

# Whistle-Blower Policy

## 1. Purpose of this policy

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- 1.1 Alligator Energy Limited (**Company**) is committed to a high standard of openness, probity and accountability. The Company encourages positive and efficient conduct that aligns with the Company's values and enhances its reputation.
- 1.2 The Company has a strong interest in knowing how its business is being conducted and has established a process to identify and where necessary correct negative, unethical or undesirable conduct that has a potential to impact on the operations or reputation.
- 1.3 The purpose of this Whistle-Blower Policy (**Policy**) is to encourage the reporting of violations (or suspected violations) of the Company's Code of Conduct (**Disclosable Conduct**) and to provide effective protection from victimisation or dismissal to those reporting such conduct. Alligator Energy has systems in place to manage confidentiality and report handling.
- 1.4 This Policy outlines the rights of a Whistle-Blower and specifically prohibits false reporting.
- 1.5 This policy is prepared in accordance with the requirements of Part 9 of the *Corporations Act 2001 (Cth)*.
- 1.6 Defined terms are set out in section 9 of this Policy.

## 2. Parties to whom this Policy applies

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- 2.1 Directors, Officers, Employees and Contractors of the Company are expected to observe a high standard of business and personal ethics in the conduct of their duties and responsibilities as set out in the Company's Code of Conduct Policy.
- 2.2 Directors, Officers, Employees, Contractors or any other party with a business relationship with the Company must conduct themselves with integrity, honesty and fairness in all business practices and observe all regulatory and legal requirements applicable to the Company's operations.

## 3. Scope

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- 3.1 Reasonable grounds are defined as objective circumstances that can be described and which would lead a reasonable person to think there is a real possibility of Disclosable Conduct occurring.
- 3.2 The Company defines **Disclosable Conduct** as misconduct or other business dealings which:
  - (a) Contravene the Company's Code of Conduct or other standard including behaviour which is dishonest, fraudulent, unethical or corrupt (including bribery);
  - (b) Is a criminal offence or breach of any Commonwealth, State or foreign legislation or local authority by-laws;

- (c) Classifies as illegal activity such as theft, violence (actual or threatened), harassment or intimidation, criminal damage to property;
  - (d) Relates to acts that are potentially damaging to the Company, its employees or a third party such as unsafe work practice or failure to comply with Health & Safety legislation, environmental damage or abuse of the Company's property or resources;
  - (e) May cause financial loss to the Company or damage to its reputation or be otherwise detrimental to the interests of the Company;
  - (f) Is a failure to comply with statutory accounting and reporting requirements;
  - (g) Constitutes insider trading; and
  - (h) Involves any kind of misconduct or improper state of affairs or circumstances.
- 3.3 A matter which is excluded for Disclosable Conduct relates to a "personal work-related grievance" as defined in the Corporations Act (unless it also has significant implications for the Company (or another regulated entity) unrelated to the discloser, or is otherwise an offence against federal law, or represents a danger to the public or financial system).

A personal work-related grievance may include:

- An interpersonal conflict between the discloser and another Employee or Contractor;
- 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;
- A decision to suspend or terminate the engagement of the discloser or otherwise to discipline the discloser

#### **4. Policy and Procedures**

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- 4.1 This Policy is intended to encourage and enable a Whistle-Blower (see section 6 definition) to raise serious concerns with the Company .
- 4.2 To make a disclosure a Whistle-Blower must have reasonable grounds to suspect that Disclosable Conduct has occurred.
- 4.3 The Company wishes to develop and maintain a level of respect throughout the organisation and to do so it will be helpful if concerns are initially raised with your immediate supervisor as they may be in the best position to address the concern. If the concern relates to the supervisor or you are not comfortable speaking to your supervisor or not satisfied with your supervisor's response, you are encouraged to speak to anyone in Management or alternatively the Chairman of the Company.
- 4.4 If you are concerned your well-being or employment is at risk in any way then it is appropriate for you to use the procedures under this Policy. A report under this Policy may be made anonymously.
- 4.5 A Whistle-Blower as referred to in 4.1 and who has concerns as outlined in 4.4 should report Disclosable Conduct to one of the following individuals (**Eligible Recipients**):

- The Whistle-Blower Protections Officer being the Company Secretary; or
  - A 'Senior Manager' as defined by section 9 of the Corporations Act which includes the CEO; or
  - Chairman of the Board
  - The Company is of the size that it is unable to justify a dedicated hotline for the purposes of contacting an Eligible Recipient. Contact details of the Company Secretary and CEO appear on all ASX releases. Contact details for the Chairman of the Board at the time can be obtained through a request lodged with [info@alligatorenergy.com.au](mailto:info@alligatorenergy.com.au).
- 4.6 When reporting Disclosable Conduct to an Eligible Recipient the Whistle-blower should include:
- (a) a description of the suspected conduct;
  - (b) a description of the reasonable grounds for the suspicion of Disclosable Conduct; and
  - (c) anything else you wish to add that would assist the Company to make an assessment of the conduct or to otherwise investigate it.
- 4.7 The Eligible Recipient will assess each report made and subject to that assessment, will take steps to investigate as soon as reasonably practicable. An Eligible Recipient to whom a report has been made may, if appropriate, appoint an internal or external person to assist in any investigation. Feedback on the course of the investigation and its outcome will be provided to you (subject to any appropriate privacy considerations and/or to agreement that the feedback will remain confidential).
- 4.8 The Company Secretary (who is also the Company's Whistle-Blower Protection Officer) will oversee all investigations, except where the investigation relates to the Company Secretary or a member of the Management Team. In the instance that the investigation relates to the Company Secretary or a member of the Management Team, then the Chairman will nominate an appropriate Whistle-Blower Investigation Officer.
- 4.9 A Whistle-Blower should keep in mind that the Company may have or obtain additional detail about the purported Disclosable Conduct (whether through an investigation through other means), and will approach the resolution of an issue on the basis of what is reasonable necessary to ensure appropriate responsible governance and corporate behaviour.
- 4.10 The extent and nature of the investigation process undertaken will be determined on a case-by-case basis according to the nature of the purported Disclosable Conduct. If the report made is not anonymous, a person with responsibility for conducting an investigation will in most cases contact you to discuss the investigation process.
- 4.11 All files and records created from an investigation will be retained securely.
- 4.12 Unauthorised release of information to someone not involved in the investigation (other than the Executive Management Team or Directors who need to know to take appropriate action, or for corporate governance purposes) without your consent as a Whistle-Blower will be a breach of this policy.

- 4.13 A release of information in breach of this policy will be regarded as a serious matter and may have consequences for employment (or for Contractors, their contract for services).
- 4.14 Results of any investigation will be recorded in writing in a formal internal report that will be confidential. Whistle-Blowers will generally be informed of any investigation outcome, unless it is inappropriate or not possible to do so. The persons to whom the Disclosable Conduct relates may also be informed of the findings of any investigation. A Whistle-Blower and other persons the subject of an investigation are not entitled to the report. The outcome of any investigation will be reported to the Board.
- 4.15 Upon conclusion of an investigation, the Board or the Chairman will decide what action to take. If the complaint is shown to be justified, then they will invoke the disciplinary or other appropriate Company procedures.
- 4.16 Due to the varied nature of Whistle-Blower reports, which may involve both internal and external investigators and the Police, it is not possible to prescribe precise timeframes for investigations. Eligible Recipients should ensure that investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.
- 4.17 If the Whistle-Blower is not satisfied their concern is being properly dealt with by the Whistle-Blower Protection Officer or other Eligible Recipient they have the right to raise it in confidence with the CEO or Chairman.
- 4.18 When you report Disclosable Conduct, you will be expected to have reasonable grounds to suspect the information you are disclosing is true, but you will not be penalised under the relevant laws if the information turns out to be incorrect. However, you must not make a report of Disclosable Conduct that you know is not true or is misleading. Where this is found to be the case it will be treated as a breach of the Code of Conduct.

## 5. Whistle-Blower Protections

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- 5.1 The Company is committed to protecting the Whistle-Blower, their colleagues and relatives from victimisation or any other Detrimental Conduct.

**Detrimental Conduct** includes:

- Unfair dismissal;
- Unlawful dismissal;
- Alteration of an employee's position or duties to his or her disadvantage;
- Discrimination against the Whistle-Blower;
- Harassment or intimidation of a person;
- Harm or injury to a person, including psychological harm;
- Damage to a person's property, reputation, business financial position or any other damage;
- Any other conduct that constitutes retaliation.

If requested by the Whistle-Blower the Company will take action to protect them.

Such action may include:

- Leave of absence during investigation where it will not be possible to maintain anonymity of the Whistle-Blower; and
- Retaining all files and records relating to an investigation under strict security. An individual who releases such information will be breach of this Policy and will be subject to disciplinary action.

The Company has appointed a Whistle-Blower Protection Officer, whose primary role is to protect the confidentiality of a Whistle-Blower. Detailed roles and responsibilities of the Whistle-Blower Protection Officer and other key personnel are contained in Appendix A.

- 5.2 Under Australian law, legislative protections are available to certain persons (including current and former employees and suppliers, and their relatives and dependants) who make a "protected disclosure" to certain people.

The law provides protections if you make a "protected disclosure", including that:

- you are not subject to any civil, criminal or administrative liability for making the disclosure;
- no contractual or other remedy may be enforced or exercised against on you the basis of the disclosure; and
- in some circumstances (e.g. if the disclosure has been made to a regulator), the information you provide is not admissible in evidence against you in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information.

Additional legislative protections and remedies may also be available.

## **6. Special protections under Part 9.4 AAA of the Corporations Act 2001 (Cth)**

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- 6.1 The Corporations Act gives special protection to Disclosable Conduct if the following conditions are satisfied:

- (a) The Whistle-Blower is or has been;
- (i) An Director, Officer Employee or Contractor of the Company;
  - (ii) An individual who supplies good or services to the Company or an employee of a person who supplies goods or services to Company;
  - (iii) An individual who is an associate of the Company;
  - (iv) a relative, dependent or dependent of the spouse of any individual referred to above;

- (b) The report is made to:
  - (i) An Eligible Recipient;
  - (ii) ASIC; or
  - (iii) A legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the Whistle-Blower provisions in the Corporations Act.
- (c) The Whistle-Blower has reasonable grounds to suspect that the information being disclosed concerns Disclosable Conduct in relation to the Company.

## **7. Confidentiality**

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- 7.1 Whistle-Blower is entitled to make a report anonymously. The Company will take reasonable steps not to disclose the identity of the Whistle-Blower or any information likely to lead to the identification of the Whistle-Blower, unless any of the following circumstances arise:
  - (a) the Company obtains consent of the Whistle-Blower to disclose their identity or disclose information that is likely to lead to their identification; or
  - (b) it is reasonably necessary for the purposes of performing a robust investigation into a report of Disclosable Conduct, to disclose information that may lead to identification of the Whistle-Blower
- 7.2 Reports of violations or suspected violations will be kept confidential and may only be disclosed to ASIC or a member of the Australian Federal Police or the Australian Commissioner of Taxation if the disclosure concerns Alligator's tax affairs or the tax affairs of an associate of Alligator or to someone else with the consent of the Whistle-Blower to the extent possible, consistent with the need to conduct an adequate investigation.
- 7.3 Any permitted disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.
- 7.4 Disclosures to a legal practitioner for the purposes of obtaining legal advice or representation in relation to operation of the Policy are protected, even in the event that the legal practitioner concludes that the disclosure does not relate to Disclosable Conduct.

## **8. Accessibility**

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- 8.1 The Policy will be made available during the induction of the Company's Directors Officers, Employees and Contractors.
- 8.2 The Company will publish this Policy on its external website.

## **9. Definitions**

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**Act** means *Corporations Act 2001 (Cth)* as amended from time to time;

**ASX** means the Australian Securities Exchange owned and operated by ASX Limited;

**Board** means Board of Directors;

**Code of Conduct** means the code adopted by the Company which can be found on the website at [www.alligatorenergy.com.au](http://www.alligatorenergy.com.au)

**Company** means Alligator Energy Ltd ACN 140 575 604 or any of its subsidiaries;

**Constitution** means the constitution of the Company as amended from time to time;

**Contractor** means a goods or service provider that has an agreement with the Company

**CEO** means the Chief Executive Officer of the Company or the person acting in that position if there is no CEO.

**Director** means a director of the Company;

**Employee** means an individual who works for the Company under a contract of employment;

**Management Team** means the Key Management Personnel disclosed from time to time in the Company's Annual Report.

## **APPENDIX A**

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### **Roles and Responsibilities**

#### **Whistle-Blower Protection Officer**

- Ensure confidentiality in the investigation and protecting the Whistle-blower's identity
- Monitor and manage the behaviour of other employees/contractors related to the reported incident
- Offer a leave of absence while a matter is investigated
- Relocate employees to a different working group where practical

#### **CEO/Chairman**

- Determine and administer an appropriate remedy for a Whistle-Blower who has suffered any detriment
- Receive and respond to complaints made by a Whistle-Blower regarding the Company's investigation process

#### **Eligible Recipient**

- Assess Whistle-Blower reports within 48 hours of their receipt
- Determine the channel through which a report from a Whistle-Blower will be addressed including where appropriate the engagement of external parties.

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