



# WHISTLEBLOWER PROTECTION POLICY



Duxton Water Limited  
ACN 611 976 517

# WHISTLEBLOWER PROTECTION POLICY

## 1. OVERVIEW

The Whistleblower Protection Policy (“the Policy”) is one of a number of Policies and Codes that promotes a culture of compliance, honesty and ethical behaviours within Duxton Water Limited (The Company).

The Company’s aim is to encourage staff to report any wrongdoing in good faith and in an environment free from victimisation so that the Board and the Investment Manager can adequately manage risk and cultural issues within the Company.

## 2. SCOPE

The Policy applies to all staff (and staff of the Investment Manager) and consultants within the Company and sets out the minimum requirements for the company.

An eligible whistleblower is an individual who is, or has been, any of the following in relation to the company

- An officer or employee (“Staff member”)
- An officer or employee of the Investment Manager (“Staff member”)
- A supplier of services or goods to the Company
- An associate of the Company
- A relative, dependent or spouse of current and former employees, contractors, consultants, service providers, suppliers and business partners.

## 3. RATIONALE

The Board of Directors and Management encourage all staff to report wrongdoing. All staff should feel confident and comfortable about reporting wrongdoing.

The Board of Directors and Senior Management are committed to protecting and supporting the dignity, wellbeing, career and good name of anyone reporting wrongdoing.

## 4. WHAT IS “WRONGDOING”?

Examples of wrongdoing include, but are not limited to, the following:

- a breach of regulations or laws;
- a breach of Duxton Water’s Policies and Codes;
- dishonest or corrupt behaviour, including soliciting, accepting or offering a bribe, facilitation payments or such other benefits;
- fraudulent activity;
- illegal activity (including theft, drug sale / use, violence or threatened violence and property damage);
- impeding internal or external audit processes;
- improper behaviours relating to accounting, internal accounting controls, actuarial, or audit matters;
- an activity that poses a substantial risk to the environment;
- a serious impropriety;
- conduct endangering health or safety;
- a substantial mismanagement of Duxton Water Limited’s resources;

- conduct that is detrimental to Duxton Water Limited's financial position or reputation;
- bullying, intimidating or harassing behavior; and
- concealment of wrongdoing.

This policy does not apply to certain types of matters such as personal work-related grievances unless:

- it includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance.
- The company has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public or the disclosure relates to information that suggests misconduct beyond personal circumstances.
- A threat or detriment is made for making a disclosure of wrongdoing
- Legal advice or legal representation is sought about the operation of the whistleblower protections under the Corporations Act 2001 (Cth)

Disclosures that are not about wrongdoings do not qualify for protection under the Corporations Act 2001 (Cth)

## 5. REPORTING WRONGDOING

A staff member can report wrongdoing to a direct line of Management.

Depending on the nature of the wrongdoing, the staff member is encouraged to first discuss their concern with their Manager.

Any staff member that submits or receives a report must treat the matter confidentially.

If the staff member does not feel comfortable speaking with their Manager, they can raise a wrongdoing with the Chairman and/or Chairman of the Audit and Risk Management Committee.

The Company also has in place a Grievance Mechanism to address complaints.

The Policy does not prevent a staff member from reporting wrongdoing to a regulator under an applicable law or prudential standard.

Disclosures to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions of the Corporations Act 2001 (Cth) are protected, even where the legal practitioner has concluded that a disclosure does not relate to wrongdoing.

A disclosure of wrong doing can be made anonymously and still be protected under the Corporations Act 2001 (Cth).

The Investment Manager and/or Director receiving the report of wrongdoing is required to forward them to the board chairman or the Audit and Risk Management Committee Chairman immediately. The board is to be informed of any material incidents reported under this policy.

## 6. INVESTIGATING WRONGDOING

Investigations of wrongdoing will be conducted by the Audit and Risk Management Committee in a manner that is confidential, fair and objective. The investigation processes will vary depending on the nature of the wrongdoing and the amount of information provided.

For a report to be investigated, it must contain sufficient information to form a reasonable basis for investigation.

A Whistleblower will always be informed of the outcome of the investigation. In cases where the Whistleblower Investigator has not substantiated the allegations, an appropriate explanation will be made to the Whistleblower, subject to any privacy and confidentiality rights.

## 7. WHISTLEBLOWER PROTECTION

Any eligible Whistleblower reporting wrongdoing can seek advice from the Investment Manager and/or Chairman of the Audit and Risk Management Committee prior to or after making a report.

The Investment Manager and/or Chairman of the Audit and Risk Management Committee can protect the Whistleblower in a number of ways including, but not limited to, the following.

- Ensuring confidentiality in the investigation.
- Protection of identity: ensuring confidentiality of the eligible whistleblowers identity
- Compensation including Offering a staff member leave of absence while a matter is investigated, or relocating the staff member or other staff members to a different group or department.
- Protection of records: information regarding the reported wrongdoing will be securely stored and only disclosed to the relevant people as required by this policy and the law.

The company will ensure the fair treatment of any company staff who are mentioned in a report of wrongdoing that qualifies for protection, including those who are subject to a disclosure.

## 8. REVIEW AND PUBLICATION OF THIS POLICY

- 8.1 This Policy and its effectiveness will be reviewed at least annually by the Board.
- 8.2 The Policy will be made available to Duxton Water Limited's Shareholders and staff members on request.
- 8.3 A copy of this Policy will be made available on Duxton Water Limited's website.

Approved 30 August 2022



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