POLICY

Whistleblower Policy

Purpose

Schlam Payload is committed to sustaining a safe, ethical and legally compliant working environment and conducting business fairly, honestly and respectfully in line with the Company's ideology and principles.

Our Whistleblower Policy (the 'Policy') enables suspected or actual wrongdoing or breaches of our commitments to be reported in a way that is safe for whistleblowers and enables issues to be addressed.

Overview

This Policy applies to Schlam Payload, its subsidiaries (the 'Company') and global operations. The Company may, from time to time, provide country-specific directions for subsidiaries operating in countries outside of Australia.

The purpose is to:

- provide eligible people (referred to as Eligible Whistleblowers) the means and process to speak up safely and securely if they have reasonable grounds to suspect wrong-doing or illegal or improper conduct (Disclosable Matters) within our workplace or business operations
- set out the responsibilities of the Company and its management in upholding the Company's commitment to reporting any illegal, unethical or improper conduct
- promote ethical behaviour and a culture of speaking up to deter wrong-doing.

This Policy is aligned with industry standards and the Company's legal and regulatory obligations under the *Corporations Act 2001* and *Taxation Administration Act 1953*.

The implementation of this Policy is outlined by the SCH-COR-PRO-001 Whistleblower Procedure.

This Policy should also be read in conjunction with other policies and procedures which set out expectations for the conduct of our team members (see Related Documents). In relation to SCH-HR-PRO-002 Dispute & Grievance Resolution, this Policy offers an escalation point for eligible matters that require further or alternative handling.

The Company has zero tolerance for behaviour that does not comply with our commitments and policies as well as our legislative and legal obligations.

Responsible Parties

This Policy is managed through the following structure.

Role	Function
Board of Directors	Approval, monitoring and oversight of the Policy as part of the corporate governance framework.
Executive Chair and Chief Executive Officer	Accountable for ensuring the Policy is implemented in line with compliance requirements.
Chief Human Resources Officer	Owner of the Policy accountable for managing the requirements for its implementation, monitoring the performance metrics and targets set, tracking systemic issues and lessons learned, and supporting periodic reviews.
Eligible Recipients	Position defined by the Corporations Law as being responsible for receiving disclosures that qualify for protection. Eligible Recipients will also coordinate investigations into disclosed matters.
Whistleblower Protection Officer (WPO)	A person appointed by the Chief Human Resources Officer to: - answer questions from Eligible Whistleblowers about the Whistleblower Policy and procedure - provide an internal point of contact for people who feel their protections have been breached by the process.

Who can report

An Eligible Whistleblower is a person who, on reasonable grounds, discloses a matter concerning misconduct or improper action as defined by this Policy.

Eligible Whistleblowers are current and former:

- Employees and officers of the Company
- Contractors
- Suppliers of goods and services and their employees (paid and unpaid)
- Other associates or third parties with a professional relationship with the company, for example, visitors or industry peers.
- A relative, dependent or spouse of the people listed above.

An Eligible Whistleblower qualifies for protection under the Corporations Act if they make a report on a disclosable matter to an Eligible Recipient or to an external party for the purpose of getting legal advice on the matter.

Disclosable matters

Matters that can be reported relate to whether the Company (including employees or officers) has engaged in the conduct that an Eligible Whistleblower has reasonable grounds to suspect as:

1. **Health and safety violations:** Unsafe working conditions, psychosocial safety hazards, equipment failures, non-compliance with safety regulations.
2. **Environmental concerns:** Violations of environmental laws, improper disposal of hazardous materials, air or water pollution.
3. **Financial misconduct**: Fraud, misappropriation of company funds, falsification of financial records, and violations of accounting practices.
4. **Compliance breaches:** Breaches of workplace laws, industrial relations conditions or industry regulations.
5. **Ethical violations:** Conduct which is fraudulent, dishonest, corrupt, or involves bribery in breach of the law and/or Company policies or represents a conflict of interest or abuse of influence.
6. **Human rights concerns:** Discrimination, harassment, victimisation or bullying, or other unethical behaviour by management or staff or concerns regarding labour practices which represent modern slavery conditions.
7. **Illegal activity:** Theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage to property, or otherwise breaches law or regulatory requirements.

What is not a disclosable matter

Personal work-related grievances are outside the scope of this Policy and do not qualify for protection under the Corporations Act. These are addressed by SCH-HR-PRO-002 Dispute & Grievance Resolution.

Examples are matters that relate to an individual and not defined as reportable matters such as:

- interpersonal conflicts with another employee
- decisions that do not involve a breach of workplace laws
- decisions concerning a person's employment, transfer or promotion
- decisions concerning terms and conditions of employment such as salary, bonus or benefits
- decisions to suspend or terminate employment or discipline.

To raise personal work-related grievances internally, please check the process outlined in the Company's Dispute & Grievance Resolution procedure or seek legal advice about the rights and protections offered under employment or contract law.

If you are unsure whether your matter is disclosable or not, contact the Whistleblower Protection Officer listed in the SCH-COR-PRO-001 Whistleblower Procedure.

Eligible Recipients

An Eligible Whistleblower can make a disclosure through parties both internal and external to the Company and qualify for protection.

1. Internal Officers

Whistleblowers may choose to contact the internal Eligible Recipients directly. They have the authority to investigate and manage disclosures confidentially.

2. Independent service provider

The Company has engaged Deloitte as an independent Eligible Recipient of disclosures. Their service, Conduct Watch, enables a whistleblower to remain anonymous, offers channels to report outside of business hours, and provides a conduit for receiving updates on the status of disclosure investigations.

3. External parties

Other external parties that can receive disclosures and still offer whistleblower protections as defined under Australian law are:

- Australian Securities and Investments Commission (ASIC) – if the matter relates to misconduct, an improper state of affairs or circumstances, or a breach of the law by the Company or an officer or employee of the Company.
- Commissioner of Taxation – if the matter relates to the tax affairs of the Company.
- Fair Work Ombudsman – for matters related to the *Fair Work Act 2009*.

Eligible Whistleblowers may also make a disclosure to a legal practitioner for the purposes of obtaining legal advice or representation in relation to the operation of the whistleblower provisions in the Corporations Act.

Under certain circumstances, disclosures can be made to Members of Parliament in the federal, state or territory governments in Australia or journalists and qualify for protection. Whistleblowers should contact an independent legal adviser and understand the criteria before making a disclosure through these channels.

Whistleblower protections

The protections for Eligible Whistleblowers under the Corporations Act are:

- Identity protection (confidentiality)
- Protection from detrimental acts or omissions such as impacts to employment
- Compensation and remedies
- Civil, criminal and administrative liability protection.

These protections apply to disclosures made to internal, independent and external Eligible Recipients. Eligible Whistleblowers qualify for protection even if their disclosure turns out to be incorrect.

The protections do not grant immunity for any misconduct a whistleblower has engaged in that is revealed in their disclosure.

The Company is committed to protecting whistleblowers from suffering any actual or threatened detriment due to raising a reportable matter. This includes:

- harassment, intimidation, victimisation, bias or discrimination
- dismissal or varying an employee's position or duties
- causing physical or psychological harm or injury
- damage to a person's property, reputation, business or financial position or any other damage.

The Company will seek to protect whistleblowers from detriment by:

- making Employee Assistance Program support available
- implementing strategies to help minimise and manage stress or challenges associated with a disclosure and/ or investigation
- taking action to protect the whistleblower from further detriment within the workplace
- investigating and addressing any detrimental action that has occurred including disciplinary action.
- abiding by this policy.

A whistleblower can seek compensation and other remedies through the courts if:

- they suffer loss, damage or injury because of a disclosure
- the Company failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

Whistleblowers can make a report about detriment they believe they have suffered by contacting the Whistleblower Protection Officer, the independent Conduct Watch team, or a regulator (ASIC/ ATO).

Confidentiality

A whistleblower's identity and any information that can lead to their identification will be kept confidential unless the disclosure is made:

- with the whistleblower's consent
- to ASIC or ATO or a member of the jurisdictional police force
- to a lawyer for the purpose of obtaining legal advice or representation in relation to the legislative whistleblower regimes.

A breach of the whistleblower confidentiality requirements is a breach of legislation. Whistleblowers can lodge a complaint with the Company about breaches of confidentiality by contacting the Whistleblower Protection Officer, or a regulator (ASIC/ ATO) for investigation.

Fair Treatment

The Company will take the following measures to ensure the fair treatment of whistleblowers and individuals mentioned in a disclosure:

- Disclosures will be handled confidentially
- Each disclosure will be assessed through an initial review and may be subject to an investigation
- Investigations will determine whether there is enough evidence to substantiate or refute the matter reported
- Investigations will be objective, fair and independent
- Employees who are the subject of a disclosure will be advised about the subject matter as and when required by principles of natural justice and procedural fairness and prior to any actions being taken
- Employees who are the subject of a disclosure may contact the Company's Employee Assistance Program for support.

Investigation Procedure

SCH-COR-PRO-001 Whistleblower Procedure sets out the channels by which Eligible Whistleblowers can make disclosures and the process for matters to be reviewed and investigated.

Disclosures can be made by mail, telephone, online platform or post and are received by identified Eligible Recipients. After initial review to ensure eligibility under the Policy, the Company will determine if an investigation is required. A designated Eligible Recipient will coordinate the investigation. Whistleblowers will be kept informed and advised of the outcomes.

The Company aims to complete process between the receipt of a disclosure to the conclusion of the investigation within 60 days.

Reporting

The Board will receive quarterly reports on the implementation of the Policy including:

- the number of disclosures received during the period
- the number of investigations conducted and their status
- the outcomes of investigations and actions taken
- systemic issues arising representing patterns of behaviour or emerging compliance issues and any proposed action recommended.

Review

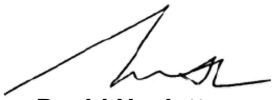
This Policy will be reviewed periodically to ensure it remains effective and compliant with current Australian legislation and to ensure internal control systems and procedures are effective in managing compliance.

Related Documents

SCH-COR-PRO-001 Whistleblower Procedure
SCH-HR-POL-009 Code of Conduct
SCH-GRP-POL-008 Business Ethics
SCH-HR-PRO-002 Dispute & Grievance Resolution
SCH-HR-POL-002 Respectful Workplace
SCH-GRP-POL-010 Anti-Bribery and Corruption Policy
SCH-HR-POL-003 Human Rights and Modern Slavery
SCH-GRP-POL-006 Diversity and Inclusion Policy

Communication

This Policy will be made available on the Company's website and intranet and provided to new employees and contractors as part of their onboarding program.



David Haslett
Executive Chair/CEO
Schlam Payload