

Whistle-blower Protection and Anti-Retaliation Policy

1. Overview and Application

Monson (the Company/ the Employer) is committed to fostering a culture in which honesty, integrity, respect, work ethics, compliance, and good corporate governance are a part of everyday behaviour and employees or contractors feel comfortable speaking up if they are aware of or suspicious of any unethical, illegal behaviour or serious wrongdoing. Monson wishes to encourage a culture where employees or contractors do not suffer detriment or retaliation due to reporting potential misconduct concerns. This policy has been adopted to provide a safe and confidential environment for people to raise those concerns without fear of retaliation.

The purpose of the policy is to set out:

- when the employee will be protected for making a disclosure;
- the protections the employee will have if they make a protected disclosure; and
- how disclosures made under this policy will be handled by the Company.

This policy is applicable to all individuals outlined in the Section 4 and wherever they are based, they must comply with this policy.

These individuals based outside Australia may also be subject to additional local whistle-blower requirements in the country in which they are based.

This policy is also available in the **Policies** section of our website:

<https://www.monson.com.au>

This policy protects those who are entitled to whistle-blower protection under the Australian whistle-blower laws (see section 0 of this policy).

2. Definitions

In this policy, a reference to "Monson" or "the Employer" or "the Company" is a reference to Gold Topco Pty Ltd (ACN 647 111 920) and each of its subsidiaries including Monson International Pty. Ltd., Monson Agencies Pty. Ltd. and Monson Agencies Australia Pty Ltd.

In this policy, a reference to "Monson employees" or "employees of Monson" or "employees" is a reference to all parties employed by Monson including all employees, managers and senior management.

3. Coverage

Parties that will be protected under this policy are:

- below individuals:
 - employees of Monson on permanent, part-time, fixed-term, casual contracts, interns, trainees, apprentices and secondees;
 - a contractor or supplier of goods and services to Monson (whether paid or unpaid) (for example, consultants, service providers and business partners), including an employee of such a contractor or supplier; or
 - an associate of Monson; or

- a parent, grandparent, child, grandchild, sibling, spouse or dependent of any of the above.

and:

- Individuals who disclose information about the type of matters set out in this policy in Protected Disclosure section; and
- Individuals who disclose that information:
 - internally to one of the persons set out in section 5; or
 - externally to one of the persons set out in section 8.

4. Disclosure and Reporting

Disclosures may include illegal activities, serious misconduct or an improper state of affairs or circumstances in relation to Monson (including by a Monson employee, managers and senior management) where you have witnessed any of these or reasonable grounds to suspect has occurred or is occurring in relation to Monson.

Disclosures solely about a personal work-related grievance are not covered by this policy and do not qualify for protection under the Australian whistle-blower laws unless they also relate to any detriment or threat of detriment by reason of you making or being suspected of making a protected disclosure (see section 0 for examples of “detriment”).

4.1. Examples of disclosable matters

Some examples of matters that qualify for protection under the Australian whistle-blower laws are:

- conduct that amounts to a criminal offence or contravention of the Corporations Act 2001 (Cth) or Australian Securities and Investments Commission Act 2001 (Cth);
- conduct that is a Commonwealth criminal offence punishable by more than 12 months imprisonment;
- illegal conduct, such as theft, dealing in, or use of, illicit drugs, actual or threatened violence, corruption, bribery, criminal damage to property or breaches of work health and safety laws;
- fraud, money laundering or misappropriation of funds;
- negligence, default, breach of trust or breach of duty;
- any conduct that may indicate a systemic issue in relation to Monson;
- conduct relating to business behaviours and practices that may cause consumer harm;
- conduct that represents a danger to the public or the financial system;
- information that indicates a significant risk to public safety or the stability of, or confidence in, the financial system;
- misconduct in relation to Monson’s tax affairs;[or]
- 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[. /; or
- using one’s position or authority to gain unauthorised and/or undeclared financial or other personal gains
- acting in a way that causes harm for Monson including, but not limited to financial and reputational damage.

- breaching Monson’s confidentiality and disclosing confidential and private information to other parties without Monson management’s written approval.

4.2. Personal work-related grievances

A personal work-related grievance means a grievance about any matter in relation to your employment or former employment that has, or tends to have, implications only for you personally. Examples of a personal work-related grievance include (but are not limited to):

- an interpersonal conflict between you and another employee;
- a decision that does not involve a breach of workplace laws (for example, Monson not agreeing to cash out annual leave);
- a decision about your employment, transfer or promotion;
- a decision about your terms and conditions of employment, payroll or remuneration (for example, being unhappy about a pay review); or
- a decision to suspend or terminate your employment, or otherwise discipline you.

If your disclosure is a solely personal work-related grievance, you should make it in accordance with the relevant HR Policy, which can be accessed on Monson’s Workplace/ Knowledge Library/Company Information/Company Policies

4.3. Reasonable grounds to make a disclosure

You may still qualify for protection if your disclosure turns out to be incorrect, but you must have reasonable grounds for suspecting that the information you are disclosing concerns misconduct or an improper state of affairs or circumstances in relation to Monson.

A disclosure made without reasonable grounds (such as where you know it to be false) or made to cause to purely cause harm to another individual due to a personal conflict or another reason may amount to misconduct and be subject to disciplinary action.

5. Whistle-blower Protection Officer:

All of the people listed in this section may receive disclosures that qualify for protection under the Australian whistle-blower laws. However, we encourage you to make your disclosure to our dedicated Whistle-blower Protection Officer.

<p>Whistle-blower Protection Officer:</p> <p>Chief People Officer, Deniz Baloglu</p>	<p>Telephone: +61 429 901 808</p> <p>Email: hr@monson.com.au</p> <p>Mail: 6/47 Mews Road, Fremantle WA 6160</p>
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If you prefer, you may instead make a disclosure to the following people:

- a member of our senior executive team;
- any other Manager or senior manager of Monson;

- an internal or external auditor¹ (including a member of an audit team conducting an audit on Monson). Monson's external auditor is PricewaterhouseCoopers.
- Monson's registered tax agent or BAS agent², if the disclosure concerns Monson's tax affairs or the tax affairs of an associate of Monson, or an officer or employee at Monson who has functions or duties relating to its tax affairs and who you consider may be assisted in their role by knowing that information. Monson's tax agent is PricewaterhouseCoopers.

6. How may a protected disclosure be made?

You may make a disclosure at any time to the people identified in section 5 in person, by email, post, or by hand.

An example form for making a disclosure is attached to this policy.

If you make a disclosure from or to a Monson email address, your email may be accessed by certain people within our IT department in accordance with Monson's policies. If you are concerned about those limited circumstances in which your email might be accessed, you may prefer to make your disclosure verbally or by mail.

You may make your disclosure anonymously (and stay anonymous throughout and after any investigation) and still qualify for protection under the Australian whistle-blower laws.

You may wish to obtain independent legal advice before making a disclosure. That communication with your legal adviser will also be protected under the Australian whistle-blower laws.

7. Legal protections for disclosers

7.1 Confidentiality and secure record-keeping

Everyone involved in an investigation must take all reasonable steps to reduce the risk that a discloser will be identified.

We will do this by:

- obscuring your name and identifying features from any internal reporting about your disclosure (unless you agree for your identity to be known);
- referring to you in a gender-neutral context (unless you agree for your identity to be known);
- where possible, contacting you to help identify certain aspects of your disclosure that could inadvertently identify you;
- engaging qualified staff to handle and investigate disclosures;
- storing all material relating to disclosures securely;
- limiting access to all information to those directly involved in handling and investigating the disclosure; an

- ensuring that anyone who is involved in handling and investigating your disclosure is aware of the confidentiality requirements.

Identity protections and exceptions

If you make a protected disclosure, it is illegal for anyone to identify you or disclose any information that is likely to lead to you being identified, unless:

- it is not possible to investigate the disclosure without disclosing information that might identify you (but all reasonable steps must be taken to protect your identity);
- it is necessary to obtain legal advice about your disclosure and the whistle-blower laws, in which case, we can pass the information on to our lawyer;
- we need to disclose the information to the Australian Federal Police; the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulatory Authority (APRA) or the Australian Taxation Office (ATO), if the disclosure concerns Monson's tax affairs or the tax affairs of an associate of Monson; or
- you consent to that disclosure.

You may lodge a complaint to a regulatory body, such as ASIC APRA or the ATO, if you believe that your confidentiality has been breached.

7.2 Provision of identity to a court or tribunal

If you make a protected disclosure and become aware that a court or tribunal has requested disclosure of your identity or production of documents containing your identity (or information likely to lead to your identification), you may apply to the court or tribunal for an order protecting your identity.

7.3 Protection from detriment

We are committed to protecting people who make disclosures under this policy.

It is against the law for anyone at Monson (including senior management, any managers, employees or contractors) to cause or threaten any detriment to any person because that person:

- is or proposes to make a disclosure under this policy or the Australian whistle-blower laws; or
- is suspected or believed to have made a disclosure under this policy.

"Detriment" includes (but is not limited to):

- dismissal of an employee;
- injury of an employee in their employment;
- alteration of an employee's position or duties to their disadvantage;
- discrimination, harassment or intimidation;

- harm or injury including psychological harm, damage to property, reputation or financial position;
- taking action against a person (including any disciplinary action or imposing a liability) for making a disclosure; or
- threats of any of the above.

However, we are entitled to take steps that:

- are reasonably necessary to protect you from detriment (for example, moving you to another office to protect you from detriment if you have made a disclosure about your immediate work area); or
- relate to managing unsatisfactory work performance in line with Monson's performance management framework.

You may seek independent legal advice or contact regulatory bodies, such as ASIC, APRA or the ATO, if you believe you have suffered detriment because of your disclosure.

7.4 Protection from civil, criminal and administrative liability

If you make a protected disclosure, you will also be protected from any of the following in relation to your disclosure:

- civil liability – for example, any legal action against you for breach of an employment contract, duty of confidentiality or another contractual obligation;
- criminal liability – for example, prosecution for unlawfully releasing information or unlawfully using your disclosure against you in a prosecution; and
- administrative liability – for example, disciplinary action for making a disclosure.

However, you may be liable for any misconduct that you have engaged in that is revealed by your disclosure (or revealed by an investigation following your disclosure).

7.5 Compensation and other remedies

You may seek compensation and other remedies through the courts if:

- you suffer loss, damage or injury because of a disclosure; and
- we failed to take reasonable precautions and exercise due diligence to prevent detrimental conduct.

We encourage you to seek independent legal advice if you wish to seek compensation or remedies in court.

8. Interaction with Australian whistle-blower laws

8.1 Australian whistle-blower laws

By making a disclosure in accordance with this policy, you may be protected under the Australian whistle-blower laws if the type of matter you disclose is protected by those laws.

While this policy principally deals with internal disclosures, the protections afforded by the Australian whistle-blower laws (set out in section 0) also include some types of disclosure made to external parties, such as:

- legal representatives, to obtain advice or representation about the Australian whistle-blower laws;
- ASIC, APRA or the ATO; or
- MPs or journalists, where you have reasonable grounds to believe that making the further disclosure would be in the public interest or the information concerns a substantial and imminent danger to the health or safety to one or more persons or to the natural environment, but only if:
 - you previously made a disclosure of that information to either ASIC, APRA or another Commonwealth body prescribed by regulation; and
 - you notified that body in writing of your intention to disclose to an MP or journalist (where, for public interest disclosures, **at least 90 days** must first have passed since your previous disclosure before this notice may be given).

It is important you understand strict criteria apply and you should obtain independent legal advice before making a disclosure to an MP or journalist.

For more information about the Australian whistle-blower laws (including how to make a disclosure directly to ASIC or the ATO), see the information available on the [ASIC](#) website (including [Information Sheet 239 How ASIC handles whistle-blower reports](#) and [Information Sheet 247 Company officer obligations under the whistle-blower protection provisions](#)) and the [ATO](#) website.

8.2 Whistle-blower laws outside Australia

You may make a disclosure regardless of where you are or where the conduct is occurring.

If your disclosure concerns the conduct of Monson, Monson people, or Monson operations based outside Australia, you may also have protections and obligations under the whistle-blower laws in the country in which you are based.

9. Investigations of disclosures under this policy

9.1 Investigation process

When you make a disclosure internally under this policy, your disclosure will typically be investigated as follows. This process may vary depending on the nature of your disclosure.

STEP 1	The person who receives your disclosure will provide the information to the Whistle-blower Protection Officer or to CEO if the disclosure is about the Whistle-blower Protection Officer), as soon as practicable, ensuring your identity is protected, unless you have consented otherwise.
STEP 2	<p>The Whistle blower Protection Officer (or CEO) will determine whether your disclosure is covered by this policy and if a formal, in-depth investigation is required.</p> <p>If an investigation is required, the Whistle-blower Protection Officer will determine whether the investigation of your disclosure should be conducted internally or externally and appoint an investigator with no personal interest in the matter. The Whistle-blower Protection</p>

	Officer may consider an external investigation is appropriate to ensure fairness and independence or because specialist skills or expertise are required.
STEP 3	<p>The investigator(s) will conduct the investigation in an objective and fair manner, ensuring that they give any employee who is mentioned in the disclosure an opportunity to respond to the allegations prior to any adverse findings being made against them. Those employees are also entitled to access the support services referred to in section 0.</p> <p>If you can be contacted (including through anonymous channels), we will give you regular updates on the status of the investigation as appropriate, with the frequency and timing of such updates depending on the nature of your disclosure.</p>
STEP 4	<p>The outcome of the investigation will be reported to the Board (protecting your identity, if applicable) and may, if the Whistle-blower Protection Officer considers appropriate, be shared with you and any persons affected by the disclosure as considered appropriate by the Whistle-blower Protection Officer.</p> <p>The Board is also responsible for reviewing the reported findings from an investigation to ensure the process has been aligned with this Policy. If they see any breach or areas for improvement, they can interfere to take additional steps to ensure Monson meets all their legal and ethical obligations within this policy.</p>

Appropriate records and documentation for each step in the process will be maintained by the investigator.

We encourage you to raise any concerns you have about the investigation of your disclosure (including breach of confidentiality) with the Whistle-blower Protection Officer or the person to whom you made your disclosure.

9.2 Duration of investigation

The Company will aim to conclude the investigations within two months of receiving your disclosure and as quickly as possible within this timeframe. However, the time may vary depending on the nature of your disclosure, ability to reach any other parties involved and ability to receive any information the Company requires from other parties. Although the Company will try their best to finalise the investigations within two months, there may be delays due to the factors that are out of Monson's control. If this will be the case, the Company will advise the Employee regarding the delay and state when they expect to conclude the investigation.

9.3 Monson may require further information to investigate disclosures

The Company may not be able to undertake an investigation if we are not able to contact you or receive additional information from you to fully investigate your disclosure. If you have made your disclosure anonymously, we suggest you maintain ongoing two-way communication with the Company, so the Company may ask follow-up questions or provide feedback. You may refuse to answer questions that you feel may reveal your identity at any time.

9.4 Investigation will be conducted in accordance with confidentiality protections

Subject to the exceptions allowed under section 0 of this policy or otherwise by law, the identity of a discloser (or information that is likely to lead to their identity becoming known) must be kept confidential at all times during and after the investigation (including in any reporting to the Board or to any persons affected).

10. Support and practical protections

Monson has in place processes for protecting, supporting and monitoring the welfare of anyone who makes a disclosure. This includes risk assessment of any potential detriment, work adjustment considerations and support services such as **Employee Assistance Program**. The Company understands that making a report can be a stressful time for the employees and anyone else involved. Should employees and/or their 1st degree family members need support, they can access 6 sessions of counselling sessions (per person) per year.

11. Non-compliance with this policy

Any breach of this policy by any employee including Managers and Senior Management or contractor of Monson will be taken seriously by the Company and may be the subject of a separate investigation and/or disciplinary action.

A breach of this policy may also amount to a civil or criminal contravention under Australian or other applicable whistle-blower laws, giving rise to significant penalties.

Monson encourages all parties outlined in the Coverage section of this policy to raise any concerns about non-compliance with this policy with the Whistle-blower Protection Officer in the first instance. These parties may also lodge any concerns with ASIC, APRA or the ATO for investigation.

12. Policy review

This policy must be reviewed by the Board or its delegated committee with the assistance of the Whistle-blower Protection Officer at least every two years to ensure it is operating effectively. Any recommended changes must be approved by the Board or its delegated committee.

The Company Secretary (and, so long as there are two, either one of them) is authorised to make administrative and non-material amendments to this policy provided that any such amendments are notified to the Board or its delegated committee at or before its next meeting.

Monson will ensure any updates to this policy, its processes and procedures following a review are widely disseminated to, and easily accessible by, individuals covered by this policy. Where necessary, additional training will be provided.

13. Further information

Monson encourages all parties outlined in the Coverage section of this policy to contact our Whistle-blower Protection Officer if they have any questions about this policy including what it covers and how disclosures will be handled.

Disclosure Form

Monson is committed to fostering a culture of compliance, ethical behaviour and good corporate governance. Monson values teamwork, respect and integrity and wishes to encourage a culture where officers, employees or contractors do not suffer detriment because they report potential misconduct concerns. Monson appreciates you taking the time to bring matters of concern to our attention; thank you for speaking up.

This form may be used by anyone who is or was a Monson manager, senior manager, employee, contractor or supplier to Monson (for example, consultants, service providers and business partners) or an employee of such a contractor or supplier, as well as a parent, grandparent, child, grandchild, sibling, spouse or dependant of any of these individuals.

This form is part of Monson's whistle-blower program and is intended to assist all outlined parties to make a disclosure in relation to Monson, or an employee (including manager and senior managers) of Monson, under Monson's Whistle-blower Protection Policy.

Use of this form (including provision of all information requested in it) is optional and it is open to the relevant individuals to make your disclosure in another way.

You may provide this form to us by email, post or hand via:

Whistle-blower Protection Officer:	Telephone: +61 429 901 808
Chief People Officer, Deniz Baloglu	Email: hr@monson.com.au
	Mail: 6/47 Mews Road, Fremantle WA 6160

SECTION A: CONSENT	
<input type="checkbox"/>	I consent to my identity being shared in relation to this disclosure; OR
<input type="checkbox"/>	I wish for my identity to remain anonymous <i>(If you wish to remain anonymous, you do not need to complete Section B and Section C)</i>
<input type="checkbox"/>	I consent to being contacted about my disclosure <i>(If so, please complete Section C)</i>
<input type="checkbox"/>	I wish to receive updates about my disclosure <i>(If so, please complete Section C)</i>
SECTION B: PERSONAL DETAILS	
Name:	
Address:	
Location (if applicable):	<input type="checkbox"/> Australia <input type="checkbox"/> New Zealand <input type="checkbox"/> Singapore <input type="checkbox"/> China <input type="checkbox"/> Indonesia <input type="checkbox"/> Myanmar <input type="checkbox"/> Malaysia <input type="checkbox"/> Vietnam <input type="checkbox"/> Thailand
Department / Team (if applicable):	
Role / Position:	
SECTION C: CONTACT DETAILS	
Preferred telephone no: <i>(this may be a private number; please include country and area code)</i>	
Preferred email address: <i>(this may be a private email address)</i>	
Preferred contact method: <i>(phone / email / in person)</i>	<input type="checkbox"/> Phone <input type="checkbox"/> Email <input type="checkbox"/> Mail <input type="checkbox"/> In person
Best time to contact you:	

SECTION D: DISCLOSURE

All questions are optional – however, the more information that you provide, the easier it will be for us to investigate and address your concerns.

1	<p>A description of your concerns, including:</p> <ul style="list-style-type: none">• Location• Time• Persons involved <p><i>(You are encouraged to include with this disclosure any supporting evidence you may hold – you may use box 7 or a separate page if you run out of space)</i></p>	
2	<p>How did you become aware of the situation?</p>	
3	<p>Who was involved in the conduct, including any names, departments and position?</p>	
4	<p>Does anyone else know about the matters you are concerned about? <i>(If yes, please describe any steps you have taken to report or resolve your concern and the outcome, if applicable)</i></p>	

5	Do you have any concerns about you or any other person being discriminated against or unfairly treated because of this disclosure?	
6	Do you think the reported conduct might happen again?	
7	Please include any other details which you believe are relevant.	