



Speak Up (Whistleblower) Policy

AMOTIV LIMITED
ACN 004 400 891

Speak Up (Whistleblower) Policy

1 What is the purpose of this Policy?

Amotiv Limited ("Amotiv") and its subsidiaries (**Amotiv**) are committed to conducting business in accordance with the highest standards of conduct and ethical behaviour and in accordance with its values and standards of expected behaviour. Amotiv is committed to fostering a culture of honesty, transparency and integrity as outlined in the Amotiv Code of Conduct and other Amotiv policies and standards.

In this Policy, "Amotiv" refers to Amotiv Limited and all Amotiv Group companies.

Amotiv encourages the reporting of any instances of **Potential Misconduct**, as defined below (**Speaking Up**). Whilst complaints about matters which are outside the definition of Potential Misconduct may be reported and will be dealt with appropriately, the processes and procedures set out in this Policy to not necessarily apply to such complaints. This Policy provides protections and measures so that those persons who Speak Up may do so confidentially and without fear of intimidation, disadvantage or reprisal.

The Board has approved this Policy to:

- encourage people to Speak Up if they become aware of Potential Misconduct;
- explain how to Speak Up and what protections a discloser will receive;
- outline Amotiv's processes for responding to Speak Up disclosures; and
- promote a workplace environment in which everyone feels safe, supported and encouraged to Speak Up.

Amotiv will not tolerate anyone being discouraged from Speaking Up or being disadvantaged or victimised because they want to Speak Up or they have done so. Disciplinary action, up to and including termination of employment or engagement, may be imposed on anyone shown to have disadvantaged or victimised a person because they want to Speak Up or have Spoken Up.

This Policy applies to Amotiv Limited and is to be implemented across all Amotiv Group companies in all jurisdictions. The principles of this Policy must be read in conjunction with and subject to the laws and regulations in the local jurisdiction in which each Amotiv Group company operates.

This Policy does not form part of terms of employment and may be amended from time to time.

2 What is Speaking Up?

Speaking Up means telling a **Recipient** information about **Potential Misconduct** in relation to Amotiv. If in doubt, Speak Up. The Recipients are set out in section 5.

3 What is Potential Misconduct?

Potential Misconduct is any suspected or actual misconduct or improper state of affairs or circumstances in relation to Amotiv or an employee or officer of the Group.

You should Speak Up even if you are unsure if something is Potential Misconduct.

Information about Potential Misconduct should be raised with a Recipient to allow issues to be resolved most effectively.

Potential Misconduct does **not** generally include **personal work-related grievances**.

Personal work-related grievances are grievances relating to your employment that have implications for you personally (such as a disagreement between you and another employee or a decision about your promotion, transfer or termination of employment).

Generally, these grievances should be raised with the Chief People Officer to allow those issues to be resolved most effectively. In some cases, these grievances may qualify for legal protection (see Attachment 1).

Amotiv expects that reports made under this Policy are made honestly, ethically and on reasonable grounds.

Examples of Potential Misconduct include, but are not limited to:

- breach of laws or regulations;
- breach of the Amotiv Code of Conduct or other Company policies, standards or codes;
- criminal activity;
- bribery or corruption;
- conduct endangering health and safety, or causing damage to the environment;
- dishonest or unethical behaviour with potential to cause material financial damage or reputational damage to Amotiv;
- anti-competitive behaviour;
- non-disclosure of a material privacy breach financial fraud or mismanagement;
- insider trading;
- tax evasion or money laundering;
- conduct representing a danger to the public or to a government or the financial system;
- unauthorised use of Amotiv's confidential or proprietary information, intellectual property or assets;

- conflicts of interest;
- discrimination, victimisation, harassment or bullying;
- human rights violations;
- conduct likely to damage Amotiv's financial position or reputation;
- retaliating against or causing detriment to a person who Speaks Up or otherwise engages in any activity protected by law or company policy; and
- deliberate concealment of any of the above.

4 Who can Speak Up?

Anyone with information about Potential Misconduct is encouraged to Speak Up.

This Policy applies to all of Amotiv's current and past:

- employees, directors, officers and contractors;
- suppliers (including employees of suppliers);
- customers (including employees of customers); and
- associates,

and these people's dependents (or their spouse's dependents) and their relatives.

5 Who can I Speak Up to?

Amotiv encourages you to Speak Up to one of the following **Recipients**.

Recipient Name	Contact details
Whistleblower Services Hotline	<p>Contact through the link on the home page of the Amotiv website [here], or go to:</p> <p>Amotiv whistleblowingservice.org</p> <p>For your policy update below.</p> <p>ONLINE REPORTING</p> <p>How do I make an Online report?</p> <p>To make an "Online" report please go to:</p>

Recipient Name**Contact details**

- <https://www.whistleblowingservice.org/amotiv>
- In the top right-hand corner of the page you can select your language of choice
- Click the "Making a Report" button located below Online Disclosure Service
- You will be redirected to the new page where you need to enter '**AmotivGroup**' in the "Unique Key" field and '**Amotiv**' in the "Client Reference Number" field. Click on 'Next' and follow the prompt.

HOTLINE REPORTING**How do I make a Phone Report?**

Phone reports are supported in Australia and New Zealand, if you are in another location please use the online reporting functionality.

To make a "**Phone**" report please call the following numbers:

Australia - 1300 687927 - 24 Hours / 7 Days per week

You will be asked to supply the same information to validate your report. When asked for the "**Unique Key**" please state '**AmotivGroup**' to the support person. The support person will then ask you for your "**Client Reference Number**" that is "**Amotiv**".

New Zealand – 0800 687927 between 8.00 am and 5.00 pm NZST

You will be asked to supply the same information to validate your report. When asked for the "**Unique Key**" please state '**AmotivGroup**' to the support person. The support person will then ask you for your "**Client Reference Number**" that is "**Amotiv**".

Chief People Officer

Barbara Harrison

E: bharrison@amotiv.com

M: +61 437 382 660

A: 144 Moray Street, South Melbourne, Victoria 3205

**General Counsel
and Company
Secretary**

Anne Mustow

E: amustow@amotiv.com

M: +61 407 273 351

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Recipient Name	Contact details
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Chief Financial Officer	Aaron Canning E: acanning@amotiv.com M: +61 422 861 279 A: 144 Moray Street, South Melbourne, Victoria 3205
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Managing Director and Chief Executive Officer	Graeme Whickman E: gwhickman@amotiv.com A: 144 Moray Street, South Melbourne, Victoria 3205
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Chair of Amotiv Board (if it relates to senior management, Board members or any of the Recipients)	Graeme Billings A: 144 Moray Street, South Melbourne, Victoria 3205
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Chair of Amotiv Risk and Sustainability Committee (if it relates to senior management, Board members or any of the Recipients)	Jennifer Douglas A: 144 Moray Street, South Melbourne, Victoria 3205
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You can make your report by email, mail, telephone or in person.

Whistleblower Services is an independent hotline service available globally that gives employees and other individuals the opportunity to anonymously report Potential Misconduct. It is intended that reports made to a Recipient or through the hotline will be acknowledged within 3 days.

While it is Amotiv's preference that you disclose Potential Misconduct to Recipients, please note that under the Corporations Act you may also raise the matter with an 'officer' or 'senior manager'. These are defined in the Corporations Act as *"a director, or a senior manager in the company who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of the company, or who has capacity to affect significantly the company's financial standing"*.

Protections are available for disclosures made under the Corporations Act and Taxation Administration Act in the circumstances set out in Attachment 1.

6 What information should I provide?

You should provide as much information as possible, including details of the Potential Misconduct, people involved, dates, locations and if any more evidence may exist.

When Speaking Up you will be expected to have reasonable grounds to believe the information you are disclosing is true. You will not be penalised even if the information turns out to be incorrect (see section 9.4 below). However, you obviously must not make a report that you know is not true or is misleading.

7 Can I make an anonymous disclosure?

You can make an anonymous disclosure if you do not want to reveal your identity.

However, you are encouraged to provide your name because it will make it easier for us to investigate and address your disclosure (for example, we may seek more information to assist an investigation).

However, Amotiv appreciates that Speaking Up can be difficult so you may choose to remain anonymous. Amotiv will respect your decision and any investigation of your disclosure will be conducted as well as possible in the circumstances. However, please be aware that an investigation may be constrained unless sufficient information is provided, and it may make it difficult to offer you the same level of practical support if we do not know your identity.

If you do provide your name, it will only be disclosed if you provide your consent, or in exceptional circumstances where the disclosure is allowed or required by law (e.g. in dealings with a regulator).

Details about how your identity will be protected if you do provide your name are described in section 9.

If you have concerns about this, you can discuss this with the Recipient.

8 How will Amotiv respond?

All disclosures of Potential Misconduct made under this Policy will be received and treated sensitively and seriously, and will be dealt with promptly, fairly and objectively. Amotiv will apply the protections described at section 9 when responding to or investigating disclosures.

- the Recipient, if receiving a complaint/disclosure which meets the whistleblower criteria, will communicate each disclosure to the Company Secretary and Managing Director and in the case of a Director who is a Recipient, also to the Chair (in each case subject to the Recipient determining that there is no conflict of interest and subject to discloser anonymity obligations).
- Amotiv's response to you Speaking Up will vary depending on the nature of the disclosure and the amount of information provided. Your report may be addressed and resolved informally (such as assisting employees through coaching and mentoring) or through a formal investigation.

- While Speaking Up does not guarantee a formal investigation, all disclosures of Potential Misconduct will be properly assessed and considered by Amotiv and a decision made as to whether they should be investigated. If you consent to Amotiv contacting you, Amotiv may let you know how it responds to you Speaking Up, including whether an investigation will be/has been conducted. This may not occur until after an investigation has been concluded. However, it may not always be appropriate to provide disclosers with this information.
- Any investigations commenced will be conducted in a timely manner and will be fair and independent of any persons to whom the disclosure relates.
- Amotiv may escalate circumstances where the Potential Misconduct involves a danger to public health, senior management, a director or significant financial matters. If an investigation identifies a suspected or actual breach of the law, Amotiv may refer the matter to the relevant legal authority.
- All employees and contractors must co-operate fully with any investigations.
- Where appropriate, including consideration of the anonymity of a discloser, a person being investigated will be informed of the allegations against them at an appropriate time (to the extent permitted by law), usually during the course of an investigation, and will be given an opportunity to respond to the allegations made against them.
- Any person involved in an investigation of Potential Misconduct must maintain strict confidentiality and not disclose their involvement.
- The results of any investigation of Potential Misconduct conducted will be recorded in writing in a formal internal report that will be confidential, retained securely and is the property of Amotiv .
- Where an investigation of Potential Misconduct identifies a breach of law, regulation, Amotiv's Code of Conduct or internal policies or procedures, appropriate disciplinary action may be taken. Any person involved in misconduct will be subject to disciplinary action (including but not limited to termination of employment / engagement).
- In some circumstances (including but not limited to misconduct which may contravene law), Amotiv may determine that it should report misconduct to relevant authorities.

9 What protections exist if I Speak Up under this Policy?

This section outlines Amotiv's policy on protecting those who Speak Up. In addition, the law also contains protections for disclosers who Speak Up, which are summarised at Attachment 1.

9.1 Protecting your identity

Amotiv's priority is to protect the identity of people who Speak Up. If you Speak Up, your identity (and any information Amotiv has because of your disclosure that someone could likely use to work out your identity) will only be disclosed (beyond the person to whom you made the disclosure) if you give your consent to Amotiv to disclose that information or in exceptional circumstances where the disclosure is allowed or required by law (for example, to the Australian Federal Police or a lawyer in order to receive legal advice about the disclosure).

9.2 Protecting you from detriment

No person may victimise or cause detriment to someone (or threaten to do so) because of a belief or suspicion that the person has or will Speak Up. Examples of detriment include retaliation, discrimination, harassment, causing physical or psychological harm, isolation, impact on an employee's performance, assessment and compensation outcomes, damaging property, and varying an employee's role or duties.

You should tell a Recipient listed in section 5 if you are concerned that you may be, are being, or have been subject to detrimental conduct in connection with Speaking Up. Amotiv will treat this very seriously.

If the identity of a person Speaking Up is known, Amotiv may take actions that are considered reasonable for the purpose of protecting the person from detriment.

9.3 Other protections available

Amotiv is committed to making sure that you are treated fairly and do not suffer detriment because you Speak Up. The protections offered will depend on things such as the nature of the Potential Misconduct and people involved. Protections may include the following:

- monitoring and managing the behaviour of other employees;
- relocating employees (which may include the people alleged to have been involved in the Potential Misconduct) to a different division, group or office;
- offering you a leave of absence or flexible workplace arrangements while a matter is investigated;
- access to Amotiv's Employee Assistance Program (if you are a current employee) and additional support from Amotiv (such as counselling or other support services); and/or
- rectifying any detriment that you have suffered.

Amotiv will look for ways to support all people who Speak Up, but it may not be able to provide non-employees with the same type and level of support that it provides to employees. In all cases, Amotiv will still seek to offer appropriate support consistent with applicable law.

Information regarding the protections afforded to persons who make protected disclosures which do not come within this Policy is available in Attachment 1 to this Policy.

9.4 Maintaining integrity when Speaking Up and conducting investigations

A Speak Up disclosure may damage the career prospects and reputation of people who are the subject of serious allegations and therefore if your report is not made on reasonable grounds or is found to be malicious, deliberately misleading or frivolous, you may be subject to disciplinary action, and you may not be eligible for the relevant protections. Speaking Up is not about airing a grievance. It is about reporting real or perceived Potential Misconduct.

Amotiv is committed to protecting the wellbeing of all its employees and is concerned about the fair treatment of all Amotiv employees. If you would like additional support in relation to Speaking Up or responding to an investigation or allegation of Potential Misconduct, please contact the Company Chief People Officer or your business' Human Resources Manager.

You can also access the Employee Assistance Program via phone or through the intranet for additional support.

10 Reporting

The Amotiv Board's Risk and Sustainability Committee will receive a summary of disclosures made under this Policy on a quarterly basis. Individual Speak Up disclosures may be escalated to the Board at any time, as appropriate (subject to the confidentiality and anonymity requirements of this Policy).

Recipients must consider if a disclosure or information that arises in responding to a disclosure triggers processes in Amotiv's Continuous Disclosure Policy. If so, that information must be dealt with in accordance with the Continuous Disclosure Policy.

11 Further information

Any questions about this Policy or Speaking Up can be referred to the Amotiv Company Secretary and General Counsel, Amotiv Chief People Officer or the external helpline, Whistleblower Services.

12 Review

This Policy will be available on Amotiv's public website and on Amotiv intranets. This Policy will be reviewed from time to time and amended as required.

Attachment 1: Protections provided by law - Australia

1 Additional legislative protections

You are encouraged to Speak Up under this Policy. However, the law offers protections in other cases (for example, you can report potential misconduct to people other than Recipients). If you make a “protected disclosure” under the law that does not comply with the Speak Up Policy, you will still be entitled to the legal protections.

Please contact a Recipient if you would like more information about legal protections.

2 Protected disclosures

Certain information that is disclosed outside this Policy to certain people or organisations is protected by law. Examples of this information and recipients are outlined in the following table.

Under the Corporations Law	
Information reported or disclosed	Recipient of disclosed information
General disclosable matters <ul style="list-style-type: none">• Information about actual or suspected misconduct, or an improper state of affairs or circumstances in relation to the Company or a related body corporate• Information that the Company or a related body corporate or any officer or employee of the Company or a related body corporate has engaged in conduct that:<ul style="list-style-type: none">– contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act);– represents a danger to the public or the financial system; or– constitutes an offence against any law of the Australian Commonwealth that is punishable by imprisonment for a period of 12 months or more.	Recipients for any general disclosable matters <ul style="list-style-type: none">• A person authorised by the Company to receive protected disclosures – i.e. Recipients under this Policy (see section 5)• An officer or senior manager of the Company or a related body corporate• An auditor, or a member of an audit team conducting an audit, of the Company or a related body corporate• An actuary of the Company or a related body corporate• ASIC, APRA or another Commonwealth body prescribed by regulation• A legal practitioner for the purpose of obtaining legal advice or legal representation• Journalists or parliamentarians, under circumstances allowing emergency or public interest disclosures. The discloser should seek independent legal advice before making such a disclosure.

Under the Corporations Law	
Information reported or disclosed	Recipient of disclosed information

Under the Taxation Administration Act	
Information reported or disclosed	Recipient of disclosed information
Further tax-related information <ul style="list-style-type: none"> Information that may assist the Australian Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to the Company or an associate 	Recipients for any further tax-related information <ul style="list-style-type: none"> Australian Commissioner of Taxation A legal practitioner for the purpose of obtaining legal advice or legal representation

Note that “personal work-related grievances” are not protected disclosures under the law, except as noted below. **Personal work-related grievances**

Legal protection for disclosures about solely personal employment related matters are available under the law in limited circumstances. A disclosure of a personal work-related grievance will remain protected if, in summary:

- it concerns detriment to you because you have or may be considering Speaking Up; or
- it is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistleblowers.

Under the law, a grievance is **not** a ‘personal work-related grievance’ if it:

- has significant implications for an entity regulated under the law that do not relate to the discloser;
- concerns conduct, or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws;
- concerns conduct or alleged conduct that represents a danger to the public or financial system; or
- concerns conduct or alleged conduct prescribed by the regulations.

3 Specific protections and remedies

Additional legislative protections may also be available, including but not limited to:

- compensation for loss, damage or injury suffered as a result of detrimental conduct;
- an injunction to prevent, stop or remedy the effects of the detrimental conduct; and
- an order requiring an apology for engaging in the detrimental conduct;
- if the detrimental conduct wholly or partly resulted in the termination of an employee's employment, reinstatement of their position; and
- any other order the court thinks appropriate.

Australian law also states that you are protected from any of the following in relation to a protected disclosure you make:

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

However, you will not have immunity for any misconduct you have engaged in that is revealed in a disclosure.