

## 1. Policy Statement

- 1.1 IMDEX Limited and its subsidiaries (**IMDEX**) endeavour to maintain high standards of corporate governance and ethical conduct across its operations globally. IMDEX's Code of Conduct (**Code**) and other policies have been developed to align with such standards.
- 1.2 If you think a behaviour breaches the IMDEX Code, policies or any laws, you have a responsibility to 'Speak Up'. Speaking Up helps us to strengthen IMDEX systems, improve our operations and engagement with others, and keep people safe.
- 1.3 This Speak Up Policy (**Policy**):
  - encourages you to report actual or suspected issues;
  - provides guidance on what should be reported;
  - sets out:
    - when you will be protected for Speaking Up about misconduct;
    - how to report issues confidentially and, if preferred, anonymously; and
    - how IMDEX will manage reports.
  - explains the protections that may be provided to you if you Speak Up, including your right to non-retaliation.
- 1.4 This Policy is available in the Corporate Governance section of our website: [www.imdexlimited.com](http://www.imdexlimited.com).

## 2. Who does this Policy apply to?

- 2.1 Anyone with information about a matter pertaining to IMDEX may Speak Up, including, but not limited to:
  - all current and former employees (including permanent, part-time, fixed-term and temporary employees, interns and secondees), officers;
  - associates of IMDEX;
  - any suppliers of goods and services to IMDEX (whether paid or unpaid) or any of their employees (for example, contractors, consultants, service providers and business partners); and
  - any parent, grandparent, child, grandchild, sibling, spouse or dependent of any of those people.

**We encourage you to contact IMDEX's Speak Up Protection Officer, the IMDEX General Counsel, if you have any questions about making a report or this Policy generally.**

**In some cases, you may wish to obtain independent legal advice:**

- **before making an external report; or**
- **if you feel you have suffered detriment because you made a report, including if you wish to seek compensation or remedies in court for potentially detrimental conduct or a failure to protect your identity).**

**That communication with your legal adviser will also be protected under the Australian laws (irrespective of the outcome of that advice).**

2.2 Where this Policy refers to internal procedures, responsibilities and accountabilities, these apply to all directors, officers, contractors and employees of IMDEX (**Company Personnel**). All officers, employees and contractors of IMDEX, wherever they are based, must comply with this Policy.

### 3. Accountabilities

If you are:	You are responsible for:
<b>Executive Management</b>	<ul style="list-style-type: none"> <li>• Providing and maintaining Speak Up channels.</li> <li>• Ensuring all reports are handled in line with this Policy.</li> </ul>
<b>Regional General Managers</b>	<ul style="list-style-type: none"> <li>• Ensuring your staff are aware of this Policy and the reporting system.</li> <li>• Displaying the appropriate marketing material on group notice boards.</li> <li>• Ensuring all staff have access to the Speak Up channels.</li> </ul>
<b>Managers / Supervisors</b>	<ul style="list-style-type: none"> <li>• Ensuring all staff are aware of this Policy and the reporting system.</li> </ul>
<b>Company Personnel</b>	<ul style="list-style-type: none"> <li>• Ensuring you are aware of and familiar with the Policy and the reporting system.</li> </ul>

### 4. Endorsement

This Policy is administered by the IMDEX General Counsel and has been endorsed by:

Audit, Risk & Compliance Committee	December 2021
Chief Executive Officer	December 2021

### 5. Speaking Up

5.1 In order for us to ensure we are doing business in an ethical, honest and compliant manner, it is essential that you ask questions, query and report any actual or suspected misconduct, fraud, dishonesty, unethical or unacceptable behaviour, corruption, deception or other breaches of IMDEX policies and/or laws (including breaches or suspected breaches of the tax law or misconduct in relation to IMDEX’s tax affairs). You don’t need to be directly affected by an issue to raise it.

5.2 To this end, IMDEX encourages you to Speak Up, without fear of victimisation. IMDEX assures you that such matters will be:

- treated respectfully and confidentially;
- resolved without any reprisal, victimisation or retribution; and
- resolved without exposing you to civil, criminal, contractual or administrative liability simply because you made a report (collectively, **Protections**).

5.3 For clarity:

- the Protections will apply, regardless of whether the matter reported has been substantiated, or subsequently reported to an external authority;
- the Protections do not grant you immunity from civil, criminal, contractual or administrative liability for misconduct.

## 6. What to report?

**We encourage people to make reports about a broad range of matters. Whilst not all matters will qualify for protection under whistleblower laws, we will treat all reports made under this Policy in the same way. However, reports cannot be made under this Policy relating solely to personal work-related grievances.**

**To be protected under the whistleblower laws, you must make an eligible report and must have reasonable grounds for making it. In certain jurisdictions you can still qualify for protection if your report turns out to be incorrect, but you will not be protected if you make a deliberately false report.**

- 6.1 Reports do not have to be about breaking the law. Eligible reports can be made where you have reasonable grounds to suspect misconduct or an improper state of affairs or circumstances relating to IMDEX and its operations.
- 6.2 The following are examples of behaviours which should be reported:
- conduct that amounts to a serious criminal offence (for example, punishment by more than 12 months imprisonment) or contravention of corporate laws;
  - improper, unethical or dishonest conduct, such as misuse of company assets, conflicts of interest or abuse of authority;
  - illegal conduct, such as fraud, theft, corruption, bribery, criminal damage to property or breaches of work health and safety laws;
  - negligence, default, breach of trust and breach of duty;
  - an activity that poses a significant risk to public safety, people, property, operations or the environment (irrespective of whether it involves a breach of law);
  - any conduct that may indicate a systemic issue in relation to IMDEX;
  - any business behaviours and practices that may cause consumer harm;
  - conduct that represents a danger to the public or the financial system;
  - conduct that represents a significant risk to stability of or confidence in the financial system (irrespective of whether it involves a breach of law);
  - conduct that is damaging to IMDEX's financial position or reputation;
  - a breach of the IMDEX Code of Conduct, Supplier Code of Conduct, Anti-Bribery and Corruption Policy or Trade and Economic Sanction Policy;
  - unsafe work practices or other alleged breaches of the Health, Safety and Environment Policy;
  - inappropriate use of IMDEX Information Communication Technology (ICT) systems;
  - disclosure of confidential information;
  - inappropriate gifts and hospitality;
  - misuse of drugs and alcohol in the workplace;
  - bullying, victimisation, discrimination and harassment;
  - engaging in or threatening to engage in detrimental conduct against a person who has made a report or is believed or suspected to have made, or be planning to make, a report;
  - allegations of irregular use of IMDEX funds or assets;
  - alleged misappropriation of finances or non-compliance with tax reporting or related obligations;

- alleged breach of other company policy and procedures;
- undertaking unauthorised secondary employment; and
- theft of IMDEX property and resources.

6.3 IMDEX relies on its personnel and Speak Up disclosures to help maintain the integrity of business operations. It is expected that any person who becomes aware of inappropriate behaviours will make a report.

6.4 Personal work-related grievances are not covered under this Policy and do not qualify for protection under the Australian whistleblower laws unless they also relate to any detriment or threat of detriment (as explained in section 10 of this Policy) to you. These grievances should be reported to your manager or Human Resources representative in accordance with the Grievance and Dispute Policy.

6.5 A personal work-related grievance is a grievance about any matter in relation to your employment, or former employment, having (or tending to have) implications only for you personally. This includes:

- an interpersonal conflict between you and another employee;
- a decision relating to your employment, transfer or promotion of the discloser;
- a decision relating to your employment terms and conditions; and
- a decision to warn you or suspend or terminate your employment.

However, it does not include any conduct that would:

- be considered victimisation of an individual because they have made, may have made, or propose to make a report under this Policy;
- have significant implications for IMDEX;
- amount to a breach of employment or other laws punishable by imprisonment for a period of 12 months or more; or
- be a 'mixed' report – meaning it includes information indicating other misconduct beyond your personal circumstances (for example, widespread bullying or harassment).

If you are unsure, IMDEX encourages you to make your report under this Policy.

## 7. Making a report

7.1 In the first instance, you are encouraged to report any matters of concern directly to your manager or supervisor, or another senior manager whom you trust.

7.2 Where direct reporting is not appropriate (for example, you do not feel comfortable discussing the matter with a manager or supervisor, or you have made an internal report but feel it has not been resolved within a reasonable time), you can report confidentially to:

- any IMDEX director, officer or senior manager; or
- if preferred, anonymously through our online reporting platform, Speeki.

7.3 Speeki is multilingual and can be accessed anytime from any mobile or device using either the mobile app or the web portal. See the Speeki Guide for guidance on how to make a report through Speeki.

7.4 You can also communicate your concern directly to any of the following contacts:

How do you want to report?	Details
Telephone	<p><b>Speak Up Protection Officer (General Counsel), Chief Executive Officer, Chair of the Audit Risk and Compliance Committee or Chair of the Board</b></p> <p>+61 (0) 8 9445 4000</p> <p><b>Auditor, Deloitte</b></p> <p>+61 8 9365 7000</p>
Email	<p><a href="mailto:compliance@imdexlimited.com">compliance@imdexlimited.com</a></p> <p>This email address is monitored by IMDEX Legal.</p> <p>If you make a report from or to an IMDEX email address, your email may be accessed by certain people within our IT department in accordance with IMDEX’s policies. If you are concerned about those limited circumstances in which your email might be accessed, you may prefer to Speak Up verbally or by mail.</p>
Mail	<p>Address to “Speak Up Protection Officer”</p> <p>PO Box 1262</p> <p>Osborne Park</p> <p>Western Australia 6916 Australia</p>

7.5 In the case of breaches or suspected breaches of the tax law or misconduct in relation to IMDEX’s tax affairs, you may also report to an auditor, or a member of an audit team conducting an audit, or a registered tax agent who provides tax agent services, to IMDEX by emailing [imdex.onetax@imdexlimited.com](mailto:imdex.onetax@imdexlimited.com).

Please note: You may use the above methods and choose not to provide any identification details and you may still qualify for protection under applicable whistleblower laws. If you choose to make an anonymous report, this may limit our ability to update you on the reported matter.

## 8. Managing a report

8.1 IMDEX handles any reports made to it under this Policy to protect disclosers.

8.2 Each reported matter will be handled on a case by case basis and consequences will depend on the situation and context. Consequences for reported matters and/or breaches of our policies may include:

- mediation;
- referral to a regulatory authority;
- seeking legal advice; or
- disciplinary action such as suspension and/or termination of employment.

8.3 Unless you specifically agree otherwise when you make your report, your profile name and contact details will not be shared with IMDEX, however information about your location and your relationship with IMDEX (for example, whether you are a current or former employee or contractor) will be shared.

### Identity protections

8.4 If you make a protected report, it is illegal for anyone to identify you or disclose any information that is likely to lead to you being identified, unless:

- any disclosure of information does not include your identity and is reasonably necessary to investigate your report (but all reasonable steps must be taken to reduce the risk that you will be identified from the information);
- it is necessary to obtain legal advice about your report and the whistleblower laws, in which case, we can pass the information on to our lawyer;
- we are required to disclose the information to Police, Regulatory or Taxation organisations, if the report concerns IMDEX's tax affairs or the tax affairs of an associate of IMDEX; or
- you consent to that disclosure.

### **Confidentiality and secure record keeping**

- 8.5 Subject to the exceptions noted under “Identity protections” above or otherwise by law, the identity of the discloser (or information that is likely to lead to their identity becoming known) must be kept confidential at all times during and after the investigation (including in any reporting to the Board or to any persons affected). All persons responsible for or involved in an investigation must take all reasonable steps to reduce the risk that a discloser will be identified.
- 8.6 IMDEX will keep your identity and your report confidential and secure by:
- obscuring your name and identifying features from any internal reporting about your report (unless you agree for your identity to be known);
  - limiting access to all paper and electronic documents and materials to those directly involved in managing and investigating your report; and
  - ensuring that anyone who is involved in handling and investigating your report is aware of the confidentiality requirements.

## **9. Investigating a report**

When you make a report under this Policy, your report will typically be investigated as follows and by maintaining confidentiality in accordance with this Policy.

- 9.1 If you submit a report, including to Speeki, it will be assigned to:
- the Speak Up Protection Officer; or
  - if the report is about the Speak Up Protection Officer, to an appropriate IMDEX delegate, **(Case Owner)**.
- 9.2 The Case Owner will determine whether your report is covered by this Policy and, if so, the Case Owner will be responsible for the overall management and investigation of the incident described in your report.
- 9.3 The Case Owner will appoint an investigator with no personal interest in the matter to conduct an investigation. If required, an external investigator will be appointed to ensure the investigation is handled fairly and independently or where specialist skills or expertise are necessary. The Case Owner may delegate investigation tasks to relevant individuals (Investigator/s) depending on the subject of your report. For example, depending on the personnel involved, a report about petty cash handling may be referred by the Case Owner to the Regional Finance Manager and/or a member of the Deloitte audit team to investigate.
- 9.4 The Case Owner and the Investigator/s (if applicable) will investigate the report. The investigation will be conducted in an objective and fair manner, ensuring that any employee who is mentioned in the report has an opportunity to respond to the allegations prior to any adverse findings being made against them. Those employees are also entitled to access IMDEX's support services.

- 9.5 If you can be contacted about your report, we will give you regular updates on the status of the investigation as appropriate, with the frequency and timing of such updates depending on the nature of your report. The Case Owner may contact you (including through the Speeki chat function) if they require further information.
- 9.6 IMDEX will aim to conclude the investigations within six months of receiving your report. But that time may vary depending on the nature of your report.
- 9.7 The outcome of the investigation will be reported to the Board (protecting your identity, if applicable) and may, if considered appropriate, be shared with you and any persons affected.

**We encourage you to raise any concerns you have about the investigation of your report, your treatment or any aspects of this Policy with the Speak Up Protection Officer or the person to whom you made your report, and we will consider whether any further steps need to be taken.**

## 10. Protection from detriment

- 10.1 IMDEX is committed to protecting people who make reports under this Policy.
- 10.2 Any person who reports a concern under this Policy will be treated with respect, and the disclosure will in no way have a detrimental effect on their position (or possible future promotion) within IMDEX.
- 10.3 No-one at IMDEX (including any officers, employees or contractors) may cause or threaten any detriment to any person because they think a report has been or might be made under this Policy. Detriment includes, but is not limited to, the following:
  - dismissal;
  - demotion;
  - harm or injury, including psychological harm;
  - alternation of position or duties;
  - damage to property;
  - damage to reputation;
  - damage to business or financial position;
  - any form of bullying or harassment, including being threatened;
  - discrimination; or
  - current or future bias.

However, IMDEX is entitled to take steps that:

- are reasonably necessary to protect you from detriment (for example, moving you to another office to protect you from detriment if you have made a report about your immediate work area); or
  - relate to managing unsatisfactory work performance in line with IMDEX's performance management framework.
- 10.4 You will also be protected from any of the following in relation to your report:
    - civil liability – for example, any legal action against you for breach of an employment contract, duty of confidentiality or another contractual obligation;
    - criminal liability – for example, prosecution for unlawfully releasing information or otherwise using your report against you in a prosecution (other than for making a deliberately false report); and

- administrative liability – for example, disciplinary action for making a report.

However, you may be liable for any personal misconduct revealed by your report.

10.5 You may seek compensation and other remedies through the courts if:

- you suffer loss, damage or injury because of a report; and
- IMDEX failed to take reasonable precautions and exercise due diligence to prevent detrimental conduct.

10.6 IMDEX has in place processes for protecting, supporting and monitoring the welfare of anyone who makes a report. This includes risk assessment of any potential detriment, work adjustment considerations and support services such as stress management strategies which may include counselling.

## 11. Board reporting

11.1 The Speak Up Protection Officer must provide the Board or its delegated committee at least quarterly reports on Speak Up matters, including information on:

- the number and nature of reports made in the last quarter;
- how reports were made;
- the status of any investigations underway;
- the outcomes of completed investigations and actions taken; and
- the timeframes for responding and investigating reports.

11.2 The Board or its delegated committee will also be immediately informed of any material incidents reported under this Policy, including any information that may be materially price sensitive in accordance with IMDEX's Continuous Disclosure Policy.

## 12. Training

12.1 Our Speak Up Protection Officer and all eligible recipients of reports must attend compulsory training organised by IMDEX on responding appropriately to reports made under this Policy.

12.2 Our employees must attend compulsory training on our Speak Up program which will include information on how to make a report, what the report can be about, to whom a report can be made, the protections and support available and when further information or independent legal advice might be sought.

## 13. How this Policy interacts with whistleblower laws

13.1 By making a report in accordance with this Policy, you may be protected under the whistleblower laws if the type of matter you disclose is protected by those laws.

13.2 While this Policy principally deals with internal reports, the protections afforded by applicable whistleblower laws (for example, identity protection and protection against detriment) also include some types of reports made to external parties, such as:

- legal representatives, to obtain advice or representation about the whistleblower laws;
- Members of parliament or journalists, where you have reasonable grounds to believe that making the further report would be in the public interest or the information concerns a substantial and imminent danger to the health or safety to one or more persons or to the natural environment, but only where a previous report has been made to either the applicable regulators as well as IMDEX in certain circumstances. It is important you understand strict

criteria apply and we recommend you obtain legal advice before making a report to one of these people.

For more information about the Australian whistleblower laws see the information available on the ASIC website (including Information Sheet 239 *How ASIC handles whistleblower reports*) and the ATO website.

- 13.3 If you are an IMDEX officer, employee or contractor based outside Australia, you may also have protections and obligations under the whistleblower laws in the country in which you are based.

## 14. Non-compliance with this Policy

- 14.1 Any breach of this Policy by an officer, employee or contractor will be taken seriously by IMDEX and may be the subject of a separate investigation and/or disciplinary action.
- 14.2 A breach of this Policy may also amount to a civil or criminal contravention under the applicable whistleblower laws, giving rise to significant penalties.
- 14.3 We encourage you to raise any concerns about non-compliance with this Policy with the Speak Up Protection Officer in the first instance. You can also lodge any concerns to the applicable corporate regulator for investigation.

## 15. Review of this Policy

- 15.1 This Policy will be reviewed annually to ensure its continued effectiveness. If you have any concerns regarding this Policy, please contact the Speak Up Protection Officer on phone: +61 8 9445 4010 or email: [compliance@imdexlimited.com](mailto:compliance@imdexlimited.com).
- 15.2 IMDEX General Counsel is authorised to make administrative and non-material amendments to this Policy provided that any such amendments are notified to the Board or its delegated committee at or before its next meeting.