

## WHISTLEBLOWER POLICY

### 1 PURPOSE

---

Felix Gold Limited ACN 645 790 281 (**Company**) is committed to a culture of corporate compliance and high ethical behaviour.

This Whistleblower Policy (**Policy**) is an important element in detecting corrupt, illegal or other undesirable conduct of the Company. It ensures compliance with the laws and regulations applicable to the Company and its employees, and to encourage you to speak up if you suspect or witness any matters of concern in the operation of the business.

### 2 OBJECTIVES

---

The objectives of this Policy are to:

- (a) encourage eligible Whistleblowers to disclose any malpractice, misconduct or conflicts of interest of which they become aware so that everyone who works for the Company complies with our policies, statement of values, professional standards, laws and regulations;
- (b) provide protection to the Whistleblowers from any detriment or negative actions taken against them;
- (c) ensure that all allegations raised under this Policy are thoroughly investigated with suitable action taken, where necessary; and
- (d) ensure all employees of the Company receive adequate training about the Policy and their rights and obligations under it.

### 3 STATEMENT OF VALUES

---

In implementing this Policy, the Company will have regard to its Statement of Values.

### 4 WHO IS A WHISTLEBLOWER

---

A Whistleblower is someone who discloses Reportable Conduct (as defined in Section 5) under this Policy.

A Whistleblower can be a current and former employee (whether permanent, part-time, fixed term or temporary), contractors, consultants, secondees, volunteers, directors and other insiders of the Company and its wholly owned subsidiaries. It also applies to relatives, dependents, or spouses of any of these people.

This Policy does not apply to third parties including without limitation customers of the Company or its subsidiaries.

### 5 WHAT IS REPORTABLE CONDUCT

---

**Reportable Conduct** includes anything that you have reasonable ground to suspect, in relation to the Company or its subsidiaries, is but not limited to:

- (a) misconduct involves dishonesty, fraud and/or corruption;

- (b) illegal activities (including theft, drug sale/use, violence, threatened violence, or criminal damage against the Company assets/property);
- (c) acts or omissions in breach of commonwealth or state legislations or local authority by-laws;
- (d) unethical behaviour;
- (e) other serious improper conduct (including gross mismanagement, serious and substantial waste of Company resources, or repeated breaches of administrative procedures);
- (f) unsafe work-practices;
- (g) any other conduct which may cause financial or non-financial loss to the Company or be otherwise detrimental to the interests or reputation of the Company, or any of its employees; or
- (h) the deliberate concealment of information tending to show any of the matters listed above.

Reportable Conduct excludes general employment grievances and complaints.

All employees should be aware that, if an employee makes a false report, deliberately, maliciously, in bad faith, or for personal gain, that employee may face disciplinary action.

## **6 PROTECTION OF WHISTLEBLOWER**

---

### **6.1 Identity Protection**

The Company will take all reasonable steps to protect the identity of the Whistleblower, and will adhere to any statutory requirements in respect of the confidentiality of disclosures made. Disclosure of the identity of the Whistleblower, or the allegation made by them will only be shared where:

- (a) you provide written consent; or
- (b) the Company is permitted, or otherwise required, by law; or
- (c) it is reasonably necessary for investigating the issues raised in your report; or
- (d) the Company has taken all reasonable steps to reduce the risk that you will be identified.

### **6.2 No Reprisals**

The Company will not tolerate any form of reprisals, threat of reprisals, or any detrimental conduct taken by any person against the Whistleblower, or any people who are involved in an investigation of any Reportable Conduct raised by a Whistleblower.

Effectively, this means that the Company, and its directors, officers, employees and agents, will not penalise, dismiss, demote, suspend, threaten or harass a Whistleblower, or transfer the Whistleblower to an undesirable job, or location, or discriminate in any manner against the Whistleblower, to take reprisals, or to retaliate, as a result of the Whistleblower having reported an act that is potentially illegal or unethical, or deemed illegal or unethical.

The Company considers any reprisals against a Whistleblower to be a serious breach of this Policy and one likely to result in disciplinary measures, including but not limited to dismissal.

If the Whistleblower was involved in the Reportable Conduct, the extent of the disciplinary measures, if any, that may eventually be taken against such Whistleblower is limited to the Whistleblower's involvement in the Reportable Conduct.

## 7 REPORTING PROCEDURES

---

Any person who has reasonable grounds to suspect that a Reportable Conduct has occurred, is encouraged to report that suspicion to his or her direct supervisor. If this is considered inappropriate, he or she should raise the concern with the board of directors of the Company (**Board**) by phone or email, or in writing to the Managing Director or Chair. 'Reasonable Grounds to suspect' is based on objective reasonableness of reasons for the suspicion. A mere allegation with no supporting information is unlikely to reach that standard. However, to avoid any doubt, a Whistleblower does not need to prove their allegations to qualify for protection under this Policy, even if the claims turn out to be incorrect.

All claims of a Reportable Conduct should provide as specific, adequate and pertinent information as possible with respect to, among other things, dates, places, persons, witnesses, amounts, and other relevant information, in order to allow for a reasonable investigation to be conducted. If the Whistleblower discloses his or her name, the person receiving the claim will acknowledge having received the complaint, and may initiate a follow-up meeting. However, if the claim is submitted on an anonymous basis, there will be no follow-up meeting regarding the claim of a Reportable Conduct and it may practically make it more difficult for the Company to communicate with the Whistleblower if more information is required, or if the matter is to be referred to external parties for further investigation.

Please remember that all claims of a Reportable Conduct received are treated on a confidential basis and Whistleblowers are encouraged to disclose their identities, to obtain the protection afforded to them at law, and help the Company to investigate the claims more quickly and efficiently.

## 8 PROCEDURES FOLLOWING DISCLOSURE

---

### 8.1 Investigations

Once a report of a Reportable Conduct has been received from a Whistleblower, who has provided reasonable grounds for his or her belief that a Reportable Conduct has occurred, an investigation of those allegations will be conducted promptly and fairly with due regard for the nature of the allegation and the rights and obligations of the persons involved in the investigation.

The Board will determine the appropriate method for the investigation. In appropriate cases, the Board may ask for the assistance of an internal or an external accounting or legal specialist, as the Board deems necessary to ensure the investigation is conducted fairly and independently.

During the investigation, the investigator will have access to all of the relevant materials, documents, and records. The directors, officers, employees and agents of the Company must cooperate fully with the investigator. Evidence, including any materials, documents or records shall be held by the investigator securely.

### 8.2 Reporting

At the conclusion of the investigation, the investigator will prepare a report (the Final Report) of the findings for the Board. All material violations occurred and any actions which may be required as a result of the investigations will be included in the Final Report. The Company will ensure that, provided that the claims was not submitted anonymously, the Whistleblower will be notified once an investigation has been completed. But please note the Company may be unable to disclose particular details or the outcome of the investigation in the Final Report.

## **9 TRAINING**

---

All employees and management of the Company will receive periodic training on this Policy to ensure they are aware of their obligations and rights under it.

## **10 COMMUNICATION OF POLICY**

---

This Policy will be communicated and promoted at all levels of the Company's business and disclosed on the Company's website for reference by external stakeholders.

## **11 REVIEW OF POLICY**

---

- (a) The Audit and Risk Management Committee will review this Policy at least annually to ensure it is operating effectively.
- (b) A report will be made to the Board of the outcome of each review and all recommended changes to the Policy.
- (c) Any changes to this Policy may be made by a resolution of the Board.

**Approved by the Board**

Date: 12 November 2021