

GROUP WHISTLEBLOWERS POLICY

Collins Foods Limited (the Company)

1 Introduction and purpose

- 1.1 The Group is committed to promoting and supporting a culture of corporate compliance and ethical behaviour and seeks to ensure compliance with all whistleblowing legislation.
- 1.2 The purpose of this Group Whistleblowers Policy (**Policy**) is to:
- (a) encourage Employees to raise any concerns and report instances of Reportable Conduct where there are reasonable grounds to support such conduct, without fear of intimidation, disadvantage or reprisal;
 - (b) outline the mechanisms for the reporting and investigation of reported matters;
 - (c) outline the measures in place to protect a whistleblower; and
 - (d) outline the additional procedures and protections that apply to whistleblowers under the Corporations Act in relation to the reporting of possible breaches of the Corporations Act and other Commonwealth legislation. Paragraph 7 of this Policy explains these procedures and protections.
- 1.3 It is expected that Employees will report known, suspected or potential cases of Reportable Conduct. Failure to raise issues could result in disciplinary action.
- 1.4 All Employees will be directed to read and review the Policy, which is made available to all Employees on the Company's website under the heading 'Corporate Governance - Key Policies'.

2 Definitions

ASIC means the Australian Securities and Investments Commission.

Corporations Act means Corporations Act 2001 (Cth).

Corporations Law has the meaning in the Corporations Act and includes the Corporations Act and Australian Securities and Investments Commission Act 2001 (Cth).

Employees include any person who is or has been a director, secretary, officer, employee, secondee, associate or contractor of the Company or its subsidiaries (where appropriate).

Group means the Company and its subsidiaries.

Relative means a relative or dependent of an Employee.

Reportable Conduct means conduct that is illegal, unacceptable or undesirable, or the concealment of such conduct. It includes conduct that:

- (a) is against the law or is a failure by the Group to comply with any legal obligation;
- (b) is unethical or breaches Group policies or Group Code of Conduct;
- (c) is dishonest, fraudulent or corrupt;
- (d) is coercion, harassment, victimisation or discrimination;
- (e) is misleading or deceptive conduct of any kind (including conduct or representations which amount to improper or misleading accounting or financial reporting practices either by, or affecting, the Group);
- (f) is potentially damaging to the Group, an Employee or a third party, including unsafe work practices, environmental damage, health risks or substantial wasting of company resources;
- (g) may cause financial loss to the Group or damage its reputation or be otherwise detrimental to the Group; or

Document No	Prepared by	Approved by	Date
CFL-POL-CG-007 v4	CS	Board	February 2020

- (h) involves any other serious impropriety or any other matters or concerns of malpractice that should be reported, including information concerning misconduct, or an improper state of affairs or circumstances in relation to the Company.

whistleblower means an Employee who alerts the Company and/or a regulatory authority to Reportable Conduct within the Group.

Whistleblower Protection Officer means a person nominated by the Company whose key responsibilities include protecting whistleblowers who report concerns under this Policy. The names and contact details of the Company's current Whistleblower Protection Officers are identified in paragraph 4 of this Policy.

3 Scope

- 3.1 This Policy applies to all Employees who wish to report Reportable Conduct regarding Group activities.
- 3.2 This Policy does not deal with personal work-related grievances which are not Reportable Conduct, and for which separate procedures exist. Please refer to the Grievance Resolution Procedure which deals specifically with personal work-related grievances.
- 3.3 Examples of personal work-related grievances include:
- (a) an interpersonal conflict between the discloser and another employee;
 - (b) a decision relating to the engagement, transfer or promotion of the discloser;
 - (c) a decision relating to the terms and conditions of engagement of the discloser; and
 - (d) a decision to suspend and terminate the engagement of the discloser, or otherwise to discipline the discloser.

4 How to make a report

- 4.1 Employees can report Reportable Conduct to:
- (a) a senior manager;
 - (b) if the Employee feels unable to raise the Reportable Conduct with a senior manager, they can raise it via a third party provider appointed by the Company to provide anonymity (if required) for the person raising the issue:

Collins Foods Ethics & Integrity
 Phone: 1800 809 618 (24/7)
 Email: CollinsEthicsIntegrity@accesseap.com.au

 Reporting will then be provided by the third party to the Whistleblower Protection Officers; or
 - (c) directly to a Whistleblower Protection Officer.
- 4.2 The current Whistleblower Protection Officers nominated by the Company are:
- (a) **the Company's Chief People Officer:**
 Dawn Linaker
 Phone: +61 7 3352 0898
 Email: dlinaker@collinsfoods.com
 - (b) **the Company Secretary:**
 Frances Finucan
 Phone: +61 7 3352 0872
 Email: ffinucan@collinsfoods.com
- 4.3 Reports will be kept confidential, subject to limited exceptions as detailed in paragraph 5.6 of this Policy.
- 4.4 Written reports can be made anonymously or otherwise, by sending written reports directly to a Whistleblower Protection Officer or to a dedicated email address managed by a third party engaged by the Company. If an Employee chooses to disclose Reportable Conduct anonymously, this may hinder the ability of the Group to fully investigate the matter. Disclosures that involve a threat to life or property, illegal activities or legal action against the Group may require actions that do not allow for complete anonymity.

Document No	Prepared by	Approved by	Date
CFL-POL-CG-007 v4	CS	Board	February 2020

5 Handling of reports

- 5.1 All reports of Reportable Conduct will be investigated by a Whistleblower Protection Officer on a timely basis. Appropriate corrective action will be taken as warranted by the investigation.
- 5.2 The Whistleblower Protection Officer is responsible for:
- (a) co-ordinating the investigation into any report received from a whistleblower;
 - (b) documenting and handling all matters in relation to the report and investigation; and
 - (c) finalising all investigations.
- 5.3 The Whistleblower Protection Officer will, at all times, have direct and unrestricted access to reasonable financial, legal and operational assistance when this is required for any investigation.
- 5.4 A person who is the subject of an investigation is entitled to be:
- (a) informed as to the substance of any adverse comment that may be included in a report or other document arising out of any such investigation; and
 - (b) given a reasonable opportunity to put their case to the Whistleblower Protection Officer who is investigating the report.
- 5.5 The whistleblower will be kept appropriately informed of the progress of action taken in respect of their report. At the conclusion of the investigation, they will be informed the investigation has been concluded.
- 5.6 The Company and any persons receiving reports will not disclose particulars of reported matters that would suggest the identity of the whistleblower. This does not apply in the event the whistleblower has given their consent for their identity to be revealed or the disclosure is made to ASIC, the Australian Prudential Regulation Authority (APRA), a legal practitioner or the Australian Federal Police. Any such disclosure to which the whistleblower consents will be on a strictly confidential basis.
- 5.7 All files and records created from an investigation will be retained under strict security. Subject to law, the unauthorised release of information without a whistleblower's consent to any person not involved in the investigation (other than the Audit and Risk Committee) is a breach of this Policy.
- 5.8 The Audit and Risk Committee will receive a summary of all investigation reports from Whistleblower Protection Officers, with full details provided upon request. Anonymity and confidentiality requirements will be observed by the Audit and Risk Committee.

6 Protection of whistleblowers

- 6.1 Whistleblowers that report a genuine and reasonable concern under this Policy must not be personally disadvantaged by:
- (a) dismissal;
 - (b) alteration to that person's position or duties to their disadvantage;
 - (c) injury to that person (physical or psychological) or their property;
 - (d) damage to that person's reputation;
 - (e) damage to that person's business or financial position;
 - (f) any form of intimidation or victimisation;
 - (g) discrimination;
 - (h) current or future bias; or
 - (i) any other conduct that causes detriment to the whistleblower raising a genuine and reasonable concern under this Policy.
- 6.2 The whistleblower is not, however, protected from civil or criminal liability for any of its conduct which may be revealed by the report. However, if a whistleblower reports such conduct and actively cooperates in an investigation in which they may be implicated, there may be some cases where the fact they have made a report will be taken into account as a mitigating factor when determining actions which may be taken against them.

Document No	Prepared by	Approved by	Date
CFL-POL-CG-007 v4	CS	Board	February 2020

7 Protection under the Corporations Legislation

7.1 The Corporations Act provides additional protections in relation to the reporting of a possible contravention of the Corporations Act, and certain other pieces of Commonwealth legislation. A disclosure of information by a person qualifies for protection under the Corporations Act if:

- (a) the whistleblower is or has been an officer or employee of a Group company, a contractor (who has a contract for the supply of services or goods to the Company) or an employee of such a contractor, an associate of a Group company or a relative or dependant of any of the foregoing;
- (b) the report is made to:
 - (i) ASIC;
 - (ii) the Company's auditor, or a member of the audit team;
 - (iii) a director, secretary or senior manager of the Company;
 - (iv) where the whistleblower is an Employee of a Group company, a senior manager of that Employee;
 - (v) an actuary of the Group; or
 - (vi) a legal practitioner for the purposes of seeking legal advice as to whether and what protections may apply to the whistleblower; and
 - (vii) a person authorised by the Company to receive disclosures of that kind (that is, a Whistleblower Protection Officer); and
- (c) the whistleblower has reasonable grounds to suspect that the information indicates that there has been conduct that:
 - (i) concerns misconduct, or an improper state of affairs;
 - (ii) constitutes an offence against, or a contravention of, the Corporations Legislation, the Banking Act 1959 (Cth), the Financial Services (Collection of Data) Act 2001 (Cth), the Insurance Act 1973 (Cth), the Life Insurance Act 1995 (Cth), the National Consumer Credit Protection Act 2009 (Cth) or the Superannuation Industry (Supervision) Act 1993 (Cth), or regulations made under those laws;
 - (iii) constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
 - (iv) represents a danger to the public or the financial system, by a Group company or any of its officers or Employees.

7.2 If these conditions are met, the Corporations Act provides the following protections to the whistleblower:

- (a) The whistleblower is not subject to any civil or criminal liability for making the disclosure. The whistleblower is not, however, protected from civil or criminal liability for any of its conduct which may be revealed by the report.
- (b) No contractual or other remedy may be enforced or exercised against a whistleblower on the basis of the disclosure, and a contract to which the whistleblower is a party may not be terminated on the basis that the disclosure constitutes a breach of the contract.
- (c) If the Company purports to terminate the employment of a whistleblower on the basis of the disclosure, a court may reinstate the whistleblower to the same position or a position at a comparable level.
- (d) The whistleblower is protected from actual or threatened detriment because of the report and may receive compensation for any damage caused by such detriment. A court may order that a number of additional remedies be provided to the whistleblower in certain circumstances.

Document No	Prepared by	Approved by	Date
CFL-POL-CG-007 v4	CS	Board	February 2020

- (e) Subject to limited exceptions, the person to whom the disclosure is made must not disclose the substance of the report, the whistleblower's identity or information likely to lead to identification of the whistleblower.

7.3 The Group is committed to full compliance with these protective provisions.

8 Amendment of this Policy

This Policy can only be amended with the approval of the Board.

Document No	Prepared by	Approved by	Date
CFL-POL-CG-007 v4	CS	Board	February 2020