

# Australia Pacific LNG Pty Limited

## Whistleblower and Modern Slavery Disclosure Policy

### 1. Purpose

Australia Pacific LNG Pty Limited ('**APLNG**') encourages the reporting of any instances or suspicions of misconduct or an improper state of affairs or circumstances involving its businesses and provides protections and measures so that those persons who make a disclosure may do so confidentially and without fear of reprisal, victimisation or detriment.

To achieve this, this policy sets out:

- protections available to whistleblowers,
- to whom disclosures can be made, and how they may be made,
- how APLNG will support whistleblowers and protect them from detriment,
- how APLNG will investigate disclosures that qualify for protection,
- how APLNG will ensure fair treatment of individuals who are mentioned in a disclosure or to whom the disclosure relates; and
- how the policy will be made available to directors, secondees and officers of APLNG.

This policy also separately sets out the process for disclosures in relation to Modern Slavery.

While APLNG does not have employees, the whistleblower protections set out in this policy will extend to APLNG secondees.

### 2. Scope

This policy applies to a disclosure of information when an Eligible Whistleblower (as defined in section 3) has reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs or circumstances in relation to APLNG or its related bodies corporate, including conduct that their secondees, directors, officers or contractors have engaged in.

Attachment 1 sets out a list of disclosable matters which may qualify for protection under the Corporations Act 2001 (Cth) ('**Corporations Act**') and the Taxation Administration Act 1953 ('**Tax Act**') ('**Disclosable Matters**').

Disclosures which do not fall within the definition of Disclosable Matters set out in Attachment 1 may not attract the relevant protections. In particular, this policy, and its related protections, does not generally apply to reports that are solely related to personal work-related grievances. See Attachment 1 for more information on personal work-related grievances.

Disclosures in relation to Modern Slavery are allowable under this policy, but do not attract the same legal protections as are outlined under this policy in relation to Whistleblowers and sit outside the whistleblower regime. Modern Slavery disclosures are still confidential.

The roles and responsibilities of key stakeholders under this policy are set out in Attachment 2.

If the subject matter of a disclosure relates to the operation of APLNG's assets by the Upstream or Downstream Operator or services provided by the Corporate Services Provider, LNG Marketing Services Provider or CSG Marketing Agent, then an Eligible Whistleblower may choose to disclose to the relevant entity namely, Origin Energy or ConocoPhillips, and/or to APLNG. Those companies' policies are publicly available on their respective websites.

This policy sets out the whistleblower protections available under Australian law.

### **3. Who this policy applies to**

This policy applies to:

1. current and former directors and officers,
2. current and former secondees and contractors to APLNG (or its related bodies corporate),
3. current and former suppliers of goods and services to APLNG (whether paid or unpaid) and their employees, which includes, but is not limited to, Operators, CSG Marketing Agent, LNG Marketing Services Provider and Corporate Services Provider,
4. current and former associates of APLNG; and
5. relatives, dependents or dependents of the spouse of an individual referred to in 1 to 4 above.

For the purpose of this policy, any of the people above who are reporting Disclosable Matters are described as '**Eligible Whistleblowers**'.

A person who makes a disclosure under this policy with respect to Modern Slavery will not be considered a Whistleblower.

### **4. Making a disclosure**

So that disclosures made under this policy can be appropriately escalated and investigated, Eligible Whistleblowers are requested to report their disclosure by contacting APLNG's DisclosureLine or one of the Senior Managers of APLNG: CFO, CEO, General Counsel. Eligible Whistleblowers may also raise the matter with an officer of APLNG which includes a director and secretary, or an auditor or actuary of APLNG. Other parties to whom protected disclosures can be made are included in Attachment 1. Each of those persons are '**Eligible Recipients**' of whistleblower disclosures for APLNG. Modern Slavery disclosures should also be made to Eligible Recipients.

APLNG's DisclosureLine is an external service that offers:

- telephone, email, web-based and facsimile reporting options, available at all times;
- the choice to have the disclosure dealt with in confidence or to remain anonymous; and
- the option for Eligible Whistleblowers to follow up their disclosure, even if they remain anonymous to APLNG.

Method	Details
Telephone	1800 997 682
Website	<a href="http://www.APLNGdisclosureline.deloitte.com.au">www.APLNGdisclosureline.deloitte.com.au</a>
Email	<a href="mailto:APLNGdisclosureline@deloitte.com.au">APLNGdisclosureline@deloitte.com.au</a>
Fax	+61 3 9691 8182
Mail	APLNG Disclosure Line Reply paid 12628 A'Beckett Street Victoria 8006

The APLNG DisclosureLine operator will provide the details of the disclosure to a person nominated by APLNG to receive such disclosures.

Eligible Whistleblowers have the option to remain anonymous in their disclosures through the APLNG DisclosureLine and anonymous disclosures will be protected. However, choosing to remain anonymous may impact APLNG's ability to confirm information, conduct a thorough investigation and provide Eligible Whistleblowers with updates and/or monitor their wellbeing. An Eligible Whistleblower's name and contact details will only be provided to the APLNG nominee by the APLNG DisclosureLine operator if it has the consent of the person who is making the disclosure.

Eligible Whistleblowers must have reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs before making a disclosure, and they should be prepared to describe what, how, where and when the misconduct occurred as well as who was involved.

When making a Modern Slavery disclosure, the person who is making the disclosure should be prepared to provide as much information as they can regarding the conduct being reported. Disclosures are encouraged for actual Modern Slavery offences or breaches, or anticipated offences or breaches.

## **5. Investigation process**

### **5.1 Whistleblower investigation**

APLNG's response to a disclosure will vary depending on the nature of the disclosure and the amount of information provided. Disclosures may be addressed and resolved informally or through formal investigation.

An appropriate person from the Internal Team (see Attachment 2 for more information) will oversee the investigation so that it is conducted in a timely and confidential manner by appropriately trained people and may, with the Eligible Whistleblower's consent, be assigned to put in place protocols to safeguard Eligible Whistleblowers and ensure the integrity of the disclosure mechanism. Where appropriate, APLNG will provide the Eligible Whistleblower with feedback regarding the investigation's progress and/or outcomes.

The investigation will seek to gather relevant evidence to substantiate or refute the concerns or allegations made. The matter will be handled in a private and confidential manner and, where appropriate, will be protected by legal professional privilege.

Anyone implicated in a disclosure will be treated fairly and the matter investigated carefully to ensure that unsubstantiated or wrongly attributed disclosures do not harm innocent parties. Where appropriate and without breaching confidentiality, they, and their employer, will also be made aware of the allegations relating to or mentioning them, and the person implicated will be provided with an opportunity to respond and be kept informed of the progress of the investigation.

The findings of the investigation will be made available through the Internal Team, APLNG DisclosureLine or another way agreed with the Eligible Whistleblower. If the Eligible Whistleblower is not satisfied with the outcome of an investigation, he/she can contact an Eligible Recipient or the APLNG DisclosureLine operator to ask for it to be reviewed.

Origin and ConocoPhillips employees can also access their home company's employee assistance programs for further support.

## **5.2 Modern Slavery investigation**

APLNG's response to a Modern Slavery disclosure will vary depending on the nature of the disclosure and the amount of information provided. Disclosures may be addressed and resolved informally or through formal investigation. APLNG might determine that no action is required with respect to a disclosure.

An appropriate person from the Internal Team or a Senior Manager will oversee the investigation so that it is conducted in a timely and confidential manner. Where appropriate, APLNG will provide the person who is making the disclosure with feedback regarding the investigation's progress and/or outcomes.

The investigation will seek to gather relevant evidence to substantiate or refute the concerns or allegations made. The matter will be handled in a private and confidential manner and, where appropriate, will be protected by legal professional privilege.

At APLNG's discretion, the findings of the investigation will be made available through the Internal Team, Senior Manager, APLNG DisclosureLine or another way agreed with the person who is making the disclosure. If the individual is not satisfied with the outcome of an investigation, he/she can contact an Eligible Recipient or the APLNG DisclosureLine operator to ask for it to be reviewed. APLNG is not obliged to provide particulars of the investigation process undertaken, or to provide the person who is making the disclosure with any findings.

## **6. Protections for Eligible Whistleblowers**

*(note that this section does not apply to Modern Slavery Disclosures)*

### **6.1 Protection from legal actions**

If an Eligible Whistleblower makes a disclosure of a Disclosable Matter to an Eligible Recipient, then they will be protected in the following ways:

- from any civil, criminal or administrative liability (including disciplinary action) for making the disclosure of a Disclosable Matter. However, this does not prevent the Eligible Whistleblower from being subject to any civil, criminal, or administrative liability in relation to their own conduct revealed

in the disclosure (this is subject to certain limited exceptions such as a public interest disclosure, an emergency disclosure or where the disclosure is made to ASIC, APRA or other prescribed Commonwealth authority),

- from any contractual right, or seeking any contractual remedy against them, on the basis that the Eligible Whistleblower made the disclosure,
- the person has qualified privilege in respect to the disclosure; and
- a contract to which the person is party may not be terminated on the basis that the disclosure constitutes a breach of contract.

## **6.2 Protection of identity**

Eligible Recipients are legally obliged to protect the confidentiality of an Eligible Whistleblower's identity and failure to do so may lead to disciplinary action, including termination of employment, as well as imprisonment and fines.

An Eligible Whistleblower's identity or information that is likely to reveal his/her identity will only be disclosed if:

- he/she consents to it,
- it is reported to a relevant regulator or otherwise authorised by law; or
- it is raised with a lawyer for the purpose of obtaining legal advice or representation.

If APLNG needs to investigate a disclosure, it may disclose information that could lead to the identification of the Eligible Whistleblower if it is reasonably necessary for the purposes of that investigation. However, APLNG will take reasonable steps to reduce this risk by de-identifying the information.

## **6.3 Protection of records**

Information regarding the disclosure will be securely stored and only disclosed to the relevant people as required or allowed by this policy and the law. Any inappropriate disclosure of information may be referred to the relevant employer for assessment, and may lead to disciplinary action, including termination of employment, as well as imprisonment and fines. Each person involved in handling and investigating a disclosure will be reminded by the Internal Team of their obligations as well as consequence for breach.

## **6.4 Protection from detrimental conduct**

Eligible Whistleblowers are protected from detrimental conduct or the threat of detrimental conduct against them as a result of making a disclosure under this policy. A threat may be express or implied or conditional or unconditional.

Examples of detrimental conduct may include changes to employment or terms of employment, changes to secondee arrangements, harassment or intimidation, and damage to property or reputation.

An assessment for the risk of detriment against the Eligible Whistleblowers will be conducted as soon as possible after receiving the disclosure, and the practical protections made available will depend on the circumstances.

If any Eligible Whistleblower thinks they have suffered from detrimental conduct, he/she should raise this with APLNG (for example, with an Eligible Recipient) or the person's employer. Where appropriate, a different investigator will then be assigned to investigate these claims and provide the findings to APLNG or the employer as appropriate.

If detriment has already occurred, then APLNG and/or the relevant employer, to the extent appropriate, may consider providing relief, such as allowing the Eligible Whistleblower(s) to take extended leave or developing an alternate career development plan, including new training and career opportunities. Disciplinary action may also be taken against the offender(s).

## **7. Access to this Policy**

This policy will be available on APLNG's internal and external websites for the reference of potential Eligible Whistleblowers.

APLNG directors, officers and secondees will also be made aware of their rights under this policy, as well as any changes to it, and procedures through internal communications.

Eligible Recipients will also be made aware of their responsibility under this policy to receive disclosures and provide an environment that protects Eligible Whistleblower from detriment.

## **8. Reporting and review**

The Board will be informed of material disclosures raised under this policy through regular reporting, subject to relevant confidentiality restrictions.

This policy will be reviewed at least every two years so that it remains effective and appropriate for APLNG's circumstances.

## Attachment 1 – Whistleblower Laws

Eligible Whistleblowers who make “protected disclosures” under the law will be entitled to legal protections (even if that disclosure did not follow the processes in this policy). Certain information that is disclosed to certain people is protected by law. Examples are outlined in the table below.

Disclosable Matters	Eligible Recipients of Disclosable Matters
<p><b>General Disclosable Matters (section 1317AA(4) and (5) of the Corporations Act) include:</b></p> <ul style="list-style-type: none"> <li>• Information about actual or suspected misconduct, or an improper state of affairs or circumstances in relation to APLNG or a related body corporate; or</li> <li>• Information that APLNG or a related body corporate or any director, officer or employee of APLNG or a related body corporate has engaged in conduct that: <ul style="list-style-type: none"> <li>○ contravenes or constitutes an offence against: <ul style="list-style-type: none"> <li>▪ <i>the Corporations Act</i>;</li> <li>▪ <i>Australian Securities and Investments Commission Act 2001</i> (Cth);</li> <li>▪ <i>the Banking Act 1959</i> (Cth)</li> <li>▪ <i>the Financial Sector (Collection of Data) Act 2001</i> (Cth);</li> <li>▪ <i>the Insurance Act 1973</i> (Cth);</li> <li>▪ <i>the Life Insurance Act 1995</i> (Cth);</li> <li>▪ <i>the National Consumer Credit Protection Act 2009</i> (Cth);</li> <li>▪ <i>the Superannuation Industry (Supervision) Act 1993</i> (Cth); or</li> <li>▪ an instrument under one of the above Acts.</li> </ul> </li> <li>○ constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more,</li> <li>○ represents a danger to the public or the financial system; or</li> <li>○ is prescribed by the regulations for the purposes of this section.</li> </ul> </li> </ul>	<p><b>Recipients for any general Disclosable Matters (sections 1317AA and 1317AAC(1) of the Corporations Act include:</b></p> <ul style="list-style-type: none"> <li>• A person authorised by APLNG to receive protected disclosures,</li> <li>• A director, officer or senior manager of APLNG or a related body corporate,</li> <li>• An auditor, or a member of an audit team conducting an audit, of APLNG or a related body corporate,</li> <li>• An actuary of APLNG or a related body corporate,</li> <li>• The Australian Securities and Investments Commission ('ASIC'),</li> <li>• The Australian Prudential Regulatory Authority ('APRA'),</li> <li>• A prescribed Commonwealth authority; or</li> <li>• A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions.</li> </ul>

<b>Disclosable Matters</b>	<b>Eligible Recipients of Disclosable Matters</b>
<p><b>Tax-related Disclosable Matters under sections 14ZZT(2) and (3) of the Tax Act include:</b></p> <ul style="list-style-type: none"> <li>Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of APLNG or an associate, which the employee considers may assist the recipient to perform functions or duties in relation to the tax affairs of APLNG or an associate.</li> </ul>	<p><b>Eligible Recipients for any tax-related Disclosable Matters under sections 14ZZV and 14ZZT(3) of the Tax Act include:</b></p> <ul style="list-style-type: none"> <li>A person authorised by APLNG to receive reports of tax-related Disclosable Matters;</li> <li>An auditor, or a member of an audit team conducting an audit, of APLNG;</li> <li>A registered tax agent or BAS agent who provides tax services or BAS services to APLNG;</li> <li>A director, secretary or senior manager of APLNG;</li> <li>An employee or officer of APLNG who has functions or duties that relate to the tax affairs of APLNG; or</li> <li>A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions.</li> </ul>
<p><b>Disclosable Matters to the Commissioner of Taxation under section 14ZZT(1) of the Tax Act include:</b></p> <p>Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to APLNG.</p>	<p><b>Recipients for disclosures under section 14ZZT(1) of the Tax Act</b></p> <ul style="list-style-type: none"> <li>Commissioner of Taxation</li> </ul>

Section 1317AAD of the Corporations Act also protects certain disclosures made in “emergency” and “public interest” situations, in which case disclosures can be made to additional recipients, such as members of parliament and journalists. Please contact APLNG’s Company Secretary or General Counsel for more information about these types of disclosures.

### **Personal work-related grievances**

Legal protection for disclosures about solely personal employment related matters are only available under the law in limited cases. In summary, a disclosure will remain protected if it concerns detriment to an Eligible Whistleblower because they have made or may be considering making a disclosure under this policy, or it is made to a legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions.



Examples of “personal work-related grievances” (per section 1317AADA(2) of the Corporations Act) may include the following:

- interpersonal conflicts between the discloser and another employee,
- a decision relating to the engagement, transfer or promotion of the discloser,
- a decision relating to the terms and conditions of engagement of the discloser; and
- a decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

A grievance is not a “personal work-related grievance” if it:

- has significant implications for APLNG and/or its related bodies corporate under the law that do not relate to the Eligible Whistleblower,
- concerns conduct, or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws,
- concerns conduct that represents a danger to the public or financial system; or
- concerns conduct prescribed by the regulations.

### **Additional protections under the law**

Additional legislative protections may also be available. For example, an Eligible Whistleblower:

- may be entitled to compensation for loss, damage or injury suffered as a result of detrimental conduct,
- may obtain an injunction to prevent, stop or remedy the effects of the detrimental conduct or any other order the court thinks appropriate; and
- will not be subject to civil, criminal or administrative liability for making the disclosure (however, these protections do not grant immunity for any misconduct the Eligible Whistleblower has engaged in that is revealed in a disclosure).

## Attachment 2 – Roles and Responsibilities

Role	Responsibility
APLNG Board	<ul style="list-style-type: none"> <li>• Responsible for reviewing any material concerns raised under this policy.</li> <li>• Responsible for approving updates to this policy, processes and procedures.</li> </ul>
HSE & Risk Manager	<ul style="list-style-type: none"> <li>• Owner of this policy and is responsible for its oversight and monitoring.</li> <li>• Responsible for periodically reviewing and updating this policy, processes and procedures, and for implementing and overseeing any change.</li> </ul>
DisclosureLine	<ul style="list-style-type: none"> <li>• An external service provider that can act as an Eligible Recipient on behalf of APLNG.</li> </ul>
Eligible Recipient	<ul style="list-style-type: none"> <li>• Those people who can receive a concern raised according to the whistleblowing laws.</li> <li>• Responsible for documenting the disclosure received.</li> </ul>
Eligible Whistleblower	<ul style="list-style-type: none"> <li>• Encouraged to report any instances or suspicions of misconduct or an improper state of affairs.</li> </ul>
Internal Team	<ul style="list-style-type: none"> <li>• Comprised of the APLNG CFO, APLNG CEO and APLNG General Counsel.</li> <li>• An Eligible Recipient who acts as a contact point where Eligible Whistleblowers can seek accurate and confidential advice or information about the following, with or without making a disclosure: <ul style="list-style-type: none"> <li>○ how the APLNG Whistleblower Policy works;</li> <li>○ what it covers; and</li> <li>○ how a disclosure might be handled.</li> </ul> </li> <li>• Responsible for protecting an Eligible Whistleblower's anonymity, monitoring their wellbeing, and advising them of any updates, where requested.</li> <li>• Responsible for safeguarding Eligible Recipients and ensuring the integrity of the reporting mechanism.</li> </ul>
Other third-party service providers (such as investigation firms, financial and legal advisers)	<ul style="list-style-type: none"> <li>• May assist with specific investigations as required by the Internal Team.</li> </ul>
Senior Managers	<ul style="list-style-type: none"> <li>• APLNG CFO, APLNG CEO and APLNG General Counsel.</li> </ul>