at LION, we will apply the same protocols as defined in Section F.



Generally, a personal work 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.

If you have a personal work-related grievance, you may still be able to access the whistleblower protections for a report about your treatment. However, this is only if the report raises significant implications for LION. For example, if LION's treatment of you breaks employment or other laws or suggests systemic misconduct beyond your own circumstances. You can also access the whistleblower protections if you suffer or are threatened with detriment for reporting your own circumstances or making a report to your lawyer.

C. How to Make a Disclosure?

LION has established a number of confidential channels (known as "Eligible Recipients") managed by third parties through which you can make whistleblower disclosures. In all scenarios, you may choose to remain anonymous. It is important to note that confidential and anonymised summaries of all whistleblower disclosures are reported to the LION Strategy & Governance Committee on a quarterly basis.

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.

CHANNEL	DETAILS
Web	Enter the below website and click "log an incident/suspicion". www.drawtheline.deloitte.com
Phone	Call one of the dedicated toll-free phone numbers, which operate 24/7 <ul style="list-style-type: none">• Australia: 1800 842 070• New Zealand: 0800 684 788
Email	Send an email to drawtheline@deloitte.com
Post	Send a letter addressed to: drawtheline Reply Paid 12628 A'Beckett Street Victoria 8006, Australia
KIRIN	https://ml.helpline.jp/kirin-hotline/ 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.

- Any members of the LION Leadership Team (LLT)
- Directly to the Executive Director – Risk & Audit (Kenneth Yeo, +61 2 9230 1532, Kenneth.Yeo@lionco.com)

Whilst preferable for such disclosures to be made internally, you may also make your disclosure to LION's external auditor, ASIC, or your lawyer and still qualify for the whistleblower protections. For further information, please visit the ASIC website.



D. Legal Protections for Whistleblowers

To encourage whistleblowers to come forward with their concerns and protect them when they do, the Corporations Act 2001 (Cth) gives certain people legal rights and protections as whistleblowers. The following protections are available to whistleblowers who meet the criteria in sections A, B and C.

i) 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.

ii) Protection from Detrimental Acts or Omissions

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.

iii) 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.

It is the responsibility of the discloser to bring such action for compensation, or to pursue other remedies.

iv) 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.

E. 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 Strategy & Governance Committee) 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.

F. Handling and Investigating a Disclosure

Receipt

Eligible recipients (refer to sections D & E 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 chaired by Kenneth Yeo (Executive Director – Risk & Audit). 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.

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 finalized.

Whistleblowers who make a disclosure via drawtheline will be able to log onto that platform for updates and to provide responses (even if they have chosen to remain completely anonymous).

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 LLT and the LION Strategy & Governance Committee 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 LION Strategy & Governance Committee on a quarterly basis.

G. 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.

H. 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.

3. CONSEQUENCES OF BREACH

Team members must comply with this policy at all times. Failure to comply may result in disciplinary action, including termination of employment (or services, in the case of agents or contractors).

Where this policy is inconsistent with a relevant industrial instrument or legislation, the relevant industrial instrument or legislation will prevail to the extent of any inconsistency. For more information, speak to your Leader or People & Culture.

This policy does not form part of a team member’s employment contract / contract for service and is not binding on Lion’s companies.

4. DEFINITIONS

TERM	DEFINITION
Eligible Whistleblowers	In order to qualify for whistleblower protections, you must be a current or former: <ul style="list-style-type: none"> officer or employee of LION; person, contractor, or an employee of a contractor, who has supplied goods or services to LION (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.
Team member	This policy applies to team members regardless of gender identity, gender expression, sexual orientation, intersex status, relationship status, ethnicity, cultural background, age or ability. A team member means a: <ul style="list-style-type: none"> permanent employee, fixed term employee or casual term employee of any of the Lion companies listed in Paragraph 1 of this policy; and independent contractor engaged to perform services for any of the Lion companies listed in Paragraph 1 of this policy.
Industrial instrument	Means an enterprise agreement, modern award, or collective agreement that covers and applies to the team member.