

## Safe to Speak Policy

*The Balmoral Australia Group (“Group”) comprises Balmoral Pastoral Investments Pty Ltd (“BPI”) and its subsidiary and related entities including Hamilton Island Enterprises Limited (“HIE”), Robert Oatley Vineyards Pty Ltd (“ROV”) and Balmoral Financial Investments Pty Ltd (“BFI”).*

## **1. Purpose**

The Balmoral Australia Group (the “Group”) is committed to the highest standards of conduct and ethical behaviour in all our business activities<sup>1</sup>. We actively promote and support a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

Our “Safe to Speak” policy refers to the act of raising concerns about potential, suspected or actual misconduct (“Misconduct”) within or against the Group and is a key element of our governance framework.

## **2. Applicability**

The Group’s employees, directors and other officers who have reasonable grounds to suspect that Misconduct has or is occurring must make a report. Anyone else who has similar suspicions is also encouraged to make a report. This category of persons includes past employees, directors and other officers, contractors, suppliers and their employees, associates as well as persons related to any of the above.

## **3. Misconduct**

Misconduct includes actions where you believe that those who conduct business dealings with or on behalf of the Group have engaged or attempted to engage in conduct which:

- is dishonest, fraudulent or corrupt, including bribery;
- is an illegal activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property, breach of competition and consumer law or any other breaches of state, federal or local laws and regulations applicable to the Group);
- represents a danger to the public;
- is in breach of the Group’s Ethical Dealing Principles;
- is potentially damaging to the Group, a team member or a third party (such as unsafe work practices, environmental damage, health risks or abuse of Group property or resources);
- may cause financial loss to the Group or damage its reputation or be otherwise detrimental to Group interests; or
- concerns any other kind of serious misconduct or an improper state of affairs or circumstances.

It is important to note that Misconduct generally does not include personal work-related grievances, as described in Section 4 below.

Please note that in making reports of Misconduct you must honestly believe that the information you are disclosing is true. There are no adverse consequences if the information turns out to be incorrect, but you must not make a report that you know is not true or that is misleading.

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<sup>1</sup> Refer to the Group’s *Ethical Dealing Principles*

#### **4. Personal work-related grievances**

Personal work-related grievances are issues in relation to your employment within the Group that have implications for you personally (i.e. matters solely related to your personal employment) and are **not** within the scope of this policy.

Examples of personal work-related grievances include:

- a conflict between you and another employee;
- a decision relating to your promotion or transfer; or
- a decision relating to the termination of your employment.

Personal work related grievances should be raised directly with your Manager, a General Manager or Human Resources/PC&D.

#### **5. Reporting**

At any time before you raise a concern, you can obtain more information about this policy, how it works and the legal protections available to you by contacting one of the Disclosure Officers listed below.

<b>Name</b>	<b>Title</b>	<b>Email</b>
<b>Rebecca Tomkins</b>	Chief Disclosure Officer (Balmoral Group)	rtomkins@balmoralaustralia.com
<b>Sharon Clark</b>	Disclosure Officer (Balmoral)	sclark@balmoralaustralia.com
<b>Sherri Meade</b>	Disclosure Officer (Hamilton Island)	smeade@hamiltonisland.com.au
<b>Fiona Dart</b>	Disclosure Officer (Robert Oatley Vineyards)	<a href="mailto:fdart@oatleywines.com.au">fdart@oatleywines.com.au</a>

Reports may also be made by post c/- Rebecca Tomkins at Level 3, 100 Pacific Highway, St Leonards, NSW 2065 and marked “Confidential.”

You can also report a matter by accessing the secure Whispli Safe to Speak website, <https://balmoralaustaliagroup.whispli.com/safetospeak>.

#### **6. Anonymity**

A written report may be submitted anonymously if you do not wish to disclose your identity.

You also have the option of providing your personal details on the Whispli website. If you elect to remain anonymous, the Whispli Safe to Speak website follows strict protocols regarding confidentiality as set out in section 8. In these instances, your identity will not be disclosed to the Group and your report will remain anonymous.

You are encouraged to provide your name as it will make it easier for us to address your disclosure. For example, the context in which you may have observed Misconduct is likely to be useful information and we may seek more information to assist with an investigation. If you do not provide your name, the investigation will still be conducted as best as possible in the circumstances and you will still be protected in accordance with this policy.

However, please be aware that an investigation may not be possible unless sufficient information is provided and it may be difficult to offer you the same level of practical support if we do not know your identity.

## **7. Investigation of Misconduct**

Matters raised under this Policy will be received and treated seriously and with the utmost sensitivity. All matters will be dealt with fairly and objectively, in a timely manner and in accordance with relevant procedures.

While making a report does not guarantee that the matter will be formally investigated, all reports will be assessed and a decision made as to whether they should be investigated in accordance with this Policy. As and when appropriate, reports will be notified to the Board of Directors of the Group.

The Group's response to a report will vary depending on the nature of the report (including the amount of information provided).

Reports alleging Misconduct will be assessed to determine:

- if and how they should be investigated in accordance with this Policy; and
- whether the Misconduct is of a serious nature, in particular if it involves conduct involving senior management and/or significant financial matters.

The Chief Disclosure Officer (or his delegate) must immediately notify the Chairman of the Board of Directors of all reports of Misconduct.

In all cases:

- The Board of Directors will be provided with details of all reported protected disclosures and will confirm the proposed way forward;
- Employees and others will be expected to cooperate fully with any investigation;
- The Chief Disclosure Officer may investigate the matter directly or may appoint an Investigation Officer to investigate the matter, other than in matters involving breaches of the Corporations Act where particular processes apply;
- Individuals to whom the disclosure relates will be informed of the allegation at an appropriate time and will be given a chance to respond to the allegations made against them, unless the Chief Disclosure Officer considers there are valid confidentiality or other reasons not to do so;
- Once a matter has been concluded, the Board of Directors will be notified of the outcome of the investigation and the proposed actions (if any) to be taken; and
- Where the Group considers it appropriate to do so, we will provide feedback to you regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made).

## **8. Protection of those who speak up**

The Group will protect and respect the rights of persons who make reports under this policy and ensure anyone who makes a report based on reasonable grounds is treated fairly and does not suffer any disadvantage.

### **a) Protecting your identity**

The Group will protect the identity of people who speak up and make a report. If you speak up, your identity (and any information we have which your disclosure could be used to identify you) will only be disclosed if you give your consent to disclose that information or the disclosure is allowed or required by law.

Your concerns will be overseen and investigated by suitably qualified personnel. Files and records created as a result of the investigation will be stored in a secure and confidential manner.

### **b) Protection from detriment**

We will take appropriate action to protect you from detrimental treatment where any such detrimental treatment is identified from a report you have made under this policy. If you believe that you have been subjected to detrimental treatment because you made a report under this policy, you should inform any Disclosure Officer immediately.

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report.

## **9. Outcome of investigations and reporting procedures**

At the end of an investigation, the Investigation Officer or Disclosure Officer must submit a report to the Chief Disclosure Officer. This report will be the property of the Group.

Where an investigation identifies a breach of the Group's Ethical Dealing Principles or other internal policies or procedures, appropriate disciplinary action may be taken. This may include, but is not limited to, terminating or suspending the employment or engagement of the person(s) involved in the Misconduct. If the report finds a suspected or actual breach of the law, the matter will be referred to the relevant legal authority.

## **10. This Policy and the Law**

This Safe to Speak policy outlines Group policy in relation to individuals raising concerns about potential, suspected or actual Misconduct within or against the Group.

Whistleblower rights and legal protections also exist under the Australian Corporations Act and Tax Act ("the Law").

For an individual to benefit from protections available under the Law, he or she **must**:

- meet the criteria of an eligible whistleblower; and

- make a protected disclosure.

Guidance for individuals with respect to the Law is available from the Australian Securities & Investments Commission (“ASIC”)<sup>2</sup>. Under the Law, disclosures of information to legal practitioners in order to obtain legal advice or legal representation in relation to the whistleblower provisions are also protected disclosures.

### **11. Reporting procedures and review of Policy**

The Chief Disclosure Officer will be responsible for preparing periodic reports on the number and type of Safe to Speak incident reports. These reports will be tabled at Board meetings.

This policy will be periodically reviewed and updated. Individuals who have roles under this policy receive training on discharging their responsibilities and will be advised of any changes to this policy and their responsibilities as required.

### **12. Relationship to other policies**

This policy should be read in conjunction with the following Group policies:

- Ethical Dealing Principles; and
- Code of Conduct.

Approved by the by the Board of Directors of Balmoral Pastoral Investments Pty Ltd  
6 October 2020.

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<sup>2</sup> <https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/whistleblower-rights-and-protections/>