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1. Purpose

Victoria International Container Terminal Limited (VICT) is committed to upholding best practices and behaviour and ensuring compliance with the law within our organisation and promoting fair and ethical conduct. We are committed to transparency and accountability in everything we do in connection with our work and Accountability is one of our key TACIT values.

VICT wants to promote a culture that encourages the reporting of any concerning practices or behaviour. If you become aware of any behaviour or conduct that you consider is not appropriate, we want to know about it. **Please don't ignore it.**

2. Scope

This procedure applies to all people working for or connected to VICT or who has previously worked for or been connected to VICT, including board members, employees, interns, contractors and consultants and their employees and relatives and dependants of the above.

The objective of this procedure is to ensure that we have a workplace culture that supports and encourages anyone ("**Whistleblower**") to report any concerning behaviour or practices safely, enables us to spot any misconduct and fix it and protects a Whistleblower from victimisation and ensures that anyone suspected of being involved in any concerning behaviour or practice is treated fairly.

3. What and how should I report?

3.1 Concerning behaviour or practices

Whistleblower reports can be made for information that concerns **misconduct** or an **improper** state of affairs or circumstances in relation to VICT ("**Disclosable Matters**"). Examples of Disclosable Matters include contraventions of the Corporations Act, offences against Commonwealth law punishable by 12 months or more imprisonment (such as bribery, corruption and fraud) and a danger to the public.

This does not extend to ethical issues, code or policy breaches, minor offences, workplace behaviour, waste or personal work-related grievances (all of which can be pursued through other avenues with management - the General Counsel and Head of Strategy can give your confidential guidance on where to go for matters that are not Disclosable Matters under this Policy).

3.2 How do I report?

There are three ways to make a report.

3.2.1. Internal reporting process

In order to resolve any matters quickly and internally, you are encouraged to consider making an internal report to any of the following people, either in person or in writing:

- Tim Vancampen;
- Donovan Bubb;
- Mick O'Leary;
- Olivia Jones.

Alternatively, you may make a report using VICT's grievance procedure.

3.2.2. External reporting process

You may make a report to our external and independent disclosure management service provider. We have appointed, Your Call Disclosure Management Services ("Your Call") to receive and manage external reports and they will do so impartially and confidentially. This means that you may:

- Remain completely anonymous
- Identify yourself to Your Call only; or
- Identify yourself to both Your Call and VICT.

You may make a report to Your Call by:

Website: www.yourcall.com.au/report

Telephone: 1300 790 228 (calls are taken between 9am -12midnight Monday to Friday (AEST), excluding public holidays).

3.2.3. Special statutory avenues for disclosure

Your third option is to make a report to ASIC, APRA, VCIT's auditor or – in special and limited circumstances – to a lawyer, parliamentarian or journalist. These avenues are explained at section 1 below.

3.2.4. What are the consequences of making a false report

Anyone who does not act in good faith and knowingly makes a false report may be subject to disciplinary action, including dismissal.

4. Confidentiality and Privacy

4.3 Confidentiality of reports

VICT and Your Call will treat all reports in the strictest confidence. We will keep all records relating to a report secure and only allow authorised staff to access them.

4.4 Will my identity and report be treated confidentially?

Your identity will not be disclosed by us or Your Call unless:

- You consent to the disclosure;
- The disclosure is required by law;
- It is necessary to prevent a serious threat to a person's health or safety; or
- It is necessary to protect or enforce VICT's legal rights or interests or to defend a claim.

You may ask Your Call to take special protection measures if you consider that your identity may be determined from the nature of the information in the report you make, and Your Call will consider any requests, taking into account, both the interests of the Whistleblower and VICT.

Unauthorised disclosure of:

- The identity of a Whistleblower; and
- Information from which the identity of the Whistleblower could be inferred

will be regarded as a disciplinary matter and will be dealt with in accordance with our disciplinary procedures.

5. Protection against victimisation

VICT strongly promotes a culture where making a report of any concerning behaviour or practice is encouraged. VICT is committed to protecting from victimisation:

- anyone who intends to or does make a report;
- anyone who acts as a witness; or
- anyone who participates in any way with respect to the report.

VICT will thoroughly investigate complaints of victimisation and, if proven, will take disciplinary actions including dismissal.

Protection from victimisation means that anyone who makes a report will not be personally disadvantaged in their employment by:

- dismissal;
- demotion;
- any form of harassment;
- discrimination; or
- current or future bias.

6. What happens after I make a report to Your Call?

Your Call will refer your report within one business day, with a copy of any material you provide, to:

- Tim Vancampen;
- Donovan Bubb;
- Mick O'Leary; and
- Olivia Jones.

If your report relates to one of the designated persons, your report will be sent to the other designated persons only. If your report relates to all three designated persons, your report will be sent to Andy Dawes, Chair of the Board.

Your Call may ask you for further information to clarify the report or, where you have asked to remain anonymous, to make sure your identity is protected before referring the matter to VICT.

Once we receive the report from Your Call, we will carefully assess it and:

- Determine the appropriate course of action to investigate the report;
- Make sure relevant information is kept confidential and private, in accordance with our legal obligations;
- Ensure that everyone involved in the process is treated fairly; and
- Determine the appropriate resolution of the report.

7. What happens if the behaviour or conduct is proven to be against VICT's policies or the law?

All of us will be held accountable for misconduct, regardless of position, title or role. VICT will take the appropriate disciplinary actions for any proven report of misconduct, including training, coaching, counselling, warnings or termination of employment, depending on the severity, nature and circumstances.

8. Work-related grievances

You cannot make a report if it concerns a "personal work-related grievance" within the meaning in section 1317AADA of the Corporations Act. A "personal work-related grievance" includes interpersonal conflicts or questions about employment terms, where there are no systemic implications for the broader VICT business. However a report about victimisation as a result of Whistleblowing falls outside the definition of a personal work-related grievance.

9. Roles and Responsibilities

We all have a responsibility to be alert for any misconduct and to make a report about any known or suspicious conduct or behaviour. We must all support any whistleblower and avoid doing anything which could be seen as victimisation, including keeping their identity confidential.

Olivia Jones has been appointed as the Whistleblower Protection Coordinator and she will act as a liaison with Your Call. Her responsibilities include setting up and maintaining a confidential record keeping system, carrying out or overseeing an investigation and appoint a whistleblower protection officer to support the whistleblower and will keep the whistleblower informed (including through Your Call where anonymity has been requested) of the progress of the matter when it is permissible and appropriate to do so.

10. Keeping the Whistleblower informed

The Whistleblower Protection Coordinator will keep a Whistleblower, who has revealed their identity or whose identity is known, informed of everything done to protect them against victimisation.

To the extent that it is possible and appropriate to do so, the Whistleblower will be kept informed of the:

- Progress and outcome of an investigation;
- Actions taken to address the Misconduct if proven; and
- Decisions made in relation to the matter.

Your Call will inform the Whistleblower on our behalf, where the Whistleblower's identity is only known to Your Call. Whistleblowers should keep all communications confidential.

11. Investigations

If an investigation is necessary, we will appoint an independent internal investigator who is not connected with the matter or an independent external investigator to investigate the matter.

The investigator will conduct a thorough investigation to determine whether or not the misconduct is proven. Part of the investigator's responsibilities include taking all reasonable steps to protect the identity of the Whistleblower and conduct all interviews in private.

The investigator will provide VICT with a written report of its findings of fact and a determination of whether the misconduct is proven, together with a recommendation of any next steps. VICT will use this report to determine the most appropriate action to take.

Where we know the identity of the Whistleblower, the Investigator will notify the Whistleblower of its appointment and may ask the Whistleblower questions to clarify the report.

12. Reporting requirements

The Whistleblower Protection Coordinator will report particulars of an investigation to the relevant Agency if the law requires us to do so. We may refer the matter to the police or other statutory agency where legally or morally obliged to do so.

13. Whistleblower implicated in misconduct

Where a Whistleblower has acted in good faith and has not engaged in serious misconduct or illegal conduct, we will grant them immunity against disciplinary action by VICT. However, we have no power to offer any person immunity against criminal prosecution. Where a Whistleblower has engaged in serious misconduct or illegal action, the Chief Executive Officer will decide whether disciplinary action will be taken.

14. Assistance to person against whom a report of misconduct is made

VICT and Your Call accept that anyone against whom a report of misconduct is made must also be supported and protected. VICT and Your Call will take all reasonable steps to ensure that the matter and identity of anyone against whom a report is made is kept confidential at all relevant times. We will not disclose any information unless it is legally required or necessary to do so.

This policy will be reviewed on a 12 monthly basis to ensure it is kept up to date and in accordance with VICT working environment and legislation.

15. Special statutory avenues for disclosure

Reports can also be made to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA) and VICT's external auditor, EY.

You may make a report to your personal lawyer for the purposes of obtaining legal advice about the protections under the Corporations Act (see section 16).

You may also make a "Public Interest Disclosure" where at least 90 days has passed since your first report of a Statutory Disclosable Matter without you receiving feedback, or an "Emergency Disclosure" if after your first report you have reasonable grounds to believe that the information reported concerns a substantial and imminent danger to health or safety or the natural environment. In each case you must first notify the Whistleblower Protection Coordinator that you intend to make the further disclosure, and only then you can make a report to a state, territory or federal parliamentarian or a journalist.

16. Statutory protections

The Corporations Act gives statutory protection for reports of Disclosable Matter to VICT, VICT's external reporting service Your Call or through the special statutory avenues (section 15).

Such a Whistleblower has:

- a statutory right of anonymity (subject to some exceptions);
- statutory immunity from civil, criminal or administrative liability (including dismissal action) or a contractual remedy because of making the report; and
- statutory protection from, and a possible right to compensation and other remedies for, any victimisation or detriment because of making a report.

NOTE: While VICT has sought to align this Policy with the protections available under Corporations Act, that legislation is complex and you cannot rely on this document as advice about whether you attract those protections. You can be assured, however, that this Policy does bind VICT.

This Procedure will be widely disseminated among staff and contractors, and available on the VICT website and intranet.

17. Records

For further detail on how to bring a grievance, please refer to:

Complaints and Internal Grievance Procedure

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