

Policy Name:	ANATARA WHISTLEBLOWER POLICY
Policy Number:	ANR-18
Date last Reviewed:	26 June 2019
Approved by:	Board
Signature:	<i>[Handwritten Signature]</i>
Date of Approval:	26 August 2019
Date of Next Review:	
Related Policies:	
Contact Officer:	CEO
Associated Appendices / Procedures:	

Revision History			
<i>Revision Number</i>	<i>Issue Date</i>	<i>Author</i>	<i>Revision Summary</i>
01	8 April 2019	S Lydeamore	
02	26 June 2019	M West	Bring into compliance with new act

Policy Objective

The Board of Directors is the governing body of Anantara Lifesciences Ltd.

The Board recognises the expectations of the Company's shareholders, employees, partners and the community, and to this end, the Board is committed to best practice in corporate governance, compliance and ethical behaviour.

Anatara also recognizes that the existence of an effective whistleblower policy is a strong indicator that Anatara is complying with its legal and ethical obligations. Anatara believes that a whistleblower policy is important to enable stakeholders to feel that their concerns are being properly considered by the Company and that employees are not being penalised for fulfilling their obligations to ensure that Anatara' conduct meets its policies on good corporate governance.

1. Definitions

1.1 Whistleblowing

For the purposes of this policy, *Whistleblowing* is defined as:

“the deliberate, voluntary disclosure of individual or organisational *Unacceptable Conduct* by a person that has or had privileged access to data, events or information about an actual, suspected or anticipated *Unacceptable Conduct* within or by an organisation that is within its ability to control”.

1.2 Whistleblower

For the purposes of this policy, a *Whistleblower* is defined as:

“A current or former employee, director, related officer, supplier or contractor of any member of the Anantara Group of Companies, or a relative or dependent of a current or former employee, director, related officer, supplier or contractor of any member of the Anantara Group of Companies, who whether anonymously or not, makes or attempts to make a disclosure as defined by 1.1”.

1.3 Unacceptable Conduct

For the purposes of this policy, *Unacceptable Conduct* is defined as any conduct which:

- is dishonest, fraudulent or corrupt;
- is illegal, such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law;
- is associated with terrorist financing, money laundering, or bribery;
- is unethical, such as dishonestly altering Company records or data, adopting questionable accounting practices or wilfully breaching any of Anataras policies;
- breaches of the Code for the Responsible Conduct of Research;
- is potentially damaging to Anataras or an Anataras person, such as unsafe work practices or substantially wasting Company resources;
- may cause financial loss to Anataras or damage its reputation or be otherwise detrimental to Anataras interests; or
- involves any other kind of serious impropriety; that would, if proven, constitute by a member of Anataras or its subsidiaries:
 - a criminal offence; or
 - reasonable grounds for dismissing or dispensing with, or otherwise terminating, the services of Anataras or its subsidiaries personnel who was, or is, engaged in that conduct; or
 - reasonable grounds for disciplinary action.

1.4 Protected Disclosure

For the purposes of this policy, *Protected Disclosure* is defined as:

“any communication based on objectively reasonable grounds to suspect misconduct or a contravention or an improper state of affairs or circumstances that may evidence *Unacceptable Conduct*”.

2. **Who Does This Policy Apply To?**

Anataras is committed to making this policy available for all staff directly employed by Anataras and its subsidiary companies.

This includes:

- all current and former employees of Anataro Lifesciences Ltd., its subsidiary companies, whether full time, part time or casual, at any level of seniority;
- family members of current and former employees, officers, directors, suppliers and collaborators;
- co-workers or principals of organisations that have a long-term relationship with an Anataro Group Company as customers, suppliers, advisers or agents; and
- consumers or resellers of the Anataro Group's products or services.

3. Who Do I Report *Unacceptable Conduct* To?

It is expected that an Anataro employee will be able to resolve most concerns or queries relating to their employment with, or the operations of, Anataro Lifesciences Ltd. by discussing them with:

- their immediate supervisor; and/or
- a member of the Executive Group.

However, Anataro recognises that there may be issues of such sensitivity that an Anataro employee does not feel comfortable to use this reporting path.

Alternatively, there may be occasions where the staff member does not feel the concerns they have raised has been adequately addressed, or where they feel that the parties above may not be impartial.

In these cases, concerns should be addressed to the following:

- Sue MacLeman, Chair;
email: smacleman@anataro.com and/or
- Steven Lydeamore, CEO
email: slydeamore@anataro.com, telephone: +61 438 027 172

A person proposing to make a report (the *Whistleblower*) should do their best to ensure that there is a reasonable basis for the report. However, it is not the reporting person's job to investigate or prove a case of *Unacceptable Conduct*.

Where a report relates to *Unacceptable Conduct*, the person who receives the report will make a record of all the relevant information provided by the *Whistleblower*.

The *Whistleblower* will have the option of either identifying themselves or remaining anonymous (subject to permitted disclosures as set out in Section 8).

4. Disclosure Protected by the Treasury laws amendment (Enhancing Whistleblower Protections) Act 2019

Under the Treasury laws amendment (Enhancing Whistleblower Protections) Act 2019, the disclosure of information relating to *Unacceptable Conduct* qualifies for certain protection where:

- The discloser is an eligible Whistleblower in relation to the company as defined by the Act and outlined in section 1.2;
- the disclosure is made by a *Whistleblower* to an eligible recipient including any of the following:
 - the Australian Securities and Investment Commission (ASIC)
 - Anantara external Auditor or member of the external audit team
 - a Director
 - Company Secretary
 - An officer or senior manager of the company
 - A legal practitioner for the purposes of obtaining legal advice or representation in relation to the disclosure;
- the *Whistleblower* making the disclosure provides his or her name prior to disclosing the information;

the *Whistleblower* has reasonable grounds to suspect that the *Unacceptable Conduct* relates to a breach of the Corporations Act, The Treasury Laws Amendment (Enhancing Whistleblower Protection) Act, constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or represents a danger to the public or the financial system; in Australia.

Where information is disclosed by a *Whistleblower* in accordance with these criteria, the person receiving the information may not tell anyone other than ASIC, the Australian Prudential Regulation Authority or the Australian Federal Police any of:

- the information disclosed;
- the identity of the *Whistleblower*; or
- any information which will enable the identification of the *Whistleblower*,

unless the *Whistleblower* consents to that disclosure.

This means that where a *Whistleblower* discloses their identity prior to reporting information relating to a possible breach, Anantara will be unable to investigate the report unless the *Whistleblower* consents to the information being released for use in the investigation.

A protected disclosure may also be made to a journalist or member of parliament if the disclosure is in the public interest or to avert the immediate safety of one or more persons or the natural environment, provided such disclosure was previously made as outline above and more than 90 days has elapsed since the disclosure and the discloser does not have reasonable grounds to believe that action is being taken.

5. Investigating Reports of Unacceptable Conduct

Where a report of *Unacceptable Conduct* is referred to the investigation officer (the person to whom the initial complaint was made) this person may ask a senior manager to undertake the investigation. In the event that the *Unacceptable Conduct* relates to a breach of the Australian Code for the Responsible Conduct of Research, the matter will be investigated by the Chief Operating Officer (COO) and 2 officers nominated by the COO.

Managers/investigating officers will be asked to conduct such investigations only if they are capable to do so in a disinterested manner.

In certain circumstances, (for example where the report involves allegations of fraud) the Chair or CEO may decide to appoint external investigators.

Where a report of suspected *Unacceptable Conduct* relates to a significant matter involving the CEO, the report should be directed to the Chair of the Board of Directors.

6. How is an Investigation Carried Out?

The person that undertakes the investigation will be required to follow normal Anantara procedures for handling a complaint or disciplinary issue. This would normally 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;
- 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.

Where the *Whistleblower* has identified themselves, the investigating manager would be likely to begin by interviewing that person.

However, *the Whistleblower's* identity would not be made known to other parties without their specific consent (subject to permitted disclosures as set out in Section 8).

7. Outcome of Investigations

At the end of the investigation, the investigating officer, or the COO in the case of an alleged breach of the Australian Code for the Responsible Conduct of Research, will report their findings to the CEO, or in the case that the investigation involves the CEO, to the Chair of the Board of Directors, who will determine the appropriate response.

This response will include rectifying any *Unacceptable Conduct* and taking any action required to prevent any future occurrences of the same or similar conduct.

Where issues of discipline arise, the response will also be in line with Anantara's procedures for disciplinary matters. Where allegations of *Unacceptable Conduct* made against another 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.

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

Once the matter is completed a verbal report will be provided to the *Whistleblower*. This report will detail the findings to the fullest extent possible within commercial, legal and confidentiality constraints. Where the *Whistleblower* chooses to remain anonymous, alternative arrangements will be made for providing a verbal report of the outcome of the investigation to the *Whistleblower*.

8. Protecting Confidentiality and Privacy

If a *Whistleblower* makes a report of Unacceptable Conduct under this policy, Anantara will endeavour to ensure that the *Whistleblower's* identity is protected from disclosure.

Accordingly, Anantara will not disclose a *Whistleblower's* identity unless:

- the *Whistleblower* making the report consents to the disclosure; or
- the disclosure is required or authorised by law (including pursuant to the Corporations Act as described in Section 4); 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 Anantara' legal rights or interests or to defend a claim.

Anantara will also ensure that any records relating to a report of *Unacceptable Conduct* are stored securely and are able to be accessed only by authorised staff.

Unauthorised disclosure of:

- the identity of a *Whistleblower*; or

- information from which the identity of the *Whistleblower* could be inferred,

will be regarded as a disciplinary matter and will be dealt with in accordance with Anataras' disciplinary procedures. In addition the law imposes significant penalties for an individual, the greater of:

- 5,000 penalty units (currently **\$1.05 million**); or
- three times the benefit derived or detriment avoided; and

for companies, the greater of:

- 50,000 penalty units (currently **\$10.5 million**);
- three times the benefit derived or detriment avoided; or
- 10% of the body corporate's annual turnover,
- up to 2.5 million penalty units (currently **\$525 million**).

for breaches on the identity of whistleblowers

Anataras is committed to protecting and respecting the rights of any *Whistleblower* who reports *Unacceptable Conduct* in good faith.

Anataras will not tolerate any reprisals, discrimination, harassment, intimidation or victimisation against any person suspected of making a report of *Unacceptable Conduct*, or against that person's colleagues or relatives. Any such retaliatory action will be treated as serious misconduct and will be dealt with in accordance with Anataras' disciplinary procedures.

A person who intends to make a report under this policy may make a request from the reporting officer for special protection measures, if their identity is likely to be readily inferred from the nature of the information in the report. Requests will be considered considering both the *Whistleblower's* interests and those of Anataras.

9. Policy Review

This policy will be reviewed on a regular basis, in line with Audit & Risk Review Committee procedures.

This review will ensure that the policy provides the effectiveness of the protection programme described in this policy.

References:

- ASIC Policy Statement 103: Confidentiality and Release of Information
- Whistleblowers Protection Act 2001
- Treasury laws amendment (Enhancing Whistleblower Protections) Act 2019
- Woodside Petroleum Whistleblower Policy
- St George Group of Companies Whistleblower Policy
- AMCOR Whistleblower Policy 2004
- Melbourne Water Whistleblower Policy
- “Implementing Best Practice Whistleblowing Programs and Providing Effective Whistleblower Protection”, by Anne Trimmer, Partner, Minter Ellison, November 2003