

## INTRODUCTION

This Policy sets out the following:

1. Purpose
2. Compliance
3. Making a report
4. Acting in good faith
5. Protection of whistleblower
6. Definitions
7. Further information

### 1. PURPOSE

Directors, officers, employees and contractors are expected to observe high standards of business and personal ethics and act honestly, with integrity and in compliance with all applicable laws and regulations in fulfilling their duties and responsibilities.

The purpose of this Whistleblower Policy ("**Policy**") is to assist directors, officers, employees and contractors to raise and report suspected improper, unethical or inappropriate conduct by setting out a clear process to encourage timely reporting of suspected, potential or actual breaches of laws or contraventions of Australis' policies and procedures in good faith, without fear of victimisation or dismissal.

### 2. COMPLIANCE

This Policy applies in all jurisdictions in which Australis operates and applies to all Australis directors, officers, executives, employees, agents, independent consultants, contractors and other Australis representatives ("**Australis Personnel**"). All directors, officers, executives and employees are required to confirm in writing that they have understood this Policy as part of the Australis Induction Policy and Procedure and agents, contractors and other Australis representatives shall be required to adhere to this Policy as a fundamental term of their engagement.

### 3. MAKING A REPORT

Australis Personnel are required to report in good faith **unacceptable conduct**, including suspected or potential violations of Australis' Code of Conduct and other policies and procedures, in accordance with this Policy. In most cases, Australis Personnel should approach their supervisor first as they may be in the best position to address a concern.

In situations where Australis Personnel are not comfortable speaking to their supervisor or not satisfied with their supervisor's response, they are encouraged to speak with anyone in management whom they are comfortable in approaching.

Supervisors and managers are required to report actual, potential and suspected **unacceptable conduct** to the **Report and Investigation Officer** of their relevant jurisdiction, who has specific and exclusive responsibility to investigate all reported incidences of **unacceptable conduct**.

#### Reporting Procedures

The **Report and Investigation Officer** is responsible for investigating and resolving all reported complaints and allegations concerning **unacceptable conduct**. At their discretion, the **Report and Investigation Officer** shall advise the **Chair** and **CEO** and/or the Audit and Risk Management Committee or its equivalent of the complaint. The **Report and Investigation Officer** has direct access to the Audit and Risk Management Committee (or its equivalent) and, is required to report to the Audit and Risk Management Committee (or its equivalent) at least annually on compliance activity.

If any person is not comfortable speaking with the **Report and Investigation Officer** on a particular matter or if they are unavailable and the matter is urgent, they should contact the **Chair** or another member of the **Board**.

### **Accounting and Auditing Matters**

The Audit and Risk Management Committee (or its equivalent) will address concerns raised in relation to corporate accounting practices, internal controls or auditing. The **Report and Investigation Officer** is responsible for notifying the Audit and Risk Management Committee (or its equivalent) of any such complaint and work with the committee to resolve the matter.

### **Handling of Reports**

The **Report and Investigation Officer** will notify the person who reported the alleged **unacceptable conduct** and acknowledge receipt of the report within 5 business days. All reports will be promptly investigated and, if warranted, appropriate corrective action will be taken. In conducting investigations, the **Report and Investigation Officer** must ensure they observe the confidentiality obligations and in particular must not disclose the information reported, the identity of the person making the disclosure or any information that is likely to lead to the identification of the person making the disclosure.

## **4. ACTING IN GOOD FAITH**

Anyone filing a complaint must act in good faith and have reasonable grounds for believing the information disclosed indicates an incidence of **unacceptable conduct**. If a complaint made in good faith is not substantiated by an investigation, no action will be taken against the whistleblower. If however a complaint is made maliciously, is known to be false or simply to cause anger, irritation or distress, disciplinary action may be taken against the reporter.

## **5. PROTECTION OF WHISTLEBLOWERS**

Reports of **unacceptable conduct** made under this Policy will be kept confidential and the reporter's identity may only be disclosed as required by law to ASIC, APRA or a member of the Australian Federal Police, or to someone else with the consent of the report to the extent possible, consistent with the need to conduct an adequate investigation.

Australis Personnel who in good faith report **unacceptable conduct** under this Policy shall not suffer detriment, either actual or threatened, harassment, retaliation or adverse employment or engagement consequence. If any Australis Personnel retaliates against someone who has reported **unacceptable conduct** in good faith they will be subject to disciplinary action up to and including termination of employment or services.

## **6. DEFINITIONS**

For the purpose of this Policy the following definitions apply:

**Australis or Company** means Australis Oil & Gas Limited and its subsidiaries and joint ventures in which Australis and/or a subsidiary owns a controlling interest.

**Board** means the board of Directors of the **Company**.

**CEO** means the person acting in the capacity of Chief Executive Officer of the **Company** or the consolidated corporate group.

**Chair** means the chair of the **Board**.

**Report and Investigation Officer** means the designated jurisdictional Company official responsible for investigating and resolving all reported complaints and allegations concerning violations of the Company's Code of Conduct. The Report and Investigation Officer for each jurisdiction in which Australis conducts business is the Company Secretary.

**Unacceptable conduct** covered by this Policy includes, but may not be limited to, any conduct that:

- 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 unethical, such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully contravening Australis' Code of Conduct;
- is potentially damaging to Australis or Australis Personnel, such as unsafe work practices, environmental damage or substantial wastage of company resources;
- may cause financial loss to Australis or damage to its reputation or be otherwise detrimental to Australis' interests;
- involves bribery, or
- a deliberate concealment of information tending to show any of the above.

**Whistle blowing** means a disclosure of information made by Australis Personnel where they reasonably believe that **unacceptable conduct** occurred or is likely to occur in the future.

## **7. FURTHER INFORMATION**

For further information, clarification or questions regarding the content or application of this policy please contact the Company Secretary.

Adopted by the Board on 15 June 2016.