



Whistleblower Policy

In this policy, "**Walker**" means Walker Corporation Pty Limited (ACN 001 176 263) as trustee for the L A Walker Family Trust (ABN 92 134 623 291), Walker Group Holdings Pty Limited (ACN 001 215 069) and all their respective Australian domiciled controlled and related entities.

Purpose

Walker is committed to conducting business ethically, with integrity and in accordance with all applicable laws. All persons, directors, officers, employees, contractors, or consultants, who are employed by, act for or represent Walker (**Walker Personnel**) are required to act in a manner which upholds this commitment as outlined in Walker's Code of Conduct and other applicable policies.

To facilitate Walker uncovering misconduct that may not otherwise be detected, it is important that Walker Personnel and their relatives are able to anonymously and confidentially report any unethical or fraudulent behaviour contravening the Code of Conduct or any applicable laws.

The purpose of this Policy is to establish the protections available to whistleblowers and to provide a clear framework for whistleblower procedures including identifying the persons to whom disclosures may be made and how they can be made, in accordance with Walker's legal and regulatory obligations under the *Corporations Act 2001 (Cth)* (**Corporations Act**), the *Corporations Regulations 2001 (Cth)* (**Corporations Regulation**), the *Income Tax Assessment Act 1936 (Cth)* (**ITA Act**) and the *Taxation Administration Act 1953 (Cth)* (**TA Act**) in relation to Walker's tax affairs.

1. Who does this Policy apply to – a Whistleblower?

This Policy applies to all 'Whistleblowers' being any of the following people (former and current) who disclose reportable conduct in line with this Policy:

- Walker Personnel (including employees who are permanent, part time, fixed term or temporary, interns, managers and directors);
- family members of Walker Personnel;
- suppliers to Walker (whether paid or unpaid) and employees of these suppliers (including contractors, consultants, service providers or business partners); and
- Associates of Walker (in line with the meaning provided in s318 of the ITA Act)

2. What disclosures are protected?

A Protected Disclosure under the Corporations Act or TA Act is one that:

- is of Eligible Information;
- is made to an Eligible Recipient; and
- is a disclosure where the Whistleblower has reasonable grounds to suspect that the information disclosed is true or likely to be true.

2.1 Information about Protected Disclosures

You are encouraged to report any concerns about reportable conduct concerning Walker (i.e. a 'Protected Disclosure') to our nominated 'Eligible Recipients'.

A Protected Disclosure under this Policy and the Corporations Act or TA Act is one where you have reasonable grounds to suspect that the information being disclosed concerns misconduct or an improper state of affairs or circumstances in relation to any entity (or employee or officer of that entity) within Walker (**Eligible Information**).

Misconduct is where a director, executive, manager, employee, contractor, supplier of services or goods (paid or unpaid), including their employees, has engaged in and/or concealed conduct that is:

- dishonest, fraudulent, negligent or a corrupt activity, including bribery, money laundering, the misappropriation of funds or other illegal activities;
- illegal (including any breaches of state or federal law);
- unethical or in breach of Walker policies and procedures (including breaches of privacy or confidential information);
- potentially damaging to the Walker business, a Walker employee or a third party (such as unsafe work practices, health risks or environmental damage);
- damaging to Walker financially or to Walker's reputation, or detrimental to Walker's interests;
- dangerous to the public or the financial system; or
- otherwise prescribed as misconduct by regulation from time to time.

Disclosures that relate to personal work-related grievances do not qualify for protection under the Corporations Act (or the TA Act, where relevant). This includes, for example, disclosures relating to interpersonal conflicts between you and another employee, decisions regarding internal promotions, terminations or disciplinary matters or the terms on which you are engaged.

2.2 Eligible Recipients: Who can I make a Protected Disclosure to?

You can make a Protected Disclosure to any of the following Eligible Recipients:

- Chief Executive Officer: David Gallant David.gallant@walkercorp.com.au
- Chief Financial Officer: Margaret Dransfield Margaret.dransfield@walkercorp.com.au
- Group General Counsel: Allison Anthony Allison.anthony@walkercorp.com.au
- ASIC, APRA or a Commonwealth authority prescribed by the Regulations under Corporations Act (or the TA Act, where applicable).

Walker encourages employees, in the first instance, to make disclosures to Walker's internal Eligible Recipients to allow Walker to identify and address any wrongful conduct as early and as effectively as possible. However, there is discretion to make a Protected Disclosure externally if preferred.

If the Protected Disclosure is not made to an Eligible Recipient, you will not qualify for protection as a whistleblower under the Corporations Act (or the TA Act, where applicable).

The Protected Disclosure can be made:

- By email from your work email address to the Eligible Recipient;
- By post to “CONFIDENTIAL: *[insert Eligible Recipient’s title]*”, Level 21 Governor Macquarie Tower, 1 Farrer Place, Sydney NSW 2000”; or
- in person.

A Protected Disclosure can also be made anonymously, or via a pseudonym. The person making the Protected Disclosure can refuse to answer any questions that may reveal their identity at any time.

3. Emergency Disclosures and Public Interest Disclosures

Separate criteria apply to emergency disclosures and public interest disclosures. Emergency disclosures or public interest disclosures are disclosures made to journalists or members of Parliament in specific circumstances and only after disclosure of the information has previously been made to ASIC, APRA or the relevant prescribed authority. If you are planning to make a public interest disclosure or emergency disclosure you should consider seeking independent legal advice.

4. Legal protections and remedies for Whistleblowers

If you make a Protected Disclosure, it is illegal for anyone within Walker to disclose your identity or information that is likely to lead to your identification except where the information is provided:

- to ASIC or a member of the Australian Federal Police;
- to a legal practitioner (for the purposes of obtaining legal advice or legal representation about the whistleblower provisions in the Corporations Act); or
- to a person or body prescribed by regulations; or
- with your consent.

Information in a Protected Disclosure may also be shared without your consent if:

- the information does not include your identity;
- the person sharing the information has taken all reasonable steps to reduce the risk that you will be identified; and
- it is reasonably necessary to share the information for investigating the issues raised in the disclosure.

ASIC or the Australian Federal Police can disclose your identity or information that is likely to lead to your identification, to a Commonwealth, state or territory authority to help them perform their functions or duties.

Walker will make all reasonable efforts to treat all whistleblower reports confidentially and in accordance with these legal requirements.

If you make a Protected Disclosure:

- it is illegal for a person to engage in conduct that causes detriment to you if that detriment is in relation to the Protected Disclosure, even if that person only suspects that you may have made, or will or could make a Protected Disclosure. This includes any kind of threat against you; and
- Walker will take precautions to protect you, including:
 - a. ensuring that files and records related to the Protected Disclosure are stored securely and confidentially;
 - b. providing information about the process and potential outcomes;
 - c. responding to threats or conduct that victimises you as a result of the Protected Disclosure; and
- you will be protected from any civil, criminal or administrative liability (including disciplinary action) for making the Protected Disclosure. This does not prevent Walker from managing any unsatisfactory work performance if the action is in line with Walker's performance management framework.

You may seek compensation or other remedies if you have suffered loss, damage or injury because of the Protected Disclosure and Walker has failed to take reasonable precautions to prevent the detrimental conduct.

5. Decision on whether to investigate a Disclosure

Upon Receipt of a Disclosure to an internal Eligible Recipient, Walker will ensure the Protected Disclosure meets the requirements of this Policy.

Internally, it will be determined whether;

- the Disclosure satisfies the requirements of this Policy
- the Disclosure is a Protected Disclosure,
- the Disclosure warrants investigation (based on provided information).

If the Disclosure is to be investigated further, the Group General Counsel is to ensure the person making the Protected Disclosure understands the investigation process.

6. Investigation process

All Protected Disclosures will be investigated in a fair and objective manner, including involving external parties where appropriate. The investigation process will be initiated and progressed as quickly as practicable.

As part of the process, the Group General Counsel will determine:

- the nature and scope of the investigation;
- who within Walker (or outside of Walker) has the requisite skills and experience to lead the investigation;
- the nature of any technical, financial or legal advice that may be required to support the investigation; and
- the timeframe for the investigation.

All employees and contractors must comply fully with any investigations.

Walker will:

- make sure that the person making the Protected Disclosure is kept informed of how the investigation is proceeding (where that person has provided contact details);
- take all reasonable steps to provide the person making the Protected Disclosure with support and protection against reprisal or disadvantage. At Walker's discretion, this may also extend to person(s) who are the subject of the Protected Disclosure;
- afford natural justice as far as reasonably practicable to all persons involved in the investigation, in particular those who are the subject of the Protected Disclosure.

The findings of the investigation will be reported to the Boards of Walker Group Holdings Pty Limited and Walker Corporation Pty Limited. If the investigation finds there has been a suspected or actual breach of law, this will be referred to the relevant authority. If allegations of misconduct are substantiated, this may result in disciplinary action up to and including termination of employment.

If you are not satisfied with the outcome of an investigation, then you may lodge a complaint with Walker, or a regulator such as ASIC.

Note, where the Disclosure was made completely anonymously, the investigation process may be limited as Walker has no means of contacting you to clarify questions of fact.

7. Confidentiality

Confidentiality is of significant importance to Walker. Walker will act reasonably to protect the identity and subject matter of the person making a Protected disclosure.

Depending on the subject matter, the identity of the Disclosure may be disclosed internally to Group General Counsel and the Chief Executive Officer.

8. Protection of Individuals mentioned in Disclosures

Any allegation made against an Individual will remain unsubstantiated until a determination has been made. Any persons interviewed or consulted as part of the Investigation Process will also be bound to maintain strict confidentiality in line with this Policy.

9. Access, Review and Acceptance of Policy

Access to Policy

This Policy is accessible by all Walker officers and employees via the Walker intranet site.

Review of the Policy

This Policy will be reviewed every 2 years to ensure the Policy remains effective and timely. If there are changes in legislative or regulatory requirements, changes to the industries in which Walker operates, and/or changes to Walker's operations the Policy will be reviewed earlier in line with these changes.