



WHISTLEBLOWER POLICY & PROCEDURE

1. Purpose

Farm Pride Foods Limited ("Farm Pride") is committed to the highest standards of conduct and ethical behaviour in all our business activities and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

Whistleblowing refers to the act of raising concerns about potential, suspected, or actual misconduct within Farm Pride and its subsidiaries and is a key element of our governance framework and to achieving transparency and accountability.

Examples of wrongdoing that could be covered by the Farm Pride policy include the following:

- animal cruelty;
- illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property;
- fraud, money laundering or misappropriation of funds;
- offering or accepting a bribe;
- financial irregularities;
- failure to comply with, or breach of, legal or regulatory requirements; and
- 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.

2. Policy

This Whistle-blower policy (Policy) provides a safe and secure means for disclosing wrong doing. It applies to suspected or actual unethical, illegal, corrupt, fraudulent or undesirable conduct, or any breach of the Farm Pride Code of Conduct.

Farm Pride will not tolerate anyone being discouraged from speaking up or being adversely affected because they have reported misconduct in accordance with this Policy. Farm Pride will consider disciplinary action, which may include termination of employment or engagement, where any team member has caused detriment to another because they have or want to make a disclosure in accordance with this Policy.

A copy of this policy will always be available at all Farm Pride sites. It is also available on the Company's external website. Farm Pride will promote this policy actively and regularly by making reference to it in new employee induction manuals, posting information about it on staff notice boards, making reference to it in the Farm Pride staff newsletter and its Corporate Governance Policy a copy of which is also on the Company's external website.

Farm Pride encourages those who are aware of any wrong doing to speak up.

3. Who does this Policy apply to?

Farm Pride team members, directors and other officers who have reasonable grounds to suspect that potential misconduct has occurred or is occurring within or against Farm Pride or its subsidiaries must make a report. Anyone else who has reasonable grounds to suspect that potential misconduct has occurred or is occurring within or against Farm Pride or its subsidiaries is encouraged to make a report. This includes Farm Pride past team members, directors, other officers, contractors, suppliers (including employees of suppliers), and associates, as well as dependants (or their spouses' dependants) and relatives of the above.

4. What is potential misconduct?

Potential misconduct is any suspected or actual misconduct or an improper state of affairs or circumstances in relation to Farm Pride or its subsidiaries. This includes if you believe that a Farm Pride director, executive, manager, team member, contractor, supplier, tenderer or other person who has business dealings with Farm Pride has engaged, or attempted to engage in conduct which:

- Is dishonest, fraudulent or corrupt, including bribery or other activity in breach of Farm Pride Policies and Procedures.
- Is an illegal activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property, breach of competition and consumer law, privacy law or any other breaches of state or federal law or local laws regulations applicable to Farm Pride and its subsidiaries.
- Represents a danger to the public or to the financial system;
- Is unethical or in breach of Farm Pride policies (such as breaches of privacy or confidentiality, dishonestly altering company records or data, obtaining an unauthorised or inappropriate personal benefit, adopting questionable accounting practices or wilfully breaching Farm Pride Code of Conduct or other policies or procedures.
- Is potentially damaging to Farm Pride, a team member or a third party such as unsafe work practices, environmental damage, health risks or abuse of Farm Pride property or resources;
- May cause financial loss to Farm Pride or damage its reputation or be otherwise detrimental to Farm Pride interests; or
- Concerns any other kind of serious misconduct or an improper state of affairs or circumstances.

Potential misconduct generally does not include personal work-related grievances, as described in section 5.

Reports must be based on reasonable grounds that the information disclosed is true. There will not be negative consequences if the information turns out to be incorrect, but you must not make a report that you know is not true or is misleading. Making a deliberately false report is considered a serious matter and may result in disciplinary action.



5. What is a personal work-related grievance?

Personal work-related grievances are not covered by this Policy and should be raised directly with your line manager or other Farm Pride manager you feel comfortable raising the matter with.

Personal work-related grievances are issues in relation to your employment with Farm Pride that have implications for you personally (i.e. matters solely related to your personal employment).

Examples of personal work-related grievances include:

- A conflict between you and another employee;
- A decision about your engagement, transfer or promotion;
- A decision relating to your rostered days of work or hours; or
- A decision relating to the termination of your employment.

In some limited instances, a personal work-related grievance may be covered by this Policy, such as where the grievance arises from knowledge of unethical, illegal or fraudulent conduct.

6. Who can I make a report to?

Farm Pride has both informal and formal ways in which concerns can be raised depending on your circumstances and the level of seriousness of the issue.

If you are comfortable, you are encouraged to raise a concern informally outside this Policy with your line manager. At any time before you raise a concern, you can obtain more information about this Policy, how it works and whistle-blower information more generally by contacting one of the Protected Disclosure Officers listed in this Policy.

Farm Pride Protected Disclosure Officer

You may report a matter directly to any director of Farm Pride or to any of the following Farm Pride Protected Disclosure Officers:

Company Secretary	gbdelacy@farmpride.com.au
CFO	robin.donohue@farmpride.com.au
HR Manager	pauline.cucia@farmpride.com.au
Executive Assistant	angelique.belbas@farmpride.com.au
Chairman	farmpride.whistleblower@mews.com.au

You are also able to make a report directly to Farm Pride's external lawyers, Macpherson Kelley, should you not be comfortable making a disclosure to Farm Pride in the first instance. This can be done by emailing their representative, Kelly Dickson, at the following address: Kelly.dickson@mk.com.au

If necessary you can also contact Kelly on the following number – 9794 2600.

For the purposes of your disclosure, Kelly will act as a Protected Disclosure Officer under this Policy and investigate and escalate the disclosure on behalf of Farm Pride and advise it, as appropriate.

Anonymous Reports

A report may be submitted anonymously if you do not wish to disclose your identity. You also have the option of providing your details.

Generally, you are encouraged to provide your name because it will make it easier for Farm Pride to address your disclosure should the Business require further information to assist in an investigation. If you do not provide your name, the investigation will continue to be carried out as outlined in this Policy. Please note that an investigation may not be carried out should the information provided be insufficient.

Where a disclosure is made anonymously the person making the disclosure is still protected under the Corporations Act.

7. Investigation

Matters raised under this policy will be received and treated seriously and with the utmost sensitivity. All matters will be dealt with fairly and objectively, in a timely manner and in accordance with the relevant supporting Policies and Procedures.

Making a report does not guarantee that a matter will be formally investigated, all reports will be assessed by Farm Pride and a decision will be made as to whether the Business will commence an investigation based on the information provided.

Reports alleging misconduct will be assessed to:

- Determine if and how they should be investigated in accordance with this Policy; and
- Determine whether the alleged misconduct is of a serious nature, in particular if it involves conduct involving senior management and significant financial matters. Where the matter is serious, the Protected Disclosure Officer must immediately notify the CEO and the Chair of the Board.

In all cases:

- All team members and contractors must cooperate fully with any investigation.
- The Protected Disclosure Officer may investigate the matter directly or may appoint an investigation Officer to investigate the matter, other than in matters involving breaches of the Corporation Act where particular processes apply.
- The Protected Disclosure Officer may be consulted to determine how Farm Pride will respond and/or report the matter.
- If the matter relates to the Protected Disclosure Officer, approval must be sought from the CEO or Chair of the Board to engage external legal advisers to oversee the investigation.
- Unless there are confidentiality or other reasons not to do so, individuals to whom the disclosure relates will be informed of the allegation and will be afforded the opportunity to respond to the allegations made against them.
- Where Farm Pride considers it appropriate to do so, the Business will provide feedback regarding the investigation and its progress/outcome (subject to considerations of the

privacy of those against allegations are made).

8. Protection of Whistle-blowers

Farm Pride is committed to protecting the rights of the person/s who make reports under this Policy and ensuring that anyone who makes a report based on reasonable grounds is treated fairly and does not suffer any disadvantage.

a) Protecting your identity

Farm Prides' priority is to protect the identity of people who speak up and make a report. If you speak up, your identity (and any information we have because of your disclosure that someone could use to decipher your identity) will only be disclosed if you give your consent for the Business to disclose that information or the disclosure is allowed or required by law.

Farm Pride will take steps to protect your confidentiality, for example by ensuring your concerns are overseen and investigated by a suitably qualified and appointed team member and by securely and confidentially storing all files and records created by a whistle-blower report or a subsequent investigation.

b) Protection from disadvantage

Farm Pride will take appropriate action where any such unfavourable treatment is identified. If you consider you are subject to unfavourable treatment because you made a report based on reasonable grounds under this Policy, you should inform any Protected Disclosure Officer or senior Farm Pride executive immediately. If you consider the matter has not been appropriately addressed, you can refer it directly to the Chair of the Board at the following email address: farmpride.whistleblower@mews.com.au

Unfavourable treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment associated with making a report.

The Corporations Act also gives special protection to disclosures about breaches of that Act, as long as certain conditions are met. Refer to Appendix 1 for further details.

9. Ensuring fair treatment of individuals mentioned in a disclosure

Farm Pride will also ensure the fair treatment of employees who have been mentioned in a disclosure that qualify for protection, including those who are the subject of a disclosure. If you consider that you are subject to unfavourable treatment because of this disclosure, you should inform any Protected Disclosure Officer or senior Farm Pride executive immediately. If you consider the matter has not been appropriately addressed, you can refer it directly to the Chair of the Board at the following email address: farmpride.whistleblower@mews.com.au

Examples of how Farm Pride will ensure the fair treatment of individuals mentioned in a disclosure could include:

- disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;
- each disclosure will be assessed and may be the subject of an investigation;
- the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported;
- when an investigation needs to be undertaken, the process will be objective, fair and independent;
- an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken—for example, if the disclosure will be the subject of an investigation; and
- an employee who is the subject of a disclosure may contact the entity's support services (e.g. counselling).

10. Duties of all team members in relation to Potential Misconduct

Farm Pride team members who become aware of known, suspected, or potential cases of Potential Misconduct must make a report under this Policy or under other applicable policies.

11. Outcome of investigations and reporting procedures

Upon the completion of the investigation, the investigation Officers or Protected Disclosure Officer must submit a report to the CEO and the Chair, which will be the property of Farm Pride and will remain confidential.

Where an investigation identifies a breach of Farm Prides' Code of Conduct or other internal policies or procedures, appropriate disciplinary action may be taken. This may include, but is not limited to, terminating or suspending the employment or engagement of the person(s) involved in the Potential Misconduct. If the report finds that there has been a suspected or an actual breach of the law Farm Pride may refer the matter to the relevant legal authority.

12. Reporting procedures and review of Policy

The CEO and the Chair will provide the Board with immediate visibility of any disclosure of a serious nature. The CEO and the Chair will also, at least annually provide to the Board a summary of disclosures made under this Policy, including metrics on disclosures made and additional information about any material incidents raised.

All reporting of matters investigated in accordance with this Policy will remain confidential as too will any person who has reported a matter in accordance with the Policy. Any information that might lead to the disclosure of the identity of the whistle-blower will also be excluded from these reports.

This Policy will be periodically reviewed and updated. Team members who have roles under this Policy will receive the appropriate training to ensure they fulfill their responsibilities and will be advised of any changes to this Policy and their responsibilities as required.

13. Relationship to other policies

This Policy should be read in conjunction with the following Farm Pride Policies:

- Code of Conduct

Appendix 1

Protections provided by the law

1. Additional legislative protections

The law offers protections where ‘eligible whistle-blowers’ make a disclosure outside the Whistle-blower Policy (for example, if potential misconduct is reported to people other than Protected Disclosure Officers. (If an eligible whistle-blower makes a “protected disclosure” under the law which does not comply with the Whistle-blower Policy, they will still be entitled to legal protections. More information on “eligible whistle-blowers” and “protected disclosure” is set out below.

Please contact a Protected Disclosure Officer if you would like more information about legal protections.

2. Eligible whistle-blowers’

Under the law, an “eligible whistle-blower” is an individual who is, or has been:

- An officer or employee of Farm Pride (e.g., current and former employees who are permanent, part-time, fixed-term or temporary, interns, secondees, managers, and directors);
- A supplier of services or goods to Farm Pride (whether paid or unpaid), including employees (e.g., current and former contractors, consultants, service providers and business partners);
- An associate of Farm Pride; and
- A relative, dependent or spouse of an individual above.

3. Protected disclosures

Certain information that is disclosed to certain people or organisations is protected by law. Examples of this information and recipients are outlined in the following table.

Information reported or disclosed	Recipient of disclosed information
<p>General disclosable matters</p> <ul style="list-style-type: none"> • Information about actual or suspected misconduct, or an improper state of affairs or circumstances in relation to Farm Pride • Information that Farm Pride or any officer or team member of Farm Pride has engaged in conduct that: <ul style="list-style-type: none"> ○ Contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act): ○ Represents a danger to the public or the financial system; or ○ Constitutes an offence against any law of the Commonwealth that is punishable by imprisonment. <p>Note that “personal work-related grievances” are not protected disclosures under the law, except as noted below.</p>	<p>Recipients for any general disclosable matters</p> <ul style="list-style-type: none"> • A person authorised by Farm Pride Limited to receive protected disclosures – i.e. Protected Disclosure Officers under this Policy (see section 6) • An officer or senior manager of Farm Pride • An internal or external auditor, or a member of an audit, of Farm Pride • An actuary of Farm Pride; ASIC or APRA or another body prescribe by the Regulations • A lawyer for the purpose of obtaining legal advice or legal representation.
<p>Tax-related disclosable matters</p> <ul style="list-style-type: none"> • Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Farm Pride Limited (Company) or an associate, which the team member considers may assist the recipients to perform functions or duties in relation to the tax affairs of the Company or an associate 	<p>Recipients for any tax-related disclosable matters</p> <ul style="list-style-type: none"> • A person authorised by the Company to receive reports of tax-related disclosable matters • An internal or external auditor, or a member of an audit, of the Company • A registered tax agent or BAS agent who provides tax services or BAS services to the Company • A director, secretary or senior

	<p>manager of the Company</p> <ul style="list-style-type: none"> • A team member or officer of the Company who has functions or duties that relate to the tax affairs of the Company • A lawyer for the purpose of obtaining legal advice or legal representation
<p>Information reported or disclosed</p> <p>Further tax-related information</p> <ul style="list-style-type: none"> • Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relations to the Company 	<p>Recipient of disclosed information</p> <p>Recipients for any further tax-related information</p> <ul style="list-style-type: none"> • Commissioner of Taxation • A lawyer for the purpose of obtaining legal advice or legal representation

4. Personal work-related grievances

Legal Protection for disclosures about solely personal employment related matters is only available under the law in limited circumstances. A disclosure of a personal work-related grievance will remain protected if, in summary:

- It concerns detriment to you because you have or may be considering making a report; or
- It is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistle-blowers.

Under the law, grievance is **not** a 'personal work-related grievance' if it:

- Has significant implications for an entity regulated under the law about whistle-blowers
- 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 conducts that represents a danger to the public or financial system; or
- Concerns conduct prescribed by the regulations.

5. Specific protections and remedies

Additional legislative protections may also be available to eligible whistle-blowers who make protected disclosures under the law, including but not limited to:

- Compensation for loss, damage or injury suffered as a result of detrimental conduct;
- An injunction to prevent, stop or remedy the effects of the detrimental conduct;
- An order requiring an apology for engaging in the detrimental conduct;
- If the detrimental conduct wholly or partly resulted in the termination of a team members employment, reinstatement of their position; and
- Any other order the court thinks appropriate.

6. The law also states that if you make a protected disclosure:

- 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;
- You are not subject to any civil, criminal or administrative liability for making the disclosure; and
- No contractual or other remedy may be enforced or exercised against you on the basis of the disclosure.