



AUSTRALIAN DAIRY NUTRITIONALS GROUP WHISTLEBLOWER POLICY

This policy encompasses the Australian Dairy Nutritionals Group comprising of Australian Dairy Nutritionals Limited (ACN 057 046 607) and each of its related bodies corporate.





Australian Dairy Nutritionals Group

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1. INTRODUCTION

The Australian Dairy Nutritionals Group (**Group**) is committed to the highest standards of conduct and ethical behaviour in all of our business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

This Policy has been put in place to ensure disclosers can raise concerns regarding any suspected or serious wrongdoing involving the Group's business activities without fear of intimidation, reprisal or victimisation.

2. PURPOSE

The Group has established this Policy for the following reasons:

- to encourage disclosure of wrongdoing without the fear of being blamed or discriminated against;
- to held deter wrongdoing, in line with the Group's broader governance and risk management objectives;
- outline how the Group will deal with all reports of wrongdoing; and
- outline the steps available to Disclosers to report wrongdoing to the Group.

3. WHO THE POLICY APPLIES TO

- 3.1. This Policy applies to any individual who is, or has been, any of the following in relation to the Group (**Eligible Whistleblower**):
- (a) an officer or employee (whether permanent or part time, secondees, interns, managers and directors);
 - (b) a supplier of services or goods (eg. Current and former contractors, consultants, service providers and business partners);
 - (c) an associate of a Group entity;
 - (d) a relative, dependent or spouse of an individual in points a) to c) above.
- 3.2. Provided they are an Eligible Whistleblower and:
- (a) they have made a disclosure of information relating to a 'Disclosable Matter' (see section 4 below) directly to an 'Eligible Recipient' or to ASIC, APRA or another Commonwealth body prescribed by regulation;
 - (b) they have made a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Corporations Act 2001 (Cth) (Act); or
 - (c) they have made an 'emergency disclosure' or 'public interest disclosure', the Eligible Whistleblower will qualify for protection under this Policy.



4. WHAT ARE DISCLOSABLE MATTERS?

- 4.1. Disclosable Matters are defined under section 1317AA of the Act and involve information that the discloser has reasonable grounds to suspect concerns misconduct, or an improper state of affair or circumstances in relation to a Group entity.
- 4.2. Misconduct and improper state of affairs may include (without limitation):
- (a) fraud, negligence, default, breach of trust and breach of duty;
 - (b) business behaviour and practises that may cause consumer harm; or
 - (c) unlawful activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of State and Federal law).
- 4.3. Disclosable Matters also involve information about an entity in clauses 4.1 and 4.2 above, if the discloser has reasonable grounds to suspect that the information indicates those entities (including their employees or officers) have engaged in conduct that:
- (a) constitutes an offence against, or a contravention of, a provision of any of the following:
 - i. the Act;
 - ii. the Australian Securities and Investments Commission Act 2001;
 - iii. the Banking Act 1959;
 - iv. the Financial Sector (Collection of Data) Act 2001;
 - v. the Insurance Act 1973;
 - vi. the Life Insurance Act 1995;
 - vii. the National Consumer Credit Protection Act 2009;
 - viii. the SIS Act;
 - ix. an instrument made under an Act referred to in sub-clauses (a) to (f) above.
 - (b) constitute an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
 - (c) represents a danger to the public or the financial system; or
 - (d) is prescribed by regulation.

Personal work related grievances do not qualify for protection under the Act. Personal work related grievances relate to the discloser's employment or engagement with the Group and may include interpersonal conflict with a manager or another employee, a decision about employment terms or termination.



5. WHO TO REPORT TO – ELLIGIBLE RECIPIENTS?

The Group has several avenues for making a report if a person becomes aware of an issue or behaviour, which he or she considers to be a Disclosable Matter:

Internal Reporting

- (a) An individual may raise the matter / wish to first discuss the matter with their direct manager in order to determine whether serious wrongdoing has occurred.

This is an opportunity to clarify the concern, ask questions and determine whether the matter falls under this Policy. At all times, these discussions will remain confidential.

A direct manager in receipt of a report must take the matter to a Protected Disclosure Officer.

- (b) A discloser may make a report to any of the following Eligible Recipients:

<i>Chief Executive Officer</i> <i>Peter Skene</i>	Phone: 0418 592 330 Email: peterskene@adfl.com.au
<i>Group General Counsel</i> <i>Kate Palethorpe</i>	Phone: 0410 650 779 Email: katepalethorpe@adfl.com.au

- (c) Reports may be made by post to c/- GPO Box 6, Brisbane QLD 4000 (marked to the attention of one of the Protected Disclosure Officers referred to above).

*Note: A report may be submitted anonymously if discloser does not wish to disclose their identity to the Protected Disclosure Officer.

6. INVESTIGATION OF REPORTABLE CONDUCT

The Group will investigate all matters reported under this Policy as soon as practicable after the matter has been reported including to determine if the Policy applies to the disclosure.

A Protected Disclosure Officer may, with the Eligible Whistleblower's consent, appoint a person (either internally or externally) to assist in the investigation.

Where appropriate, the Group will keep the Eligible Whistleblower informed of the progress and / or outcome of the investigation (subject to considerations of privacy of those against whom allegations are made).

The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Disclosable Matter and the circumstances.

7. PROTECTION OF WHISTLEBLOWERS

The Group is committed to the protection of all Eligible Whistleblowers and to ensure confidentiality in respect of all reports raised under this Policy are maintained.

All reasonable steps will be taken by the Group to ensure that an Eligible Whistleblower will not be subject to any form of disadvantage, harassment, dismissal or discrimination as a result



of making a report. An Eligible Whistleblower may also be entitled to compensation or other remedies under the Act.

However, this Policy will not protect any whistleblowers that are involved in or connected to the Reportable Conduct that has been reported.

(a) Protection of Whistleblower identity

Subject to legal requirements, upon receiving a report under this Policy, the Group will not, nor any manager or Protected Disclosure Officer, disclose any details that would suggest or reveal a Whistleblower's identity, without first obtaining their consent.

Any disclosure that a Whistleblower consents to will be disclosed on a strict confidential basis. However, a Protected Disclosure Office is able to disclose to the Australian Securities and Investment Commission (ASIC), the Australian Prudential Regulation Authority (APRA) or the Australian Federal Police, without the consent of the Whistleblower.

(b) Protection of files and records

All files and records from an investigation will be retained in strict security and any unauthorised release of information to a person and / or entity not involved in the investigation (other than managers or directors who need to be advised in order to take appropriate action, or for corporate governance purposes), without the consent of the Whistleblower, will be in breach of this Policy.

An unauthorised release of information in breach of this Policy will be considered a serious matter and appropriate actions will be taken.

8. AMENDMENTS OF THIS POLICY

This Policy will be assessed and updated from time to time to ensure that it remains effective and reflects changes in legislation and other developments. This Policy may be amended, withdrawn or replaced at the sole discretion of the Group.

Last Amended: December 2019