
Whistleblower Policy

Whitefield Income Limited

This Policy was approved 24 February 2025.

Purpose

Whitefield Income Limited (**Whitefield**) seeks to conduct its business in a fair and honest manner. This policy has been developed so that people can report actual or suspected wrongdoing by Whitefield or anyone connected to Whitefield without fear of detriment.

The policy sets out how concerns can be reported, how they will be investigated and the protections that apply to people reporting a concern.

Who is a Whistleblower

A Whistleblower is someone who reports fraud, corruption or other wrongdoing. The Corporations Act provides legal rights and protections for Whistleblowers to encourage them to come forward. In order to access these rights and protections, a Whistleblower must satisfy three requirements:

- They must be an **Eligible Person**;
- Their disclosure must be about **Reportable Conduct**; and
- Their disclosure must be made to an **Eligible Recipient**.

Who is an Eligible Person

An Eligible Person is a:

- current or former officer or employee of Whitefield;
- current or former supplier of goods or services to Whitefield (including their employees); and
- spouse, relative or dependant of one of people referred to above.

What is Reportable Conduct

Reportable Conduct includes conduct that:

- contravenes the Corporations Act or another Commonwealth law;
- involves fraud, money laundering or misappropriation of funds;
- involves bullying and harassment;
- relates to a breach of Whitefield's Code of Conduct, governance policies or values; or
- constitutes detrimental conduct against a person who has made a disclosure.¹

Note that:

- to qualify as Reportable Conduct, a Whistleblower must have reasonable grounds for suspecting the information represents misconduct;
- disclosures that are not about Reportable Conduct do not qualify for protection; and
- disclosures that relate solely to personal work-related grievances are not Reportable Conduct.

Who is an Eligible Recipient

An Eligible Recipient is:

- A director of Whitefield; or
- An auditor of Whitefield.

In certain circumstances, Reportable Conduct may be disclosed to other parties as set out in the Corporations Act.²

¹ Other examples of Reportable Conduct can be found at section 1317AA of the Corporations Act.

² See Part 9.4AAA of the Corporations Act and ASIC RG 270 for the circumstances and conditions for making a disclosure to one of these other parties.

How to make a disclosure

A Whistleblower can make a disclosure in person, by email or post.

A Whistleblower can remain anonymous when disclosing Reportable Conduct as well as throughout and following any investigation. Whitefield will take all reasonable steps to preserve the anonymity of the Whistleblower and protect them from detrimental conduct. These steps may include the use of a pseudonym, redacting information from reports and limiting the distribution of information relating to the disclosure.

A Whistleblower can contact Whitefield's Managing Director or Legal and Governance Manager for further information on making a disclosure.

Legal protection for Whistleblowers

A Whistleblower is entitled to protection under the Corporations Act, including:

1. Protection of identity

Whitefield must not and will not disclose the identity of a Whistleblower or any information that is likely to lead to the identification of a Whistleblower, unless permitted or provided by law.³

2. Protection from detrimental conduct

Engaging in detrimental conduct⁴ (whether actual or threatened) toward a Whistleblower is an offence. Whitefield will take all reasonable measures to protect a Whistleblower from detrimental conduct including amending duties, changing reporting lines and allowing remote working.

3. Compensation and other remedies

A Whistleblower is entitled to seek compensation and other remedies through the courts if they have suffered because of a disclosure or because Whitefield failed to take reasonable precautions to prevent detrimental conduct.

4. Civil, criminal and administrative liability protection

A Whistleblower is protected from civil, criminal and administrative liability in relation to the disclosure. This protection does not extend to any misconduct the Whistleblower themselves may have been involved in.

These protections apply irrespective of whether the disclosure is made internally (i.e. to a director) or externally (i.e. to an auditor or another party permitted under the Corporations Act).

Investigation process

Whitefield will thoroughly assess all reports from Whistleblowers in accordance with the process outlined below:

- (a) The matter will be subject to preliminary review by the Chair of the Board (or another director if the Chair is conflicted) and at least one other director. Based on the preliminary review, the relevant directors will determine:

³ See ASIC RG 270 for circumstances in which Whitefield may be permitted to disclose the identity of a Whistleblower.

⁴ Detrimental conduct includes dismissal, alteration of an employee's position, harassment, intimidation and damage to property or reputation

- the materiality of the matter and whether it qualifies for protection;
 - the appropriate investigatory approach; and
 - the manner and frequency with which the Whistleblower will be updated.
- (b) Subject to materiality and any requirements regarding confidentiality and conflicts, the matter will be circulated to the entire Board.
- (c) The matter will be investigated by or under the direction of the Board and independently of the whistleblower and the person(s) who is the subject of the report. All investigations will be conducted as promptly as practicable.
- (d) Where appropriate, the person(s) who is mentioned in the report will be informed of the matter and provided with a fair opportunity to respond.
- (e) The outcome of the investigation will be documented and provided to the Board (subject to requirements regarding confidentiality and conflicts). The Whistleblower will also be informed of the outcome.

Review, training and awareness

This policy will be reviewed in accordance with requirements of the Board Charter to check that it is operating effectively and whether any changes are required to the policy.

All employees will receive training at induction and on a regular basis thereafter to ensure they are aware of their rights and obligations under this policy. Directors will be provided with training on how to manage disclosures as necessary.

The policy will be published on the Company's website.