

AMA GROUP

Whistleblower Policy

1. Introduction

AMA Group Limited, together with its controlled entities (AMA or Group) recognises the importance of identifying wrongdoing or conduct that is not consistent with AMA's corporate culture and values.

AMA is committed to the highest standards of conduct and ethical behaviour across its Group and promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

This Whistleblower Policy (Policy) applies to all Disclosers in relation to each entity within AMA.

2. Purpose

The purpose of this Policy is to support the internal governance framework of AMA. This Policy describes the ways in which Disclosers can confidently report any Reportable Conduct or suspected Reportable Conduct without fear of intimidation, disadvantage or reprisal. This Policy also outlines how AMA will respond to and investigate reports of Reportable Conduct or suspected Reportable Conduct.

This Policy is intended to ensure AMA's commitment to compliance with the applicable laws and practices relating to Whistleblowers and Reportable Conduct, including compliance with the Corporations Act 2001 (Cth).

3. Definitions

Discloser

A Discloser can be any current or former:

- director, senior executive, employee or officer of AMA;
- contractor (including sub-contractors and employees of contractors) of AMA;
- consultant or supplier of goods or services to AMA and their employees;
- associate of AMA; and
- relatives, dependents, spouses or dependents of a spouse of any of the above,

who makes, attempts to make, or intends to make, a disclosure of Reportable Conduct in accordance with this Policy.

Personnel

Personnel includes:

- all directors, senior executives, employees and officers of AMA;
- contractors (including sub-contractors) occupying permanent or part time fixed term contracts;
- consultants or suppliers of goods or services and their employees; or
- third parties including intermediaries and associated.

Personal Work-Related Grievances

Has the meaning as given in section 5.

Reportable Conduct

Reportable Conduct is conduct by any Personnel connected with AMA, which the Discloser reasonably believes is:

- any conduct that may cause AMA financial or non-financial loss or be otherwise detrimental to AMA's interests or damaging to AMA's reputation;
- unlawful or unsafe conduct, including not complying with legislation, regulation, codes, guidelines and other regulatory instruments;
- conduct that is in breach of AMA's Code of Conduct, or any other AMA policy;
- conduct that falls below established standards or practice;
- unethical or improper conduct, including dishonesty, fraud, corruption or bribery;
- conduct that is in breach of confidentiality obligations;
- suppression or concealment of any information;
- gross mismanagement or repeated instances of breach of administrative procedures; or
- any other misconduct or improper state of affairs or circumstances.

Reportable Conduct does not include Personal Work-Related Grievances or False Reporting.

4. Policy Statement

AMA is committed to a strong culture of corporate compliance and ethical behaviour.

AMA has zero tolerance for:

- willful breaches of its Code of Conduct (including fraud, corruption and bribery). AMA Personnel are expected to conduct themselves in a matter consistent with the Code of Conduct; and
- intentional material breaches (through action or unconscious action) of regulatory, or legislative requirements which threatens our licence to operate; and
- any form of discrimination or victimisation against a Discloser in accordance with this Policy.

AMA strongly encourages all Personnel who have witnessed, or know about, any Reportable Conduct or suspected Reportable Conduct to report this immediately. AMA, or its delegate, will investigate all reports and will deal with such reports seriously.

5. Matters This Policy Does Not Apply To

Personal Work-Related Grievances are not Reportable Conduct and, accordingly, are not covered under this Policy. This should be reported to your Manager or HR representative for review and appropriate action.

Personal Work-Related Grievances means a grievance about any matter in relation to the Discloser's employment, or former employment, having (or tending to have) implications for the Discloser personally. This includes:

- an interpersonal conflict between the Discloser and another employee;
- a decision relating to the engagement, transfer or promotion of the Discloser;
- a decision relating to the terms and conditions of engagement of the Discloser; and

- a decision to suspend or terminate the engagement of the Discloser, or otherwise to discipline the Discloser.

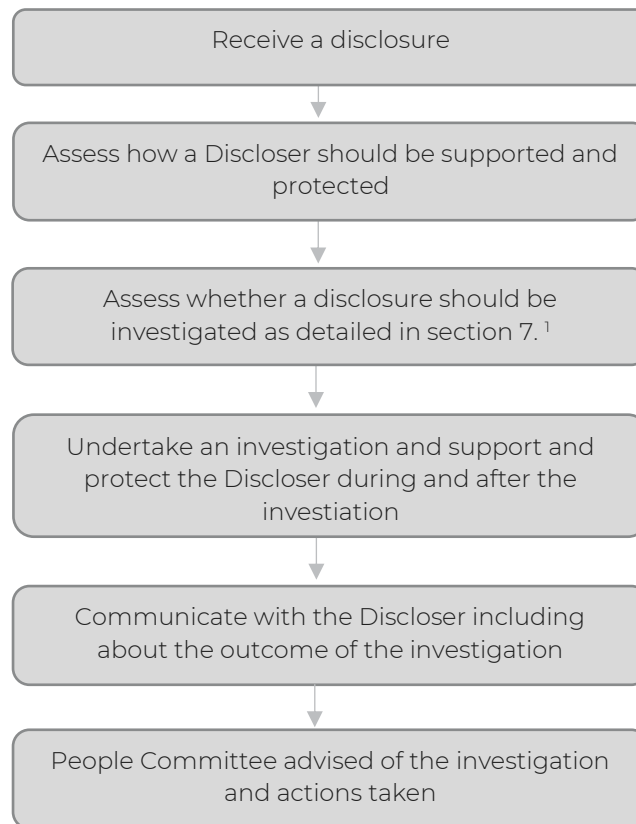
However, it does not include:

- any conduct that would be considered victimisation of an individual because they have made, may have made, or proposed to make a report under this Policy; or
- a matter that would have significant implications for any AMA entity.

AMA will treat all disclosures seriously and endeavour to protect anyone who raises concerns in line with this Policy. A Discloser can still qualify for protection under this Policy where their disclosure turns out to be incorrect. However, deliberate false or vexatious reports will not be tolerated. Deliberate false reports involve a Discloser reporting information they know to be untrue. It does not include situations where a Discloser reasonably suspects misconduct, but the suspicions are later determined to be unfounded. Anyone found making a deliberate false claim or report will be subject to disciplinary action, which could include dismissal.

6. Reporting Process

The process for reporting and handling any Reportable Conduct or suspected Reportable Conduct is set out below.



NOTES:

1. In the event that the disclosure relates to a director or senior executive, the Chair of the Board (or in the event the disclosure relates to the Chair of the Board, the Chair of the People Committee) shall be consulted during this assessment.
2. Where a disclosure relates to the conduct of any Personnel that may be party to the investigation process as outlined in section 7, the matter must be investigated with sufficient independence. Where necessary, this may involve engaging a member of AMA's Audit & Risk Committee.

All Disclosers are strongly encouraged to report any Reportable Conduct or suspected Reportable Conduct using the reporting mechanisms set out below.

Reporting matters of concern

Personnel should first report any matters of concern to their Manager or HR representative as appropriate. Where this is not appropriate or possible, or where the Personnel does not feel comfortable raising the matter with their Manager or HR representative, a report can be made to AMA's:

- Chief People Officer;
- Whistleblower Protection Officer; or
- appointed external whistleblowing service provider PKF Integrity (PKF).

Internal Whistleblower Protection Officer

The contact details of AMA's independent Whistleblower Protection Officer are:

Telephone: +61 3 7066 5000

Email: hotline@amagroupltd.com

Post: Whistleblower Protection Officer
Private & Confidential
PO Box 6311
Melbourne VIC 3004

External Whistleblowing Service

AMA has engaged PKF as an independent whistleblowing service provider authorised to directly receive disclosures. The PKF whistleblowing service can be contacted as follows:

Telephone: 1800 325 143

Email: amagroup hotline@pkf.com.au

Online: <https://www.pkftalkintegrity.com/?amag>

If a Discloser is unable to use any of the above reporting channels, a disclosure can be made to an eligible recipient within the Group. Eligible recipients in relation to an AMA entity are:

- Officers;
- Directors;
- Senior Managers; and
- an Auditor or member of an audit team conducting an audit.

When a report is made to an eligible recipient, the Discloser must first inform the eligible recipient that they wish to make a report under this Policy.

An eligible recipient may then either receive the disclosure or direct the Discloser to make the report to the Whistleblower Protection Officer or External Whistleblowing Service, if they consider it appropriate in the circumstances.

Confidentiality and anonymity

A report can be made anonymously. However, it may be difficult for AMA to properly investigate or take other action to address the matters disclosed in anonymous reports. In circumstances where the Discloser has not consented to the disclosure of their identify, the matter may be referred for investigation, but the investigator will be required to take all reasonable steps to reduce the risk that the Discloser will be identified as a result of the investigation.

7. Handling and Investigating Disclosures

AMA will assess each disclosure to determine:

- if proven, the matter would constitute Reportable Conduct, and
- whether a formal, in-depth investigation is required.

Investigating disclosures

Any disclosure that requires an investigation will be documented. The report will include information such as:

- a detailed description of the incident that outlines the facts, background information and key issues;
- date(s) or time period that the incident occurred or is likely to occur;
- whether the issue is a once-off incident or is ongoing; and
- any other information which is considered relevant.

Each disclosure will be acknowledged within a reasonable period after the disclosure is received (if the Discloser can be contacted, including through anonymous channels).

Information contained in reports and provided by Disclosers in the course of an investigation will be kept confidential, except as required by law or where disclosure is necessary to regulatory authorities, law enforcement agencies or professional advisors to AMA.

Investigation outcomes

Where investigations substantiate the disclosure, a suitable response and actions to address the matter must be implemented in a timely manner.

Findings from all investigations (whether substantiated or not) will be documented and reported to the AMA's People Committee, while preserving confidentiality.

AMA will endeavour to keep the Discloser properly informed of the outcome of the investigation of their report, subject to considerations of privacy and due process of those against whom allegations have been made and the customary confidentiality practices of AMA. If the Discloser is not an AMA employee, then the same feedback procedures will apply once the Discloser has agreed in writing to maintain confidentiality in relation to any information provided regarding their report.

An investigation can result in three outcomes:

1. Reportable Conduct proven

Where Reportable Conduct is proven:

- disciplinary action may be taken in accordance with the Group's performance management processes.

2. Reportable Conduct not proven but there is some doubt

Where an investigation into Reportable Conduct is inconclusive:

- further ongoing observation or investigation may be required; and
- a report will be prepared and AMA may decide upon further steps.

3. Reportable Conduct is not proven

Where an investigation into Reportable Conduct is not proven:

- all information and records will be handled and kept confidentially by the Chief People Officer; and
- an assessment will be made if the allegation was vexatious and further action

considered as appropriate.

8. Support and Protections Available to Disclosers

AMA will not take action against a Discloser, including disciplinary actions as a result of receiving a report of Reportable Conduct from the Discloser, provided that the Discloser has not themselves engaged in serious misconduct or illegal conduct.

Protections given to Disclosers

AMA is committed to endeavoring to protect:

- the identity of the Discloser who wishes to remain anonymous (where permitted by law); and
- the Discloser from any detriment, disadvantage or victimisation resulting from a report made in accordance with this Policy such as disciplinary action or sanctions, dismissal, demotion or adverse change in work duties.

It will be a breach of this Policy for any Personnel to subject a Discloser to any detriment, disadvantage or victimisation because the Personnel believes that the Discloser has made, may have made, proposes to make or could make a report under this Policy

Support for Disclosers

Support available for Disclosers includes:

- connecting the Discloser with access to the Employee Assistance Program;
- appointing an independent HR representative to deal with any ongoing concerns they may have; and
- connecting the Discloser with third party support such as Lifeline and Beyond Blue.

Ensuring fair treatment of persons mentioned in a disclosure

No action will be taken against Personnel who are implicated in a report under this Policy until an investigation has determined whether any allegations against them are substantiated. However, an employee or officer who is implicated may be temporarily stood down on full pay whilst an investigation is in process, or may be temporarily transferred to another office, department or workplace, if appropriate in the circumstances. Any such stand-down or temporary transfer may only continue for the duration of the investigation. If the investigation determines that the allegations are not substantiated, the employee or officer must be immediately reinstated to full duties.

Any disclosures that implicate Personnel must be kept confidential, even if the Discloser has consented to the disclosure of their identity and should only be disclosed to those persons who have a need to know the information for the proper performance of their functions under this Policy, or for the proper investigation of the report.

Personnel who are implicated in a disclosure have a right to be informed of the allegations against them and must be given an opportunity to respond to those allegations and provide additional information, if relevant, in the course of an investigation into those allegations (subject to the Discloser's right to anonymity).

Support available for persons implicated in a report under this Policy includes:

- connecting the person with access to the Employee Assistance Program;
- appointing an independent HR representative to deal with any ongoing concerns they may have; and
- connecting the person with third party support such as Lifeline and Beyond Blue.

9. Breach of this Policy

A breach of this Policy is regarded as a serious disciplinary matter and will be dealt with in accordance with the Code of Conduct or other relevant policies.

10. Policy access and training

This Policy will be made available to all Personnel via the following channels:

- posting the Policy on the staff intranet or other communication platform;
- posting the Policy on staff noticeboards, as appropriate;
- referencing the Policy in the Code of Conduct; and
- incorporating the Policy in any induction information packs and training for new starters.

Training may be provided periodically to those with whistleblowing responsibilities, such as Managers or designated contacts, to enable them to provide guidance to other AMA Personnel.

This Policy is also available on AMA's website.

11. Review

This Policy will be reviewed at least once every two years (or earlier if required) to determine its adequacy for current circumstances and make any appropriate amendments.

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Approved By	AMA Group Board	Maintained By	AMA Group Board