

ABMS-901-5367 Whistleblower Protection Policy

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1. POLICY STATEMENT

The Austal Limited (Austal) Board of Directors is committed to fostering a culture of corporate compliance, ethical behaviour and good corporate governance. Austal will protect those who report any breach of law or any violation of Austal's policies, principles or values or any other legal or ethical concern, including by protecting their identity and protecting them from detrimental treatment.

This policy documents Austal's commitment to maintaining an open working environment in which Austal people (as defined below) are able to report instances of unethical, unlawful or undesirable conduct without fear of intimidation or reprisal.

Unethical, unlawful or undesirable conduct is referred to in this policy as unacceptable conduct. Examples of unacceptable conduct are given in Section 2.3 below.

References in this policy to Austal include references to Austal Limited, and all its subsidiaries outside the USA.

2. ABOUT THIS POLICY

2.1 Purpose of this policy

The purpose of this policy is to:

- help detect and address unacceptable conduct;
- help provide employees and contractors with a supportive working environment in which they feel able to raise issues of legitimate concern to them and to Austal;
- provide information about the protections available to people who report unacceptable conduct;
- provide information about to whom reports of unacceptable conduct may be made, how they may be made, and how Austal will investigate them where appropriate; and
- help support and protect people who legitimately report unacceptable conduct.

2.2 Who is covered by this policy

This policy applies to reports of allegations of serious wrongdoing, examples of which are outlined in section 2.3 below (**Reportable Conduct**) which are made by current or past:

- Austal directors, officers and employees;
- Austal contractors and suppliers;
- employees of Austal contractors and suppliers;
- associates (as defined in the *Corporations Act 2001*(Cth)) of Austal, for example, a director or secretary of a related company of Austal.

Austal's customers are **not** considered to be eligible whistleblowers under the legislation.

It also applies to reports of unacceptable conduct which are made by any relatives, dependants or spouses (or that spouse's dependants) of individuals listed above.

In this policy each person in the categories listed above is referred to as an **Austal person** (and collectively **Austal people**).

2.3 Reportable Conduct covered by this policy

Reportable Conduct covered by this policy includes, but is not limited to, any serious misconduct by Austal or an Austal person which:

- is fraudulent or corrupt, including bribery or other activity in breach of Austal's anti-bribery policy;
- is illegal activity, such as theft, drug sale or use, violence, criminal damage to property or other breaches of state or federal law;
- is unethical, such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching Austal's Code of Conduct;
- is a serious breach of Austal's HSEQ policies and procedures;
- may cause financial loss to Austal;
- relates to potential misconduct or an improper state of affairs or circumstances in relation to Austal's tax affairs; or
- involves any other kind of serious misconduct or an improper state of affairs in relation to Austal.

2.4 Conduct not covered by the policy

For the avoidance of doubt, Reportable Conduct does not include 'personal work-related grievances'. These are generally grievances relating to a staff member's current or former employment or engagement (or that of their relative or dependent who is a staff member) that have implications for that person personally, and that do not have broader implications for the Austal and/or its subsidiaries. Personal work-related grievance can include, for example, interpersonal conflicts between staff members, or decisions relating to the employment or engagement of a staff member (such as a transfer, promotion or disciplinary action).

2.5 Availability of this policy

This policy is made available on Austal's intranet website to Austal employees, officers and other parties having such access. It is also made available on the Austal internet website.

3. REPORTING REPORTABLE CONDUCT

3.1 Who to report to under this policy

An Austal person can make a report of Reportable Conduct under this policy to Austal's:

- Head of Human Resources;
- General Counsel or another Austal in-house lawyer;
- Chief Executive Officer; or
- external Helpline provider, the STOPline (further details below),

(Recipients).

Under the *Corporations Act 2001* (Cth), officers, senior managers, auditors and actuaries of Austal are also eligible recipients of reports. Where a report is made to one of these persons not included in the above list, they will be considered a 'Recipient' for the purposes of this policy.

Austal recognises that there may be issues of such sensitivity that an Austal person does not feel able to make a report of Reportable Conduct to an internal Recipient. Alternatively, there may be occasions where an Austal person does not feel the concern they have raised has been adequately addressed, or where they feel an internal Recipient may not be impartial. In these cases, Austal's Helpline is available.

The Helpline is operated by **The STOPline**. Any Austal person may use the Helpline to report, or receive guidance in respect of reporting, suspected Reportable Conduct under this policy. Contact details for the Helpline are set out in Section 6.3 below. Reports to the Helpline may be made anonymously.

3.2 What happens when I contact the Helpline?

Where an Austal person contacts the Helpline to report suspected Reportable Conduct, they will have the option of either identifying themselves or remaining anonymous. They may either:

- identify themselves to the Helpline and consent to their identity being disclosed to Austal;
- identify themselves only to the Helpline but not to Austal; or
- choose to remain anonymous to both the Helpline and Austal.

The Helpline operator will make a record of all of the relevant information provided by the Austal person. As with named reporting, to allow Austal to investigate the issue it is important that anonymous reports include sufficient information in relation to the alleged Reportable Conduct.

The Helpline will refer the matter, along with the information provided by the Austal person, to Austal's Chief Executive Officer and/or his/her delegate who will determine whether it is appropriate to commence an investigation, which will be conducted in accordance with the confidentiality requirements and protections set out below.

4. INVESTIGATING REPORTS OF REPORTABLE CONDUCT

4.1 Who investigates a report?

All reports of suspected Reportable Conduct made to a Recipient (including received from the Helpline) will be recorded.

An appropriate investigator (or investigators) will be appointed to assess and investigate the report. An investigator will likely be one of the following people or their delegates:

- the General Counsel; and/or
- the Head of Human Resources

A person will only be asked to investigate a matter if they can do so in an impartial manner.

In certain circumstances (for example where the report involves allegations of fraud) the Chief Executive Officer or his/her delegate may decide to appoint external investigators.

Where a report of suspected Reportable Conduct relates to a significant matter involving the Chief Executive Officer or a senior executive that reports directly to the Chief Executive Officer, the matter will be referred directly to the Chair of the Board Audit & Risk Committee.

4.2 How is an investigation carried out?

The person appointed to investigate the report will be required to follow normal Austal procedures for handling a complaint or disciplinary issue. This would generally involve:

- undertaking a fair, independent and discreet investigation into the substance of the report to determine whether there is evidence to support the matters raised;
- respecting individual confidentiality and protecting the identity of the reporter (see Section 5 for further information);
- collecting all available data and verifying the reported information;
- in order to observe the rules of procedural fairness, interviewing any relevant person to understand their perspective;
- proceeding with due care and appropriate speed; and
- consulting or informing employee representative bodies as required.

Whenever a report of suspected Reportable Conduct mentions or relates to any Austal employees, Austal is committed to treating those employees fairly, as appropriate in the circumstances, including by following the processes set out above.

4.3 What happens after an investigation?

At the end of the investigation, the investigator(s) will report their findings to the Chief Executive Officer. The investigation findings will be reviewed, independently of the investigator(s), to determine an appropriate response, which may include rectifying any Reportable Conduct and taking any action required to prevent any future occurrences of the same or similar conduct.

The identity of the Austal person who reported the Reportable Conduct will be redacted from any written investigation reports unless they have consented to disclosure of their identity.

Where issues of discipline arise, the disciplinary process will also be in line with Austal's procedures for disciplinary matters. Where allegations of Reportable Conduct made against a person cannot be substantiated, that person will be advised accordingly and will be entitled to continue in their role as if the allegations had not been made.

4.4 What if I have been involved?

A person who has committed or been involved in Reportable Conduct will not be immune from disciplinary action merely because they have reported the Reportable Conduct in accordance with this policy. However, the person's conduct in making the report is likely to be taken into account in determining what disciplinary action is appropriate.

4.5 Will I be kept informed?

Once the matter is finalised, a verbal report will be made to the Austal person who disclosed the matter. This report will explain the findings and actions taken to the fullest extent possible within commercial, legal and confidentiality constraints. Where the Austal person who initiated the matter chooses to remain anonymous, alternative arrangements may be made for providing a verbal report of the outcome of the investigation to that person, where possible.

5. PROTECTING PERSONS WHO REPORT REPORTABLE CONDUCT

5.1 Will my identity be treated confidentially?

If an Austal person makes a report of Reportable Conduct under this policy that qualifies them for protection under the Corporations Act 2001 (Cth), Austal will take steps to ensure that person's identity is protected from disclosure.

An Austal person who intends to make a report under this policy may make a request via the Helpline for special protection measures if their identity is likely to be readily inferred from the nature of the information in the report.

Recipients or any other person with knowledge of the report must not disclose the Austal person's identity (e.g. name, staff ID or email address) unless:

- the Austal person making the report consents to the disclosure;
- the disclosure is required by law;
- the disclosure is made to the Australian Securities and Investments Commission, the Australian Prudential Regulation Authority or the Australian Federal Police; or
- it is disclosed to a lawyer for the purpose of receiving advice in relation to legal obligations of protection and confidentiality.

Recipients may only disclose information that may lead to identification of the Austal person who has made a report (such as their role and responsibilities, if these are unique) where it is reasonably necessary for Austal to investigate a report and reasonable steps are taken to reduce the risk that the person's identity is disclosed.

Austal will ensure that any records relating to a report of Reportable Conduct are stored securely and confidentially and are able to be accessed only by Austal staff who are authorised to access the information for the purposes of assessing or investigating the report.

Unauthorised disclosure of:

- the identity of an Austal person who has made a report of Reportable Conduct; or
 - information from which the identity of the reporting person could be inferred,
- may be an offence under Australian law, will be regarded as a disciplinary matter and will be dealt with in accordance with Austal's disciplinary procedures.

5.2 Will I be protected if I make a report?

Austal is committed to protecting and respecting the rights of any Austal person who reports Reportable Conduct that qualifies them for protection under the *Corporations Act 2001* (Cth), in accordance with this policy.

Austal will not tolerate any reprisals (including dismissal or demotion), discrimination, bias, harassment, intimidation or victimisation against any person suspected of making a report of Reportable Conduct, or against that person's colleagues, employer (if a contractor), relatives, or any other person where the detrimental conduct is due to the suspicion that a person has made a report of Reportable Conduct.

Any such retaliatory action may be an offence under Australian law, will be treated as misconduct and will be dealt with in accordance with Austal's disciplinary procedures. A person who believes that they have suffered retaliatory action as a result, is encouraged to report the circumstances through the avenues set out in Section 3.1 above.

In addition to the above, under Australian law an Austal person who has reasonable grounds for suspecting that Reportable Conduct has taken place, and who reports the matter to a Recipient, may be entitled to additional legal protections in certain circumstances, including:

- they may be protected from civil, criminal or administrative legal action for making the report;
- they may be protected from contractual or other remedies being sought against them on the basis of the report;
- the information they provide may not be admissible in evidence against them in legal proceedings (unless they have provided false information); and
- if they are subject to retaliatory conduct for reporting, in some circumstances they may be entitled to compensation or another remedy.

Under Australian law, these protections may not apply to reports made to Recipients that concern a personal work-related grievance of the person making the report.

5.3 Can I make a report anonymously?

As set out above, anonymous reports of Reportable Conduct can be made to the Helpline.

5.4 Protecting privacy

To the extent that any of the information recorded by the Helpline on Austal's behalf constitutes "personal information" about the caller under applicable privacy law, it should be noted that:

- the purpose of the collection of that information is to assist the Helpline and Austal to respond to issues raised by the caller and to protect or enforce Austal's legal rights or interests or to defend any claims;
- personal information may be used for the primary purpose for which it was collected or for any related secondary purpose that could reasonably be expected; and
- personal information may be disclosed as described under Section 5.1 above.

Austal only collects, uses or discloses personal information, including sensitive information, as allowed by law. Further details are available in Austal's Privacy Policy.

6. POLICY REVIEW, TRAINING AND CONTACT DETAILS

6.1 Review of this policy

Austal will regularly monitor and review the effectiveness of the protections described in this policy.

6.2 Training

Employees, Recipients, potential investigators and all relevant Austal personnel will receive training in relation to their rights and obligations under this policy and under applicable whistleblower laws.

6.3 Contacting the Helpline

An Austal person may contact the Helpline:

By **telephone**:

- from within Australia by calling **1300 30 10 40**; or
- from outside Australia by calling **+61 3 9811 3287 (Reverse Charges)**.

By **fax**:

- from within Australia to fax number **03 9882 4480**; or
- from outside Australia to fax number **+61 3 9882 4480**.

By **mail**:

The STOPline
Locked Bag 8
HAWTHORN VIC 3122

By **confidential email**:

austal@stopleveline.com.au

7. RELATED DOCUMENTS

This procedure has been issued under, and is consistent with the following business management documents:

| Title | Document ID |
|----------------------|--|
| Austal | References in this policy to Austal include references to Austal Limited, and all its subsidiaries |
| Austal person/people | Refer to the definition in section 2.2 |
| Helpline | A third party Helpline to enable Austal people to report Reportable Conduct externally |
| Recipients | Refer to the definition on section 3.1 |
| Reportable Conduct | Unacceptable conduct, the disclosure of which constitutes qualification for protection of the discloser under s1317AA of the Corporations Act 2001 (<i>Cth</i>). |