

WHISTLE-BLOWER POLICY

INTRODUCTION

Mackay Sugar Limited (**Mackay Sugar**) is committed to developing a culture where all employees are encouraged to raise concerns about our business in a safe and proper way.

This policy establishes procedures to ensure that an employee can 'blow the whistle' by reporting in good faith concerns of certain activity of the nature defined below, without fear of retaliation. For clarity under this policy, employees reporting conduct under this policy will be referred to as the **whistle-blower**.

WHO MAY USE THIS POLICY?

This policy may be used by all employees engaged to perform work for Mackay Sugar, including:

- (a) Employees;
- (b) Directors;
- (c) Contractors; and
- (d) Employees of contractors.

PURPOSE

The purpose of this policy is to promote responsible whistleblowing about issues involving Mackay Sugar where the interests of others, including the public or the organisation itself, are at risk. Such issue may include conduct by an officer, employee or other person involved with Mackay Sugar, which in the view of the whistle-blower involves any of the following:

- a criminal offence
- the breach of a legal obligation
- financial impropriety
- potential or actual danger to the health and safety of any individual
- potential or actual damage to the environment
- conduct that is unethical and/or may be detrimental to the reputation of the Company
- inappropriate or unprofessional behaviour
- failure to adhere to policies and procedures
- deliberate covering up of information tending to show circumstances of any of the above.

A whistle-blower will not be expected to produce unquestionable evidence to support the case, all that is required is that the whistle-blower has a reasonable and genuine doubt and that the concern is raised in good faith. It is in the interests of Mackay Sugar to hear of concerns at the earliest possible opportunity and to have the opportunity to investigate further where appropriate.

IMPORTANT NOTE

There may be a different policy that more relevantly applies to the circumstances causing you concern.

This means that a complaint made under this policy may be made and will be acknowledged in accordance with this policy, but will instead be dealt with in accordance with the policy considered by Mackay Sugar to be the most relevant. For example, if a concern is in relation to bullying, harassment and predominantly a complaint of an interpersonal nature that involves yourself or another individual, please consider the "Equal Employment Opportunity - Discrimination and Harassment in the Workplace - Employee Handbook" (MSD-HR-0496)

WILL A WHISTLE-BLOWER BE PENALISED FOR REPORTING A MATTER?

A whistle-blower will not be regarded as a sneak or troublemaker. Mackay Sugar recognises that a whistle-blower usually only decides to express a concern after a great deal of thought. Provided the concern is raised in good faith, and the whistle-blower has not been involved in the conduct reported, the whistle-blower will not be at risk of losing their job or suffering any form of reprisal for coming forward. It does not matter whether the suspicion proves to be unfounded or real.

Mackay Sugar will not tolerate the harassment or victimisation of anyone who raises a genuine concern under this policy and will deal with any such occurrences under the counselling and disciplinary procedures.

However, no such assurance will be offered to an employee who maliciously raises a matter which they know to be untrue. This may be regarded as misconduct and will be dealt with through the counselling and disciplinary procedures.

PROCEDURE FOR REPORTING CONCERNS

Any employee who wishes to raise concerns under this policy should speak to or put the concern in writing to the Chief Financial Officer (**CFO**), Company Secretary, Group Manager Human Resources or the General Manager Mossman Mill. If the whistle-blower wishes to remain anonymous, they should say this at the first possible opportunity so that the appropriate arrangements can be made to progress the matter as an anonymous complaint.

Remember that anyone that makes a whistle-blower complaint will be protected from any reprisal or retaliatory action in relation to that complaint.

The person receiving the complaint (**Contact**) from the whistle-blower will first make a record of the complaint being made under the Whistle-blower Policy (**initial record**).

The Contact will note the key points of the complaint and check that the whistle-blower has a copy of this Whistle-blower Policy. The Contact will also assure the whistle-blower of confidentiality.

The Contact will then decide which action to take, and may recommend the matter be pursued through the grievance process in the "Equal Employment Opportunity - Discrimination and Harassment in the Workplace - Employee Handbook" (MSD-HR-0496) instead of through this policy.

If proceeding under the Whistle-blower Policy, the Contact may make further enquiries, elevate the complaint to the Chief Executive, initiate an internal investigation, appoint an external investigator, take no action or take alternative action as the Contact sees fit. If the whistle-blower has any personal interest in the matter, it is essential that this is made known to the Contact at the outset. The Contact will inform the whistle-blower about the action to be taken, except where the person making the complaint cannot be identified.

Whether the complaint is progressed under the Whistle-blower Policy or not, the initial record will be included in a report to the CEO and Audit and Risk Committee, who will have the discretion to proceed under the Whistle-blower Policy if the action taken is considered inadequate.

CAN THE COMPLAINT BE ANONYMOUS?

Mackay Sugar recognises that the whistle-blower may not wish to be identified during the course of an investigation. You may make an anonymous complaint, but this may impact on the extent to which the complaint can be investigated or dealt with. If requested, Mackay Sugar will where possible, withhold the whistle-blower's identity. If it proves impossible to investigate and/or resolve the matter without revealing the whistle-blower's identity, the Contact will discuss with the whistle-blower any other steps or protective measures that can be taken.

It is the intention of Mackay Sugar that any whistle-blower should be comfortable enough to make a complaint without the protection of anonymity. Any victimisation, reprisal or retaliatory contact toward a whistle-blower will not be tolerated by Mackay Sugar, and will result in investigation, with the potential for suspension and disciplinary action up to and including dismissal.

Complaints submitted anonymously will be considered but it will be much more difficult for the Contact to look into the matter and resolve the problem. Whistle-blowers are therefore encouraged to put their names to reports and assist the Contact as much as they can.

CONFIDENTIALITY

Mackay Sugar will ensure that all reports and records relating to the complaint will be stored securely and accessed only by the Contact, authorised employees and any external investigator or notified statutory body. If an investigation is undertaken, the Contact will keep the whistle-blower informed about what is happening and any outcome, as far as possible. In some cases, it may not be possible to report to the whistle-blower the precise action taken, as doing so might, for example, infringe on someone else's confidentiality.

MONITORING AND REPORTING

The Mackay Sugar Board will monitor and review this policy regularly to assess its effectiveness in encouraging the reporting of reportable conduct, protection of persons making reports, investigating fairly and effectively and taking appropriate action.

A report will be compiled six monthly outlining events under the Whistle-blower Policy, including:

- the number of complaints;
- the nature of each complaint, including the initial record of each complaint;
- the procedure adopted, including referral to another policy or procedure for management of the complaint;
- if an investigation is undertaken, the results and any recommendations of that investigation;
- any action taken as a result of the investigation.

The report is to be provided to the Chief Executive Officer and the Mackay Sugar Audit and Finance Committee.

In the event that a complaint involves the Chief Executive Officer or a member of the Audit and Finance Committee, the record of that complaint will not be included in any report until such time as any investigation and a decision about any action has been made and taken.

M. R. Day
EXECUTIVE CHAIRMAN and CEO

23 August 2018