



INTRODUCTION

In Australia, the *Corporations Act 2001* (Cth) (**Corporations Act**) and the *Taxation Administration Act 1953* (Cth) (**Tax Administration Act**) provide for protection of whistleblowers (**Whistleblower Regime**). Disclosures made on or after 1 July 2019 in accordance with the requirements of the Whistleblower Regime are called "protected disclosures".

This Policy applies to Shark Bay Salt Group (SBSG), including Shark Bay Salt Pty Ltd and its subsidiaries, Shark Bay Resources Pty Ltd and Onslow Salt Pty Ltd. It has been created to establish how SBSG will deal with protected disclosures in accordance with the Whistleblower Regime.

1. OBJECTIVE

At SBSG, we conduct business with integrity and fairness. We are committed to fostering a culture that encourages and supports to the ability for people to speak up about matters that concern them as soon as possible. SBSG takes all concerns raised seriously and relies on people to raise concerns so that any substantiated wrongdoing can be dealt with by SBSG.

This purpose of this Policy is to:

1. promote a culture of ethical behaviour and accountability within SBSG, and prevent and address wrongdoing when it occurs;
2. support whistleblowers of SBSG so that they know how to report a concern of suspected wrongdoing and feel safe when doing so; and
3. explain how SBSG will deal with disclosures it receives.

2. SCOPE

This Policy applies to eligible whistleblowers of SBSG who make a "protected disclosure" under the Whistleblower Regime.

Anyone can make a "protected disclosure" under the Whistleblower Regime if:

1. they are an 'eligible whistleblower'; and
2. the disclosure made is about a disclosable matter; and
3. the disclosure is made to a person who is eligible to receive a protected disclosure.

These requirements are explained in the below table.

(a) You must be an "eligible whistleblower"	An "eligible whistleblower" is a person who is, , or has previously been: A. an officer of SBSG; B. an employee of SBSG;
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	<p>C. a person who supplies goods or services to SBSG, and employees of those suppliers;</p> <p>D. an individual associate of SBSG;</p> <p>E. either:</p> <ol style="list-style-type: none"> I. in relation to the Corporations Act, a relative, dependant, or spouse of a dependant of any of the above individuals; or II. in relation to the Tax Administration Act, a spouse, child, dependant, or spouse of a dependent of any of the above individuals.
<p>(b) You must make a disclosure about a "disclosable matter"</p>	<p>Only disclosures of certain types of information will qualify for protection under the Whistleblower Regime.</p> <p><i>What is a "disclosable matter" under the Corporations Act?</i></p> <p>Information is a "disclosable matter" under the Corporations Act if the eligible whistleblower has reasonable grounds to suspect that the information disclosed:</p> <ol style="list-style-type: none"> A. concerns "misconduct or an improper state of affairs or circumstances" in relation to SBSG. Misconduct includes fraud, negligence, default, breach of trust and breach of duty. Conduct does not necessarily need to be "unlawful" to fall within the scope of "misconduct or an improper state of affairs or circumstances", and may include: <ol style="list-style-type: none"> I. systemic improper conduct within SBSG that is causing, or may cause, harm; II. conduct that indicates a significant risk to public safety or the financial system; III. conduct that is not in the interests of the public; and IV. unsafe work practices and other significant safety concerns; or B. indicates that SBSG or any employee or officer of SBSG has engaged in conduct that: <ol style="list-style-type: none"> I. constitutes a contravention of specific legislation, including the Corporations Act and the <i>Corporations Regulations 2001</i> (Cth); or

- II. constitutes an offence against any other Commonwealth law that is punishable by at least 12 months' imprisonment; or
- III. represents a danger to the public or the financial system.

An example of where there are no "reasonable grounds" to suspect alleged wrongdoing is where a person makes a deliberately false report.

However, provided that a person has "reasonable grounds" to suspect misconduct or an improper state of affairs or circumstances, a disclosure may qualify for protection even if the information later turns out to be incorrect.

What types of matters do not qualify for legal protection under the Corporations Act?

Except in certain circumstances, a personal work-related grievance (for example a disclosure about an interpersonal conflict or a disciplinary decision) will not be protected.

A personal work-related grievance **will** be protected if:

- A. the grievance also concerns allegations of victimisation; or
- B. the grievance:
 - I. constitutes a contravention of specific legislation, including the Corporations Act and the *Corporations Regulations 2001* (Cth);
 - II. constitutes an offence against any other Commonwealth law that is punishable by at least 12 months' imprisonment; or
 - III. represents a danger to the public or the financial system; or
- C. the grievance also has significant implications for SBSG that do not relate to the eligible whistleblower.

Disclosures related to an excluded personal work-related grievance will be subject to SBSG's internal regulation.

What is a "disclosable matter" under the Tax Administration Act?

Information is a "disclosable matter" under the Tax Administration Act if:

	<p>A. the eligible whistleblower has reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs or circumstances in relation to the tax affairs of SBSG or an associate of SBSG; and</p> <p>B. the eligible whistleblower considers that the information may assist the eligible recipient to perform their functions or duties in relation to the tax affairs of SBSG or an associate of SBSG.</p>				
<p>(c) You must make the disclosure to someone authorised to receive a protected disclosure</p>	<p>Reporting within SBSG</p> <p>The SBSG Human Resources Department has been appointed as the main recipient for SBSG for the purposes of receiving protected disclosures under the Corporations Act and the Tax Administration Act and they will upon every circumstance report disclosable matters.</p> <p>SBSG encourages all eligible whistleblowers to contact SBSG Human Resources Department in the first instance when raising a concern under this Policy.</p> <p>If an eligible whistleblower feels uncomfortable reporting a matter to the above, protected disclosures can be made to SBSG through one of the following contacts:</p> <table border="1" data-bbox="598 1164 1380 1713"> <thead> <tr> <th data-bbox="598 1164 997 1254"><i>Corporations Act disclosures</i></th> <th data-bbox="997 1164 1380 1254"><i>Tax-related disclosures</i></th> </tr> </thead> <tbody> <tr> <td data-bbox="598 1254 997 1713"> An officer of SBSG or of one of its related bodies corporate. This includes: <ul style="list-style-type: none"> • a director or a secretary of SBSG; • a member of the Chief Executive Team of SBSG; • a Senior Manager within SBSG. </td> <td data-bbox="997 1254 1380 1713"> A director or secretary of SBSG. </td> </tr> </tbody> </table> <p>A Senior Manager of SBSG. This includes:</p> <p>Chief Executive Officer – (08) 9265 8000</p> <p>Internal Control Officer – (08) 9265 8000</p> <p>Chief Financial Officer – (08) 9265 8000</p> <p>Manager Human Resources & Commercial – (08) 9265 8000</p>	<i>Corporations Act disclosures</i>	<i>Tax-related disclosures</i>	An officer of SBSG or of one of its related bodies corporate. This includes: <ul style="list-style-type: none"> • a director or a secretary of SBSG; • a member of the Chief Executive Team of SBSG; • a Senior Manager within SBSG. 	A director or secretary of SBSG.
<i>Corporations Act disclosures</i>	<i>Tax-related disclosures</i>				
An officer of SBSG or of one of its related bodies corporate. This includes: <ul style="list-style-type: none"> • a director or a secretary of SBSG; • a member of the Chief Executive Team of SBSG; • a Senior Manager within SBSG. 	A director or secretary of SBSG.				

General Manager Shipping & Marketing – (08) 9265 8000	
SBSG's auditor, or a member of an audit team conducting an audit.	
An actuary of SBSG,	Any other employee or officer of SBSG who has functions or duties that relate to the tax affairs of SBSG.
	A registered tax agent or BAS agent who provides tax agent services or BAS services to SBSG or the SBSG Public Officer.

Reporting outside of SBSG

SBSG takes all protected disclosures seriously and will not tolerate any behaviour which constitutes misconduct or an improper state of affairs or circumstances in relation to SBSG. SBSG accordingly encourages all eligible whistleblowers to raise their concerns directly with an eligible recipient of SBSG as outlined above. This enables SBSG to address any wrongdoing as early as possible.

An eligible whistleblower may also make a protected disclosure to:

- A. Ashurst Australia, Ms Julia Sutherland who can be contacted on (08) 9366 8732
- B. the Australian Securities and Investments Commission (**ASIC**), the Australian Prudential Regulation Authority (**APRA**) or a prescribed Commonwealth authority. ASIC and APRA have issued information sheets or guides on whistleblowers' rights and protections, refer links under REFERENCES.
- C. A legal practitioner in order to obtain legal advice or legal representation in relation to the Whistleblower Regime;

We recommend that you contact the SBSG Manager Human Resources & Commercial if you wish to obtain further information before formally making a disclosure.

	<p>If the protected disclosure relates to the tax affairs of SBSG, then an eligible whistleblower may make a protected disclosure to:</p> <ul style="list-style-type: none">A. A legal practitioner in order to obtain legal advice or legal representation in relation to the Whistleblower Regime;B. in certain circumstances, the Commissioner of Taxation. The ATO has issued a guidance note on tax whistleblowers which is linked under REFERENCES if you wish to obtain further information regarding this.
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3. PROCEDURE

3.1 How may disclosures be made?

Disclosures may be made in any form, for example in writing via email, in person or by telephone. However, to ensure confidentiality, eligible whistleblowers are encouraged to email a password protected written report identifying your concerns and, if desired, their personal contact details. Disclosures can be made at any time of day (including outside of business hours).

An eligible whistleblower may make a protected disclosure on an anonymous basis, may remain anonymous throughout the investigation process and after an investigation is concluded, including by adopting a pseudonym. However, SBSG want a whistleblower to feel comfortable raising any concerns openly, as anonymous disclosures may not be dealt with as effectively as direct reports to an eligible recipient within SBSG. SBSG also confirms that all whistleblowers who disclose their identity while making a protected disclosure will be afforded confidentiality protections in respect to their identity as outlined in the next Section.

3.2 How Shark Bay Salt will handle and investigate disclosures

SBSG takes all protected disclosures seriously and, where appropriate, will investigate protected disclosures that are reported to an eligible recipient within SBSG. All investigations into protected disclosures will be conducted fairly, without any bias or prejudice against either the whistleblower or any other person allegedly involved in the matter. This is to ensure the fair treatment of any individuals named in the protected disclosure or to whom the protected disclosure relates.

SBSG will need to make preliminary enquiries to:

- a) assess whether the disclosure falls within the scope of the Whistleblower Regime; and
- b) determine how best to progress the issues raised in the disclosure, including whether or not a full investigation will be necessary and possible.

If an investigation is necessary and possible then, depending on the nature of the disclosable matter, a protected disclosure will be either:

- a) investigated internally (by management, internal audit, or the Human Resources Department); or
- b) referred to the appropriate external person for investigation.

The referral of a protected disclosure for investigation will be done in accordance with the confidentiality obligations that SBSG owes to the whistleblower. If compliance with SBSG's confidentiality obligations will prevent it from conducting a fair investigation, SBSG will discuss this with the whistleblower before progressing the matter.

It is important to understand that SBSG may not be able to commence or progress with an investigation into a protected disclosure in some circumstances, for example because:

- a) the whistleblower made the disclosure anonymously and did not provide any contact details for SBSG to obtain further information from the whistleblower;
- b) SBSG is unable to proceed with the investigation without disclosing the whistleblower's identity, but the whistleblower does not provide consent to such disclosure.

SBSG will aim to keep the whistleblower informed of the progress of the investigation and its expected timescale. However, confidentiality concerns, if any, may prevent SBSG from providing specific details of the investigation or any disciplinary action taken as a result. All SBSG staff will treat any information about the investigation as confidential.

No action will be taken against any individual implicated in a protected disclosure until an investigation has determined whether any allegations against them are substantiated. However, if appropriate, an implicated employee or officer may be temporarily stood down on full pay pending the outcome of the investigation.

Shark Bay Salt Manager Human Resources & Commercial is responsible for:

- a) oversight of the policy;
- b) deciding how they will be informed of the outcome of the investigations (e.g., will it be included in board papers, will they be informed at the outcome of every investigation or only investigations where misconduct has been substantiated);
- c) deciding how often they will be informed (e.g., quarterly, at board meetings or after every investigation); and
- d) ensuring that any such reporting will comply with the confidentiality and anti-victimisation requirements set out in the Policy

3.3 Support for whistleblowers

By this Policy, SBSG is committed to ensuring all personnel feel supported and able to raise issues which relate to any misconduct or improper state of affairs or circumstances within SBSG.

Where a protected disclosure is made, SBSG will reiterate the requirements of this Policy and the Whistleblower Regime with any person concerned in the investigation of the disclosure.

SBSG will not tolerate any reprisals or threats of reprisals made against whistleblowers and will take appropriate steps to protect whistleblowers from such retaliation, consistent with the provisions of 'Support for Whistleblowers' of this Policy.

As stated in Section 3.2 above, SBSG will conduct investigations into protected disclosures in a manner which is fair in all of the circumstances and will have regard to the protections afforded to the whistleblower and the privacy and fair treatment of persons referred to in the disclosure, including those to whom the disclosure relates.

SBSG will determine whether any disciplinary outcomes or other remedies are appropriate after an investigation into a protected disclosure is completed.

4. PROTECTIONS FOR WHISTLEBLOWERS

4.1 Legal protections under the Whistleblower Regime

If you have made a protected disclosure under the Whistleblower Regime, the following legal protections will apply to you.

<p>(a) Confidentiality regarding your identity</p>	<p>The Whistleblower Regime sets strict confidentiality obligations regarding your identity information if you make a protected disclosure.</p> <p>It is unlawful for SBSG to disclose the identity or information that may lead to the identification of a whistleblower (Confidential Identity Information) unless SBSG is authorised to do so under the Whistleblower Regime.</p> <p>There are limited circumstances in which SBSG is authorised to disclose Confidential Identity Information, including:</p> <ul style="list-style-type: none"> • if the disclosure is made with the whistleblower's consent; and • the disclosure is made to ASIC, APRA, a member of the Australian Federal Police (AFP) or another body prescribed by the regulations. <p>If a whistleblower does disclose their identity when making a protected disclosure, the person who received the disclosure will treat the identity of the whistleblower confidentially in accordance with the above confidentiality protections. This includes how SBSG will handle and store documents regarding the protected disclosure.</p> <p>In some circumstances, it may be necessary for SBSG to request the consent of the whistleblower to disclose their identity in order to effectively progress with dealing with the protected disclosure. The whistleblower is under no</p>
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	<p>obligation to provide their consent, but SBSG encourages it to enable it to fully investigate a protected disclosure and take appropriate action.</p> <p>If the whistleblower does not consent to the disclosure of their identity, the matter may nevertheless be referred for investigation, but the investigator will be required to take all reasonable steps to reduce the risk of the whistleblower being identified as a result of the investigation.</p>
<p>(b) Protection from legal action</p>	<p>Eligible whistleblowers who make a protected disclosure under the Whistleblower Regime are protected from certain legal action taken by SBSG or any individuals for making the disclosure, including:</p> <ul style="list-style-type: none"> • civil, criminal, and administrative (including disciplinary) action against the whistleblower; and • contractual action, including termination of a contract on the basis that making a disclosure is a breach of that contract.
<p>(c) Prohibition against victimisation</p>	<p>It is unlawful for a person to:</p> <ul style="list-style-type: none"> • engage in any conduct that causes any detriment; or • make a threat to cause any detriment, <p>to a whistleblower or another person because the person engaging in the conduct believes or suspects that the other person or a third person made, may have made, proposes to make, or could make, a protected disclosure.</p> <p>"Detriment" includes dismissal, disciplinary action, harassment, discrimination, property damage, reputational damage, and other types of damage to a person.</p> <p>Penalties apply for engaging in any of the conduct referred to above. Any person involved in the contravention may be found liable.</p> <p>If a person suffers, or is threatened, detriment in contravention of the Whistleblower Regime, the person may apply to the court for an order of compensation or another remedy against those who were involved in the contravention.</p>

4.2 Protections for disclosures that fall outside the Whistleblower Regime

If a disclosure falls outside the Whistleblower Regime, it will be dealt with separately in accordance with SBSG internal regulations.

If a whistleblower does not meet the eligibility requirements set out above, then they will not qualify for the legal protections under the Corporations Act or the Tax Administration Act.

However, the disclosure may be protected under other legislation. For example, the disclosure may amount to the exercise of a workplace right. Under the *Fair Work Act 2009* (Cth), SBSG is prohibited from taking adverse action against employees or contractors because they exercised or propose to exercise any workplace rights.

5. OTHER INFORMATION

This Policy will be made available to employees and officers of SBSG on the SBSG Intranet, and SBSG's website www.salt.com.au

Further information about how this Policy works and what it covers can be sought by contacting SBSG's Human Resources Department on (08) 9265 8000, who will treat your discussions confidentially.

It is a condition of any employment by SBSG that all employees comply with this Policy at all times.

Breach of this Policy by an employee of SBSG may be regarded as misconduct and may lead to disciplinary action up to and including termination of employment.

SBSG will review this Policy periodically as required and may amend it from time to time.

3. REFERENCES

Part 4.AAA of the *Corporations Act 2001* (Cth)

Part IVD of the *Taxation Administration Act 1953* (Cth)

[ASIC Information Sheet on Whistleblower Rights and Protections \(INFO 238\)](#)

[APRA's Guide on Becoming a "Whistleblower"](#)

[ATO's Guide on Tax Whistleblowers](#)