

WHISTLEBLOWER POLICY



1. Purpose

OneFortyOne Plantations Holdings Pty Ltd and its related bodies corporate (**OneFortyOne**) are committed to the highest standards of ethical behaviour and full compliance with the law in all aspects of our business. OneFortyOne is also committed to creating an environment that encourages effective reporting of misconduct and unethical behaviour and appropriately protecting those who disclose such issues.

This Policy outlines the way that possible or actual instances of misconduct or unethical behaviour can be raised within OneFortyOne. It also outlines OneFortyOne's obligations in relation to the treatment and protection of eligible whistleblowers under applicable whistleblower laws.

This Policy is intended to operate alongside other OneFortyOne policies dealing with expected standards of behaviour, such as our Code of Conduct and Equal Employment Opportunity Policy.

2. Availability

This Policy will be made available on OneFortyOne's website and on OneFortyOne's intranet page.

3. Objectives

The purpose of this Policy is to ensure that all Eligible Disclosers are able to report instances, or suspected instances, of unethical, improper or unlawful conduct without fear of intimidation or reprisal.

This Policy is also intended to encourage and promote honest and ethical behaviour by providing a clear process for Eligible Disclosers to escalate concerns about actual, suspected or anticipated wrongdoing within OneFortyOne.

4. Scope

Who are Eligible Disclosers that can make a report under this Policy?

If you have been or are currently any of the following you are an Eligible Discloser and can make a report under this Policy:

- an employee or secondee of OneFortyOne;
- a volunteer working for OneFortyOne;
- an individual who supplies goods or services to OneFortyOne (whether paid or unpaid);
- an officer of OneFortyOne;
- an employee of a person that supplies goods or services to OneFortyOne (whether paid or unpaid)
- an associate of OneFortyOne; or
- a relative, spouse, or dependant of any of the above individuals, or a dependant of such an individual's spouse.

OneFortyOne may also choose to treat your report in accordance with this Policy even if you do not fit into one of the categories above or your report does not relate to Reportable Conduct as described below.

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What conduct is Reportable Conduct?

Under this policy, OneFortyOne strongly encourages you to report any behaviour, practice or activity that you believe, on reasonable grounds, is illegal, unethical or otherwise an improper state of affairs or circumstances in relation to OneFortyOne (**Reportable Conduct**).

Reportable Conduct includes potential or actual:

- contraventions of Australian or New Zealand corporations laws;
- offences under or suspected contraventions of any other legal or regulatory requirements;
- conduct that represents a danger to public or individual health, safety or the environment;
- a material breach of OneFortyOne's Code of Conduct, policies or procedures;
- misconduct in relation to the tax affairs of OneFortyOne;
- unlawful, corrupt, or irregular use of public funds or resources;
- financial irregularities, malpractice, impropriety or fraud;
- a failure to disclose information in relation to an audit, or manipulation of any audit processes;
- bullying, discrimination or harassment; or
- any deliberate concealment relating to any of the above.

This list is not intended to be exhaustive and there may be other examples.

An example of Reportable Conduct that relates specifically to OneFortyOne's business operations and practices might include:

- a contravention, or suspected contravention, of an environmental law;
- a breach of a health and safety law;
- fraudulent conduct, for example, falsification of invoices; or
- providing false data to an auditor in respect of OneFortyOne's Responsible Wood certification.

All of our people are expected to notify OneFortyOne as soon as they become aware of any Reportable Conduct.

Personal work-related grievances are not Reportable Conduct under this Policy

A disclosure that does not concern Reportable Conduct and instead relates solely to a personal work-related grievance does not qualify for protection under this Policy or under applicable whistleblower laws. A personal work-related grievance is a grievance that relates to your current or former employment and has personal implications only.

For example, personal work-related grievances include:

- interpersonal conflicts with another employee; and
- challenges to decisions around performance evaluations, promotions or disciplinary action.

Concerns regarding a personal work-related grievance should be raised with your manager or your relevant contact in OneFortyOne's People Team. If, however, you are uncomfortable speaking about the issue with both your manager and relevant contact in OneFortyOne's People Team, or you have already shared a concern and feel it is not being addressed appropriately, you can raise your concern under this Policy.

A personal work-related grievance does not include concerns in relation to Detrimental Conduct (see below) or which may amount to "serious wrongdoing" under New Zealand whistleblower laws or an

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improper state of affairs or circumstances in relation to OneFortyOne under Australian whistleblower laws (see 'What conduct is Reportable Conduct?' above). These matters are considered to be Reportable Conduct.

5. How to speak up

Who are Eligible Recipients to whom you should disclose Reportable Conduct?

Reportable Conduct can be raised in person, by mail or by email to any of the following Eligible Recipients:

- the Chief Executive Officer;
- the Chief People Officer in his / her capacity as the OneFortyOne Whistleblower Protection Officer (**OneFortyOne Whistleblower Protection Officer**);
- the General Counsel and Company Secretary;
- any other member of the CEO Lead Team;
- a director of the Board; and
- an internal or external auditor of OneFortyOne, or a member of an internal or external audit team.

Reports can also be made to your manager or supervisor, however only reports made to the Eligible Recipients listed above will be entitled to protection under the applicable whistleblower laws and this Policy.

In Australia and New Zealand, you can also make a disclosure at any time to an appropriate authority including in circumstances where you have also made a disclosure of Reportable Conduct to OneFortyOne.

In Australia, appropriate authorities include ASIC, or the Australian Federal Police. In New Zealand, examples of appropriate authorities may include the Ministry for the Environment, the Department of Conservation and WorkSafe New Zealand.

Where you feel comfortable in doing so, OneFortyOne encourages you to make a disclosure to an Eligible Recipient in the first instance, so it can identify and address wrongdoing as early as possible.

Reportable Conduct can be disclosed by contacting one of the individuals above directly, or by:

- phone 0404 480 426;
- in writing to PO Box 6085 Melbourne Vic 3004 or
- using the online form
<https://onefortyone.com/about-us/operating-with-integrity/whistleblowing-policy>

Direct contact details for the Eligible Recipients above are available on the OneFortyOne intranet.

Reports can be made anonymously, and anonymous reports are still subject to the protections outlined in Section 7 below. It is important to understand that anonymous reporting can impact or limit the ability of the Whistleblower Protection Officer to fully investigate the matter. It is recommended that anonymous reports are made in a way that allows for a channel of communication between yourself and OneFortyOne, so that OneFortyOne can request any follow up information and so that you can be informed of any investigation outcome, where appropriate.

Before you make a disclosure, you can also obtain additional information about the process, or seek support through any of the following means:

- by contacting OneFortyOne's Chief People Officer or General Counsel and Company Secretary; or
- by obtaining independent legal advice by a legal practitioner at your own expense.

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Content of a report

Any Reportable Conduct reports should contain as much information as possible to allow for proper investigation of the matter. As far as possible, the report should be limited to factual matters that are known or reasonably suspected by the person making the report.

False reporting

A false report can have significant effects on OneFortyOne's reputation and on the reputations of others. It is also an unnecessary waste of resources and time to investigate false concerns.

OneFortyOne will consider any deliberately false reporting, whether under this Policy or otherwise, as a serious disciplinary matter.

If you make a disclosure of Reportable Conduct having reasonable grounds to believe that the conduct in question has occurred, you will still be entitled to protections under this Policy if that belief later turns out to be incorrect.

6. What happens after Reportable Conduct is disclosed

When a Reportable Conduct disclosure is made

The person to whom you make a disclosure under this Policy may, if you agree, disclose your identity to the Whistleblower Protection Officer and/or the General Counsel and Company Secretary.

Eligible Recipients are required to advise the Whistleblower Protection Officer and/or the General Counsel and Company Secretary of a disclosure of Reportable Conduct as soon as practicable, including any steps they have already taken to mitigate the concern.

If you are an Eligible Recipient, and an Eligible Discloser does not agree to their identity being disclosed, you should redact their identity from the disclosure they have made before it is provided to the Whistleblower Protection Officer and/or the General Counsel and Company Secretary.

Where a report concerns the conduct of the Whistleblower Protection Officer or the General Counsel and Company Secretary, it should be directed to the other; or as an alternative to OneFortyOne's Chief Executive Officer.

OneFortyOne employees who are also Eligible Recipients who fail to follow the steps set out in this policy in relation to an Eligible Discloser's disclosure will be considered in breach of their employment obligations and disciplinary action may be taken.

Management is required to act in the best interest of an employee or Eligible Discloser who raises a complaint under this Policy to protect them from unauthorised, adverse reaction or intimidation and the public disclosure of their identity. Support and protection of Whistleblowers is considered an important aspect of all managers' obligations.

Investigation process

The Whistleblower Protection Officer and/or the General Counsel and Company Secretary will assess whether each disclosure qualifies for protection under this Policy and applicable whistleblower laws, and whether a formal, in-depth investigation is required, and who should carry out that investigation.

Any investigation process will vary depending on the precise nature of the conduct being investigated, including the level of detail and any evidence that has been provided. The purpose of the investigation is to determine whether the concerns are substantiated with a view to OneFortyOne then rectifying any wrongdoing uncovered to the extent that this is practicable in the circumstances.

The key steps of an investigation may include the following:

- appointing and briefing an investigator (external or internal) who does not have a material, perceived or actual conflict of interest in the matters reported;

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- if the Eligible Discloser is contactable, an initial interview to discuss the disclosure and obtain more evidence;
- collecting documents and relevant information;
- if required, interviews with relevant persons;
- if required, allegations put to anyone implicated for their response; and
- drafting findings.

The Whistleblower Protection Officer and the General Counsel and Company Secretary have specific responsibility to report on any investigations conducted under this Policy to the OneFortyOne CEO. The findings of the investigation may be reported to the OneFortyOne Audit and Risk Committee or People Committee, depending on the nature of the disclosure.

If contactable, the Eligible Discloser will be provided with updates on the investigation, however the frequency of those updates may vary depending on the nature of each disclosure. It should be noted that there may be circumstances in which it may not be appropriate to provide certain details or the outcome of an investigation to you.

Assuming that there are no obstacles outside of OneFortyOne's control, and depending on the complexity of the matter, the timeframe for an investigation can range from four weeks up to three months in length. Complex investigations may take longer.

The Whistleblower Protection Officer will determine next steps following the findings of the investigation.

7. What protections will be available when disclosing Reportable Conduct?

OneFortyOne is committed to ensuring confidentiality in respect of all matters raised under this Policy, and that anyone who is connected with a report is treated fairly and does not suffer any detrimental treatment.

There are also protections for you under applicable whistleblower laws if a disclosure is made in line with this policy.

If you disclose Reportable Conduct, you will still qualify for protection under this Policy even if the disclosure is ultimately found to be incorrect.

Confidentiality

OneFortyOne recognises that disclosing Reportable Conduct, or 'whistleblowing', can be a very stressful and difficult thing to do. It wishes to make sure that you feel supported throughout this process.

This Policy has been drafted with the intention to fully support you during the process of making a report, while maintaining your confidentiality as far as is reasonably practicable, having regard to OneFortyOne's legal obligations.

If you choose to be anonymous, you can refuse to answer questions that you feel could reveal your identity at any time, including during follow-up conversations. In addition, you should maintain ongoing two-way communication with OneFortyOne, so OneFortyOne can ask follow-up questions or provide feedback.

Otherwise, your identity as an Eligible Discloser and information likely to lead to your identification as an Eligible Discloser will be treated as confidential. OneFortyOne will not disclose this information unless:

- you provide your consent;
- it is a disclosure of information likely to lead to your identity that is reasonably necessary for the effective investigation of the matter and all reasonable steps are taken to reduce the risk of your identification;

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- it is disclosed to ASIC, the Australian Federal Police or a person or body prescribed by the Australian Corporations Regulations or (for tax-related matters) is reported to the Australian Commissioner of Taxation (or, in New Zealand, to an appropriate regulator, for example, the Ombudsman); or
- it is disclosed to a legal practitioner for the purposes of obtaining legal advice or representation in relation to Australian Whistleblower Laws.

In New Zealand, your identity may also be disclosed if there are reasonable grounds to believe that it is essential: for the effective investigation of your report, to prevent a serious risk to public or individual health or safety or the environment, to meet the principles of natural justice, or to an investigation by a law enforcement or regulatory agency for the purpose of law enforcement. Where any of these circumstances may apply, OneFortyOne will ensure that any disclosure of your identity is managed in accordance with New Zealand law.

It is illegal for a person to identify you, or information that is likely to lead to your identification, outside the above exceptions.

It is possible that someone might guess or make assumptions about your identity without your confidentiality actually having been breached. For example, the nature of the issue you report may only be known by a small number of people or it might become apparent as a consequence of the nature of the investigation process.

If you believe that your confidentiality has been breached, you should report this immediately to the Whistleblower Protection Officer or the General Counsel and Company Secretary. You may also lodge a complaint to a regulator, such as in Australia ASIC, or the ATO if your disclosure related to Australian tax matters; or to the Ombudsman in New Zealand.

If you are dissatisfied with the way OneFortyOne investigated or acted upon the report, you are entitled to raise this with an appropriate authority. In Australia this includes ASIC, or in relation to tax matters the ATO. In New Zealand this includes the Ombudsman.

Where you report a concern to an appropriate authority, that authority will only be required to handle that concern in accordance with the applicable whistleblower law where the relevant statutory requirements are satisfied. An appropriate authority may also refer your disclosure to another appropriate authority or to OneFortyOne, following consultation with you.

Protection from detriment

OneFortyOne will take all reasonable steps to ensure that you do not suffer any detriment, or are disadvantaged in any way, for disclosing, or for being suspected of disclosing, either in the past or future, Reportable Conduct. Detrimental Conduct occurs when a person causes or threatens to cause detriment to you or someone else because the person believes or suspects that you (or someone else) made, may have made, proposes to make, or could make a disclosure under this Policy, and the belief or suspicion is the reason, or part of the reason, for the detriment. Detrimental Conduct can occur in any of the following forms, but is not limited to:

- dismissal;
- demotion;
- victimisation;
- alteration of employment position or duties to your disadvantage;
- discrimination, harassment or intimidation;
- physical or psychological harm;
- damage to property, reputation, business or financial position; and

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- any form of current or future bias.

OneFortyOne will protect you from Detrimental Conduct in the following ways:

- Detrimental Conduct is prohibited under this Policy and allegations of Detrimental Conduct will be taken seriously;
- disciplinary action will be taken against individuals who are found to engage in this conduct;
- participants to an investigation will be warned in relation to their Detrimental Conduct obligations;
- as set out above, your confidentiality as a Whistleblower will be preserved so far as is possible; and
- OneFortyOne may make other arrangements to protect you on a case-by-case basis, depending on the circumstances of the Report made.

If you believe that you have been subjected to Detrimental Conduct, you should report this immediately to the Whistleblower Protection Officer or General Counsel and Company Secretary.

Further, should you disclose Reportable Conduct, you will not be liable to any civil, criminal or disciplinary action because of making that disclosure.

Fair treatment of our people

Where the name of one of our people is raised by an Eligible Discloser, OneFortyOne is committed to treating all of our people involved fairly, as appropriate in the circumstances.

OneFortyOne will ensure the following measures to ensure the fair treatment of individuals mentioned in a disclosure:

- the disclosure of Reportable Conduct and any resulting investigation will be handled confidentially, information will be provided only on a need to know basis;
- the objective of an investigation will be to determine whether there is enough evidence to substantiate or refute the matters reported;
- when an investigation needs to be undertaken, the process will be objective, fair and independent;
- an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any findings being made or disciplinary action being taken; and
- an employee who is the subject of a disclosure may contact OneFortyOne's support services (e.g. EAP counselling).

Protection of files and records

All files and records created on reports of Reportable Conduct will be kept securely and maintained by the Whistleblower Protection Officer. Information regarding the investigation will not be disclosed to others in OneFortyOne without the Eligible Discloser's consent, except to those who strictly need to know in order to investigate the matter and take appropriate action, or for corporate governance purposes.

Any disclosure of personal information will be conducted in accordance with all applicable privacy laws.

8. Statutory protections

In addition to the protections under this Policy, depending on the circumstances, an Eligible Discloser may also have protections available under applicable whistleblower laws.

In Australia

How to qualify for statutory protection

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You qualify for protection under Australian whistleblower (Part 9.4AAA of the *Corporations Act 2001* (Cth) and Part IVD of the *Taxation Administration Act 1953* (Cth)) if you are an Eligible Person who has:

- reasonable grounds to suspect Reportable Conduct; and
- where you directly report to an Eligible Recipient.

You will also qualify for protection where you:

- make a disclosure to ASIC or the Commissioner of Taxation; make a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Australian Whistleblower Laws; or
- make an 'emergency disclosure' or 'public interest disclosure' to a journalist or member of Parliament.

It is important for you to understand the criteria for making a public interest or emergency disclosure and we recommend you seek independent legal advice at your own expense before doing so. Relevantly, a public interest or emergency disclosure must have previously been made to ASIC or a prescribed body and written notice provided to the body to which the disclosure was made. In the case of a public interest disclosure, at least 90 days must have passed since that disclosure.

What protections apply?

The unauthorised disclosure of your identity and detrimental conduct against you, as set out at section 7 above, is prohibited.

You will also be protected from any of the following in relation to your disclosure:

- civil liability (e.g. any legal action against a Whistleblower for breach of an employment contract, duty of confidentiality or another contractual obligation);
- criminal liability (e.g. attempted prosecution of the Whistleblower for unlawfully releasing information, or other use of the disclosure against the Whistleblower in a prosecution (other than for making a false disclosure)); and
- administrative liability (e.g. disciplinary action for making the disclosure, provided you have not engaged in illegal activity or serious misconduct yourself).

Remedies

You may be able to seek compensation and other remedies through the Courts if OneFortyOne has failed to take reasonable precautions and exercise due diligence to prevent Detrimental Conduct, and as a result you suffer loss, damage, or injury.

Matters that do not qualify for statutory protection

The matters set out at section 5 above in relation to personal work-related grievances do not qualify for statutory protection.

Reports made to managers who are not also Eligible Recipients will also not qualify for statutory protection.

New Zealand

How to qualify for statutory protection

You will qualify for protection under the Protected Disclosures (Protection of Whistleblowers) Act 2022 (**Protected Disclosures Act**) if you have been or currently are:

- an employee of OneFortyOne;
- a secondee to OneFortyOne;

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- engaged or contracted under a contract for services to do work for OneFortyOne;
- concerned in the management of OneFortyOne (including a person who is or was a member of the board or governing body of OneFortyOne); or
- a volunteer working for OneFortyOne.

Specific legal protections under the Protected Disclosures Act apply to the above persons (**Disclosers**) in relation to reports of serious wrongdoing (**Serious Wrongdoing**) which includes any act, omission, or course of conduct in or by OneFortyOne that is one or more of the following:

- an offence;
- a serious risk to public health, public safety, the health or safety of any individual, or the environment; or
- a serious risk to the maintenance of New Zealand law, including the prevention, investigation, and detection of offences and the right to a fair trial;
- an unlawful, a corrupt, or an irregular use of public funds or public resources; or
- conduct that is oppressive, unlawfully discriminatory, grossly negligent or that constitutes gross mismanagement, and is done by a person performing (or purporting to perform) a function or duty or exercising (or purporting to exercise) a power on behalf of a public sector organisation or the Government.

Serious Wrongdoing, as defined above, falls within the definition of Reportable Conduct under this Policy.

In New Zealand, a disclosure of information is a protected disclosure (**Protected Disclosure**) under the Protected Disclosures Act if the Discloser:

- believes on reasonable grounds that there is, or has been, serious wrongdoing in or by OneFortyOne; and
- discloses information about that in accordance with the Protected Disclosures Act; and
- does not disclose it in bad faith.

What protections apply?

In New Zealand, receivers of Protected Disclosures are required to use their best endeavours to keep confidential information that might identify a Discloser, but in accordance with section 7 above, may reveal a Discloser's identity in certain situations.

Under the Protected Disclosures Act, a Discloser must not be treated less favourably because of making a Protected Disclosure in accordance with section 7 above. Further, OneFortyOne must not retaliate against a Discloser who is an employee. A Discloser is not liable to any civil, criminal, or disciplinary proceeding because of making or referring the Protected Disclosure, if it is made in accordance with this Policy.

9. Roles and responsibilities

OneFortyOne will provide training to all employees of OneFortyOne about their rights and responsibilities under this Policy, and all Eligible Recipients about how to respond to reports under this Policy.

The Board of OneFortyOne has ultimate responsibility for ensuring management have policies and processes in place to protect Whistleblowers.

Senior Managers must advise the Whistleblower Protection Officer or General Counsel and Company Secretary of any reports made in accordance with this Policy.

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The CEO must provide governance and oversight of the whistleblower investigation process as described in this Policy.

The Whistleblower Protections Officer and/or the General Counsel and Company Secretary must investigate all matters raised under this Policy and inform the CEO and the Audit and Risk Committee or People Committee (as appropriate) of all reports so advised.

All OneFortyOne employees and Eligible Disclosers are encouraged to report suspected or actual instances of wrongdoing in accordance with this Policy. If comfortable in doing so they are encouraged to report concerns to their manager in the first instance, or otherwise to use alternative reporting avenues. In the case of suspected financial malpractice, impropriety or fraud employees are also obliged to report the concern in accordance with the OneFortyOne Fraud and Theft Policy. Team members reporting suspected financial malpractice, impropriety or fraud are entitled to the protection afforded by this Policy.

10. More information

If you are unsure about any aspect of this Policy, or raising concerns in general, you should contact the Whistleblower Protection Officer.

11. Review of this Policy

OneFortyOne's's General Counsel is responsible for the oversight of this Policy and the Legal Team is accountable for the development and implementation of this Policy, including the review of the suitability and effectiveness of the Policy on an ongoing basis.

This Policy must be reviewed every two years from the date the Policy was last reviewed to ensure that it is operating effectively and whether any changes are required.

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Document Administration

1.1 General Information

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1.2 Approval

Approver	Position	Date
John Gilleland	Board Chair	September 2022

1.3 Related Documents

Code of Conduct Policy
Equal Employment Opportunity Policy
Anti-Bribery Policy

1.4 Version History

Version number	Revision date	Revision author(s)	Revision notes
1		Irina Shainsky	
2.0	May 2019	Olivia Chan	
3	August 2022	Lynne Jensen	

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