

## **Whistleblower Policy**

### **Purpose**

Mondiale VGL is committed to the protection of individuals who report instances or allegations of illegal or unethical behaviour occurring within Mondiale VGL in good faith. This Whistleblower Policy and Procedure (“Policy & Procedure”) describes how that commitment is implemented.

This Policy & Procedure is an integral part of Mondiale VGL’s compliance program and, in particular, supports the operation and enforcement of its Code of Conduct. Its aim is to encourage the reporting of wrongdoing which may be unlawful or which may expose Mondiale VGL to financial loss, prosecution by a regulatory body or other damage, such as reputational damage, by setting out a procedure for making disclosures of Improper Conduct which include protections for Whistleblowers from Detrimental Conduct.

### **Scope**

Mondiale VGL is committed to making this Policy & Procedure available for activities of concern held by the following:

- All employees and Directors of Mondiale VGL, whether full-time, part-time or casual, at any level of seniority and wherever employed.
- Employees or principals of organisations which have a commercial relationship with Mondiale VGL as customers, suppliers, advisers, agents or otherwise;
- Consumers or resellers of Mondiale VGL products or services; or
- Any other person who is an eligible whistleblower in accordance with applicable legislation.

Employees are reminded that the terms of their employment include an obligation to ensure that they behave ethically and act in accordance with the law and Mondiale VGL policies and procedures including the Code of Conduct at all times.

### **Definitions**

#### **Whistleblower**

A whistleblower for the purposes of this Policy and Procedure is an individual who is, or has been, any of the following:

- an officer or associate of Mondiale VGL or any of its related bodies corporate;
- an employee of Mondiale VGL or any of its related bodies corporate;
- an individual who supplies services or goods to Mondiale VGL (whether paid or unpaid);
- an employee of a person that supplies services or goods to Mondiale VGL (whether paid or unpaid);
- a relative or dependent of an individual referred to above; or
- an individual who is otherwise an eligible whistleblower as defined under the *Corporations Act 2001*.

#### **Improper Conduct**

Improper Conduct means:

- Corrupt, fraudulent or other unlawful conduct or activity;
- A substantial mismanagement of Mondiale VGL resources;
- Conduct involving substantial risk to public health or safety; or
- Conduct involving substantial risk to the environment.

Conduct and activities that may be regarded Improper Conduct within the meaning of this Policy include:

- criminal activity;
- miscarriages of justice;
- danger to health and safety;
- danger to the public or the financial system;
- damage to the environment;
- failure to comply with any legal or professional obligation or regulatory requirements;
- bribery;
- corruption;
- financial fraud or mismanagement;
- tax evasion;
- negligence;
- the deliberate concealment of any of the above matters.

Matters that do not constitute Improper Conduct within the meaning of the Policy may alternatively be reported to the following reporting lines as appropriate:

- [safety@mondialevgl.com](mailto:safety@mondialevgl.com)
- [fraud@mondialevgl.com](mailto:fraud@mondialevgl.com)
- [bullying@mondialevgl.com](mailto:bullying@mondialevgl.com)

### **Detrimental Conduct**

Detrimental Conduct means any conduct which causes or threatens to cause a detriment to a Whistleblower in connection with the actual or proposed disclosure of Improper Conduct, and includes (among other things):

- dismissal of an employee;
- injury of an employee in his or her employment;
- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees of the same employer;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person's property;
- damage to a person's reputation;
- damage to a person's business or financial position; or
- any other damage to a person.

A "threat" to cause detriment includes an express or implied threat, and a conditional or unconditional threat.

### **Procedure for disclosing Improper Conduct or Detrimental Conduct**

Disclosures of Improper Conduct or Detrimental Conduct by any person should be made to Whistleblower Protection Officer (WPO) in the first instance.

The WPO has been designated responsibility to receive any disclosures of Improper Conduct and to coordinate any subsequent investigations into such disclosures in a manner consistent with this Policy & Procedure and any applicable laws.

In the discharge of this responsibility, the WPO is also responsible for ensuring the protection of employees (and others) who have made, in good faith, a disclosure of Improper Conduct and to ensure such persons are not subject to any Detrimental Conduct as a consequence.

Any correspondence, phone calls or emails received by any employee or officer from an internal or external recipient which may be regarded to contain allegations of Improper Conduct should be referred to the WPO in the first instance, and should not be disclosed or otherwise shared with any other person unless directed by the WPO.

The WPO may be contacted confidentially at: [whistleblowerprotectionofficer@mondialevgl.com](mailto:whistleblowerprotectionofficer@mondialevgl.com)

## **FairCall**

If a Whistleblower is not comfortable disclosing Improper Conduct or Detrimental Conduct to WPO, the Whistleblower may make the disclosure to the “FairCall” hotline, which is operated externally, securely and confidentially by KPMG.

A disclosure to FairCall may be provided on an anonymous basis, or on the basis that the Whistleblower’s identity is disclosed to KPMG only and kept confidential from Mondiale VGL, but it would assist in any subsequent investigation of the Disclosure if the identity of the individual is disclosed at the time of making the Disclosure. All Disclosures to FairCall will be notified to Mondiale VGL but otherwise will be maintained confidentially and securely by an appropriately qualified employee of KPMG at all times.

[FairCall](#) may be contacted online or at:

Australia - 1800 500 965  
North America - 1866 8849 435  
United Kingdom - 0808 234 7091  
Singapore - 800 616 1955  
USA - 18668 849 435  
Germany - 0800 180 2444  
China - North 10800 6500620  
China - South 10800 2652593  
New Zealand - 0800 100 526

## **Confidentiality**

For the protection of the Whistleblower and in order to maintain the integrity of any investigation into a disclosure of Improper Conduct, all disclosures of Improper Conduct will be treated as strictly confidential.

Mondiale VGL will not disclose:

- a) Any information provided by a Whistleblower; or
- b) The Whistleblower’s identity, or any information that could lead to a Whistleblower’s identity being revealed, to any person who does not have a relevant need to know without the consent of the Whistleblower (unless Mondiale VGL is obliged or permitted to disclose that information by law or where there is a real risk of damage, injury, loss or a safety concern arises in connection with the health or wellbeing of any person).

## **Investigation disclosures of Improper Conduct**

Investigations into disclosures of Improper Conduct will be conducted by the WPO or by an appropriate person appointed by the Chairperson of the Mondiale VGL board for this purpose.

In the interests of objectivity and the perception of objectivity, the WPO may (but is not required to) engage an external investigator in relation to an investigation, particularly where the investigation concerns allegations of serious Improper Conduct.

The WPO or appointed investigator will then conduct an investigation into the Improper Conduct. The objective of such an investigation is to locate evidence that either substantiates or refutes the claims made in the report.

All investigations will be conducted in accordance with the principles of “natural justice”. This means that investigations will be conducted without bias and all parties will be given adequate notice of meetings to discuss the issues raised and have time to prepare. All parties will be given the opportunity to be heard and will have the right to representation.

If the WPO is satisfied that the Improper Conduct has occurred, the WPO will make a recommendation, depending on the circumstances of the Improper Conduct, to either the Chief Executive Officer or the Chairperson of the Mondiale VGL board as to the action that should be taken.

If the WPO is not satisfied that the Improper Conduct has occurred, the WPO will provide a report of the findings of the investigation, depending on the circumstances of the Improper Conduct, to either the National Human Resources Officer, the Chief Executive Officer or Chairperson of the Mondiale VGL board of directors as appropriate, who may take any action that may be regarded appropriate in the circumstances.

### **Managing the welfare of individuals involved in a disclosure**

#### **Commitment to protecting Whistleblowers**

Mondiale VGL is committed to the protection of Whistleblowers against any Detrimental Conduct taken in reprisal for the making of a disclosure of Improper Conduct.

If a Whistleblower believes that they have been subject to detrimental conduct, then they should report the matter to the National Human Resources Manager, Chief Executive Officer or a Mondiale VGL Executive Director.

Mondiale VGL employees and officers also have a responsibility concerning the welfare of a Whistleblower. All Mondiale VGL employees and officers must refrain from any activity that is, or could be perceived to be, Detrimental Conduct knowingly taken against a person involved in the disclosure of Improper Conduct.

Disciplinary action may be taken against any employee found to be engaged in any Detrimental Conduct against a Whistleblower including, depending on the severity of the action, instant dismissal. All Mondiale VGL employees must take all reasonable steps to attempt to maintain the confidentiality of a person they know or suspect to have a disclosure of Improper Conduct.

#### **Keeping the Whistleblower informed**

Where the identity of the Whistleblower is known, Mondiale VGL will ensure that the Whistleblower is kept reasonably informed of the actions taken in relation to a disclosure of Improper Conduct wherever appropriate and practicable.

#### **False reporting by a person purporting to be a Whistleblower**

Where it is shown that a person purporting to be a Whistleblower has made malicious, false or vexatious allegations of Improper Conduct, then that conduct itself should be considered a serious matter and render the person concerned subject to disciplinary proceedings which may include demotion, suspension or termination of employment. However, no action will be taken against an employee who makes a disclosure of Improper Conduct in good faith which cannot be substantiated in a subsequent investigation.

### **Implementation and Review of this Policy and Procedure**

This Whistleblower Policy & Procedure will be reviewed at least every 2 years. A report will be made to the Board of the outcome of each review including any recommended changes. The review must also address generally the efficiency of the Policy & Procedure. In particular, it must consider the fairness of investigations undertaken, the actual consequences of making disclosures for people who contact the Disclosure Coordinators at FairCall, the performance of the Mondiale VGL Disclosure contacts and compliance with this Policy & Procedure generally.

This Whistleblower Policy & Procedure will be available on Mondiale VGL's intranet and printed copy will be available on request. All Mondiale VGL employees will be reminded of this Whistleblower Policy & Procedure at least annually as part of its periodic policy refresher training.

This Whistleblower Policy & Procedure will also be made available for the reference of other stakeholders on the Mondiale VGL website.