

WHISTLEBLOWER POLICY



WEST COAST
AQUACULTURE

WEST COAST AQUACULTURE GROUP LIMITED
(ACN 637 883 848)

WHISTLEBLOWER POLICY

This Document is adopted by West Coast Aquaculture Group Ltd (“The Company”) on the 1st day of January in the year of 2020.

1. Introduction

1.1 Commitment

- (a) Whistleblowers play an important role in the identification of wrongdoing and for this reason, they are key players in a company’s corporate governance, particularly in the area of risk management.
- (b) The Company recognises that individuals who are considering reporting wrongdoing may fear that their identity will be disclosed or that they will suffer retribution or other detriment by reason of having reported wrongdoing.
- (c) This Policy has been adopted by the Board to ensure concerns regarding unacceptable conduct including breaches of the Company's Code of Conduct can be raised on a confidential basis, without fear of reprisal, dismissal or discriminatory treatment.

1.2 Purpose of this Policy

- (a) The purpose of this Policy is to:
 - support the Company’s values and Code of Conduct; and
 - ensure that individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported by the Company; and
 - ensure that whistleblower disclosures are dealt with appropriately and on a timely basis; and
 - provide transparency regarding the Company’s processes for receiving, handling and investigating whistleblower disclosures; and
 - encourage employees and business partners of the Company to have the confidence to speak up and report wrongdoing; and
 - help deter wrongdoing.

1.3 Who is covered by this Policy?

- (a) This Policy applies to the following:
 - Directors; and
 - Officeholders; and
 - Employees (including permanent, part-time, fixed term or temporary); and
 - Contractors; and
 - Consultants; and
 - Suppliers of services or goods (whether paid or unpaid) and employees of those suppliers; and
 - Third party providers; and
 - Interns; and
 - Auditors and Advisers; and
 - Former employees of the Company; and

- Individuals who are associates of any entity within the Company and relatives, dependents and spouses of any of those persons.

(collectively, **Company Persons**)

2. Reportable Conduct Covered by this Policy

2.1 Reportable Conduct by the Company Persons

(a) The Company Persons are encouraged to report any actual or suspected illegal, unacceptable or undesirable conduct, which may include conduct and behaviour (actual, suspected or attempted) that is:

- criminal; dishonest; unethical; fraudulent; misleading; deceptive; corrupt; non-compliant with, or may give rise to questionable, accounting or auditing practices; or
- in breach of regulations, legislation or inappropriate workplace behaviour, or other failure to comply with any legal or regulatory obligation; or
- a serious risk to public health, public safety or the environment; or
- deliberate conduct or otherwise, that may cause material financial, non-financial or reputational risk to the Company; or
- inconsistent with the Code or other Company policies.

2.2 Reportable Conduct by Third Party

(a) Reportable Conduct can include the conduct of a third party such as a supplier or service provider. Some examples include:

- illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property; or
- fraud, money laundering or misappropriation of funds; or
- offering or accepting a bribe; or
- financial irregularities; or
- failure to comply with, or breach of, legal or regulatory requirements; and engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made or be planning to make a disclosure.

3. Reporting and Investigating Unacceptable Conduct

3.1 Whistleblower Protection Officer

(a) Disclosure of Reportable Conduct may be made by contacting a designated **Whistleblower Protection Officer** as outlined in the Schedule.

(b) The appointed Whistleblower Protection Officer is expected to have received and undergone complete training in dealing with disclosures referred to in this Policy.

(c) The Whistleblower Protection Officer's role is to protect and safeguard the rights and interests of whistleblowers and preserving the integrity of reporting mechanisms under this Policy.

3.2 Disclosure of Reportable Conduct

- (a) A person can make a report by calling or emailing outside of business hours.
- (d) The person making the complaint will have the option of either:
- identifying themselves; or
 - remaining anonymous.
- (e) Disclosure of Reportable Conduct must be based on information that is directly known to the person making the disclosure. That person must have reasonable grounds to suspect the alleged Reportable Conduct has occurred or is likely to occur. This does not include rumours of Reportable Conduct or hearsay.
- (f) When making a disclosure of Reportable Conduct, whistleblowers are encouraged to clearly communicate that they are making a disclosure of Reportable Conduct and to provide as much information as possible, including any known details related to the Reportable Conduct and any steps that have been taken to disclose the matter elsewhere in an attempt to resolve the concern.
- (g) Whistleblowers are not expected to investigate their concerns or to provide their validity prior to making a disclosure of Reportable Conduct.
- (h) Persons making a disclosure may advise that they wish to remain anonymous or place restrictions on who knows their identity. The Company will comply with these requests and will still make best endeavours to investigate an anonymous disclosure. However, there may be limitations in investigating a disclosure where a whistleblower does not consent to disclosure of their identity.
- (i) If a discloser wishes to remain anonymous, if possible, they should maintain ongoing two-way communication with the Company so the Company can ask follow-up questions or provide updates and feedback.
- (j) If a Person discloses Reportable Conduct to an Eligible Recipient, the Eligible Recipient must as soon as reasonably possible and with the whistleblower's consent, notify a Whistleblower Protection Officer to ensure that the Company's mechanisms for protecting and safeguarding disclosers can commence as soon as possible.
- (k) Whistleblowers may qualify for protection if disclosures of Reportable Conduct are made to legal practitioners, the police or other regulatory bodies.
- (l) The Company will not prevent (whether through a confidentiality agreement or otherwise) an Eligible Person from making a disclosure of Reportable Conduct to a regulator, the police or legal practitioner but whistleblowers are encouraged to contact a Whistleblower Protection Officer or independent legal practitioner prior to making a "public interest" or "emergency disclosure" in order to properly understand the criteria that qualifies those types of disclosures for protection.

3.3 Addressing a disclosure of Reportable Conduct

- (a) The Whistleblower Protection Officers are responsible for receiving, forwarding and acting upon disclosures made under this Policy.
- (b) A disclosure will be acknowledged by the Whistleblower Protection Officer within a reasonable period after the disclosure is received, if the discloser can be contacted.
- (c) Disclosures of Reportable Conduct will be assessed by the Whistleblower Protection Officer as to whether further investigation is appropriate. The matters will then be referred to a designated Whistleblower Investigation Officer for investigation.
- (d) The whistleblower will be informed of the Whistleblower Investigation Officer's appointment and the Whistleblower Investigation Officer will contact the whistleblower as soon as practicable to acknowledge receipt of the disclosure and to establish a process, including expected timeframes, for reporting to the whistleblower on the progress of dealing with the disclosure (except where the disclosure has been made on an anonymous basis).
- (e) The whistleblower will be contacted by the Whistleblower Investigation Officer, as soon as practicable, to discuss the whistleblower's welfare and to discuss a communication process, if required (except where the disclosure has been made on an anonymous basis).
- (f) If it is determined that there is insufficient information or evidence to warrant further investigation, the whistleblower will be informed at the earliest possible opportunity. No further action will be taken (except where the disclosure has been made on an anonymous basis).
- (g) Where a formal investigation is initiated, this will be an objective fair, independent, thorough and confidential process, without bias, conducted by the Whistleblower Investigation Officer.
- (h) Investigations will be independent of the business unit in respect of which allegations have been made, the whistleblower, or any person who is the subject of the Reportable Conduct.
- (i) The Whistleblower will be informed by the Whistleblower Investigation Officer of the final outcome of the investigation, where appropriate and possible.
- (j) Where investigations substantiate an allegation arising from the disclosure of Reportable Conduct, the matter will be dealt with in accordance with established administrative or disciplinary procedures, which may result in disciplinary action, including termination of employment or engagement and matters may be referred to external parties where appropriate (e.g. in matters that may involve criminal behaviour).
- (k) All information relating to a disclosure and its investigation will be retained under strict security and confidentiality.

- (l) Unauthorised release of information to someone not involved in the investigation without the consent of a whistleblower will be a breach of this Policy except where the disclosure is required by law or it is appropriate to make the disclosure to a regulator. Only a restricted number of people who are directly involved in handling and investigating a disclosure are made aware of a discloser's identity or information that is likely to lead to the identification of the discloser.

3.4 Other persons and organisations you may report to

- (a) Under the **Corporations Act**, a person may also make a report about Reportable Conduct to:
 - any director of the Company;
 - the Company's auditor, or a member of the audit team conducting an audit of the Group; and
 - ASIC or APRA.
- (b) Such reports will also qualify as Protected Reports.
- (c) A person is entitled to make such a report without making a prior report to their manager or to an Authorised Recipient as described in this Policy.
- (d) However, the Group encourages concerns to be reported to a person's manager or to an Authorised Recipient in the first instance.
- (e) Similar protection exists for disclosures related to the tax affairs of an entity under the Taxation Administration Act.
- (f) Aside from making a disclosure under this Policy, individuals are free to make a protected disclosure at any time directly to an external party, such as ASIC, APRA and the Australian Federal Police, as provided for in the Corporations Act or under any other law.

3.5 Public interest and emergency disclosures

- (a) In limited circumstances, the Corporations Act permits a person to make a report about Reportable Conduct to a member of the Federal Parliament or a State Parliament or to a journalist and for that report to qualify as a Protected Report.
- (b) It is important for the person making the disclosure to understand the criteria for making a public interest or emergency disclosure.
- (c) For example, a disclosure must have previously been made to ASIC, APRA or other certain bodies as set out in the Corporations Act and in the case of a public interest disclosure, certain time periods must have passed since the previous disclosure.
- (d) The Group recommends a person considering making such a disclosure obtain independent legal advice to ensure that they understand these conditions if they are considering making a public interest disclosure or emergency disclosure.

3.6 Legal advice

- (a) The Corporations Act also permits a person to disclose information about Reportable Conduct to a legal practitioner for the purpose of obtaining legal advice or representation about the operation or application of the whistleblower protections in the Corporations Act. Any such disclosure will also qualify as a Protected Report.
- (b) A disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act are protected, even in the event that the legal practitioner concludes that a disclosure does not relate to a discloseable matter.

3.7 Advice on whether a matter is Reportable Conduct

- (a) If a person is unsure whether something, they are concerned about is Reportable Conduct, they may seek confidential guidance from the Whistleblower Protection Officer or an independent legal practitioner.

3.8 False reporting

- (a) The Company will treat all reports of Reportable Conduct seriously and will ensure that Eligible Persons who raise concerns in accordance with this Policy will have the benefit of the protections afforded by this Policy. However, deliberate false reporting will not be tolerated.
- (b) False reports could have significant effects on the reputation of the Group and the personal reputations of other people and may also lead to a significant waste of time and effort.
- (c) Any person found to have made a deliberate false report will be subject to disciplinary action with reference to the Constitution and the relevant laws and regulations.

4. Protecting Confidentiality and Privacy

4.1 Confidentiality

- (a) If a Company Person makes a report of unacceptable conduct under this Policy, and the Company is aware of that person's identity, the Company will make every reasonable endeavour to ensure that person's identity is protected from disclosure.
- (b) The Company will not disclose the Company Person's identity unless:
 - the Company Person making the report consents to the disclosure; or
 - the disclosure is required by law; or
 - the disclosure is necessary to prevent or lessen a serious threat to a person's health or safety; or
 - it is necessary to protect or enforce the Company's legal rights or interests or to defend any claims.
- (c) The Company will take disciplinary action, which may include dismissal, against any person who makes an authorised disclosure of the identity of a person who makes a disclosure

of Reportable Conduct under this Policy of information that is likely to lead to the identification of that person.

- (d) It is an offence under Australian law for a person who has directly or indirectly obtained information about the identity of a person who has made a protected disclosure, to disclose the identity of that person or information that is likely to lead to the identification of that person, without authorisation or in accordance with applicable laws.
- (e) Company Persons who make complaints in good faith and without malice can rely on the protection afforded by this Policy. However, disciplinary action may be taken against an individual making malicious or vexatious allegations.

4.2 Fair treatment of employees mentioned in a disclosure

- (a) Any Company employee who is the subject of, or mentioned in, a **Protected Report** will be:
 - informed about the matter in accordance with the principles of natural justice and procedural fairness; and
 - given a reasonable opportunity to put their case to the **Whistleblower Investigation Officer** if any investigation is conducted; and
 - informed of the outcome of the investigation (but will not be given a copy of the investigation report).
- (b) Where an investigation does not substantiate a disclosure made in a Protected Report, the fact that an investigation has been carried out, the results of the investigation, and the identity of any person the subject of the report will remain confidential, unless the subject of the report requests otherwise.

4.3 Protection from detrimental acts or omissions

- (a) A person cannot engage in conduct that victimises or causes detriment to a discloser (or another person) in relation to a discloser if:
 - that person believes or suspects that the discloser made, may have made, proposes to make or could make a disclosure that qualifies for protection; and
 - the belief or suspicion is the reason, or part of the reason, for the conduct.
- (b) All persons must abstain from any activity that is or could be perceived to be victimisation or harassment of persons who make disclosures under this Policy.
- (c) The Group will take disciplinary action, which may include dismissal, against any person who causes detriment or threatens to cause detriment to a person because they believe or suspect that the person has made, proposes to make or could make a disclosure under this Policy.
- (d) For the purposes of this Policy, 'detrimental conduct' includes but is not limited to dismissal, injury of a person in his or her employment or engagement, alteration of a person's position or duties to his or her disadvantage, discrimination, harassment, intimidation, harm or injury to a person including psychological harm, damage to a

person's property, reputation, business or financial position, and any other damage to a person.

- (e) A person who makes a disclosure in accordance with applicable laws is protected from civil, criminal and administrative liability in relation to their disclosure. However, these protections do not grant immunity for any misconduct the discloser has engaged in that is revealed in their disclosure.

5. General Report, Monitor and Reviews of Whistleblower Activity

5.1 Minimum Standards

- (a) This Policy sets out the minimum standards required for all personnel of the Company.
- (b) The Whistleblower Investigation Officer is to report to the Audit Committee with respect to the disclosure of an investigation of Reportable Conduct.
- (c) If a person who makes a disclosure of Reportable Conduct considers that their disclosure has not been dealt with in accordance with this Policy, or that they have been subject to retribution or other detriment as a result of making the disclosure, the matter should be escalated to the Whistleblower Investigation Officer in the first instance or otherwise to the Chair of the Company.
- (d) The Whistleblower Investigation Officer, in consultation with the Chair of the Audit Committee, will determine the most appropriate course for handling the matter, which may include informal resolution options or a formal investigation.
- (e) Any matters of a criminal nature will be reported by the Whistleblower Investigation Officer, in consultation with the Chair of the Audit Committee, to the police and, if appropriate, other appropriate regulatory authorities.

6. Protection against legal actions

6.1 Special protections under the Corporations Act

- (a) Further to the protections set out in paragraph 4.3 of this Policy, the Corporations Act provides that Whistleblower may be eligible for additional special protection as prescribed in Part 9.4AAA of the Act.
- (b) Unless a report is deliberately false, a person who makes a disclosure which qualifies for special protection under this Policy will not be subject to any civil, criminal or administrative liability for making the report, and no action, claim or demand may be taken or made of or against the person for making the disclosure.
- (c) A person who has made a report is taken not to have committed any offence against any legislation which imposes a duty to maintain confidentiality with respect to any information disclosed.
- (d) The Whistleblower may have qualified privilege in respect of the report.

- (e) In some circumstances, the report may not be admissible against the Whistleblower in criminal proceedings or in proceedings for the imposition of a penalty.
- (f) The Eligible Recipient commits an offence if they disclose the substance of the report or the Whistleblower's identity prior to obtaining the Whistleblower's consent, to anyone except for ASIC, APRA, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

7. Compensation and other remedies

- (a) Australian law provides that a court may order a person who causes detriment to a whistleblower to pay the whistleblower compensation (or other remedies) pursuant to paragraph 7(b).
- (b) A Whistleblower may be eligible for compensation and other remedies through the courts if:
 - they suffer loss, damage or injury because of making a disclosure; and
 - if the Company failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

8. Disclosure that are not covered by this Policy

8.1 General

- (a) Disclosures of information that is not about Reportable Conduct are not covered by this Policy and do not qualify for protection under the Corporations Act.
- (b) Disclosures that relate solely to personal work-related grievances are not covered by this Policy and information relating to these matters may not be disclosed under this Policy.
- (c) A matter is a personal work-related grievance if it relates to a person's employment or former employment with the Group and has implications for them personally but:
 - does not have significant broader implications for the Group; and
 - does not relate to anything done or alleged to be done by the person in relation to Reportable Conduct.
- (d) Matters that might constitute personal work-related grievances include:
 - a decision relating to a person's engagement or the terms and conditions of engagement, including a decision regarding any transfer or promotion applied for; or
 - raising with the person matters relating to their performance in their role, or any other matters arising in the ordinary course of their engagement; or
 - any investigation of alleged misconduct by the person, or a decision to take disciplinary action, suspend or terminate their engagement; or
 - an interpersonal conflict between the person and another employee.
- (e) Sometimes a disclosure about one of these matters may also constitute a report about Reportable Conduct, for example if the disclosure relates to information that suggests misconduct beyond a person's own circumstances or a larger or more systemic issue about the culture or environment of the Group.

- (f) If a person believe that this describes their situation then it is recommended that they seek advice from the Whistleblower Protection Officer.
- (g) If a person does have a personal work-related grievance that does not involve any Reportable Conduct, but they would like internal assistance to resolve that grievance then please contact the HR and Administration Manager.

9. Access to this Policy

This Policy will be made available in the Corporate Governance section of the Company's website and the Company's intranet. A copy may also be obtained from a Whistleblower Protection Officer.

10. Training

The Company will provide training to employees in respect of their rights and obligations under this Policy and will provide training to managers and others who may receive disclosures made under this Policy on how to handle those disclosures.

11. Contact

Any questions relating to the interpretation of this Policy should be forwarded to the Whistleblower Investigation Officer.

12. Review of this Policy

This Policy and related procedures will be reviewed periodically by the Audit Committee to ensure that whistleblower reports are being appropriately recorded, investigated and responded to and to consider whether any changes are required to the Policy or procedures.

13. Glossary

ASX	means ASX Limited ACN 008 624 691 or the securities exchange operated by it (as the case requires).
Authorised Officer	means Company Secretary or the Managing Director or any other person appointed by the Board from time to time
Board	means the Company's board of directors.
Chairman	means the person appointed as the chairman of the Board from time to time.
Company Secretary	means any person appointed as the company secretary of the Company from time to time.
Director	means the persons appointed as directors of the Company from time to time.
Company	means the Company as outlined in the Schedule.

Company Person	as described in paragraph 1.3.
Eligible Recipient	An office or senior manager of the Company, the internal or external auditor (including a member of an audit team conducting an audit) or actuary or a person authorised by the Company to receive disclosure that may qualify for protection.
Policy	means this document or any amending or replacement document.
Taxation Administration Act	The Taxation Administration Act provides protection for disclosures of information that indicates misconduct or an improper state of affairs in relation to the tax affairs of an entity or an associate of an entity where the person considers the information may assist in the recipient of that information to perform functions or duties in relation to the tax affairs of the entity or an associate.

14. Related Policies and Information

- (a) ASIC Information Sheet 238, "Whistleblower rights and protections"; and
- (b) ASIC Information Sheet 239, "How ASIC handles whistleblower reports".

SCHEDULE

ITEM(S)	PARTICULARS
Item 1 (the Company)	<p>Company Name: West Coast Aquaculture Group Ltd Australian Company Number: 637 883 848 Registered Address: c/- Agile Legal Consulting, 7/257 Collins St, Melbourne VIC 3000</p>
Item 2 (the Whistleblower Protection Officer)	<p><u>CHIEF OPERATIONS OFFICER</u> Family Name: Chin Given Name: Teik Hon Contact Details: alanhan44@yahoo.com</p>
Item 3 (Eligible Recipients)	<p><u>COMPANY SECRETARY</u> Family Name: Lee Given Name: Elizabeth Bee Hiang Contact Details: liz888@westnet.com.au</p> <p><u>AUDIT & RISK COMMITTEE</u> Family Name: Lee Given Name: Ping Chong Contact Details: ping@bsnlegal.com.au</p>
Item 5 (the Whistleblower Investigation Officer)	<p><u>CHIEF OPERATIONS OFFICER</u> Family Name: Chin Given Name: Teik Hon Contact Details: alanhan44@yahoo.com</p> <p><u>COMPANY SECRETARY</u> Family Name: Lee Given Name: Elizabeth Bee Hiang Contact Details: liz888@westnet.com.au</p> <p><u>AUDIT & RISK COMMITTEE</u> Family Name: Lee Given Name: Ping Chong Contact Details: ping@bsnlegal.com.au</p>
Item 5 (Hours of availability)	<p><u>CHIEF OPERATIONS OFFICER</u> Monday to Friday: 9.00am to 5.00pm</p> <p><u>COMPANY SECRETARY</u> Monday to Friday: 9.00am to 5.00pm</p> <p><u>AUDIT & RISK COMMITTEE</u> Monday to Wednesday: 9.00am to 5.00pm</p>