

GROUP WHISTLEBLOWERS POLICY

Collins Foods Limited (the Company)

1 Introduction and purpose

- 1.1 This Policy applies to the Company and all of its subsidiaries (**Collins Foods**).
- 1.2 Collins Foods is committed to the highest standards of conduct in all business activities across each of our operations and entities including promoting and supporting a culture of corporate compliance and ethical behaviour and seeking to ensure compliance with all whistleblowing legislation.
- 1.3 The purpose of this Group Whistleblowers Policy (**Policy**) is to:
- (a) encourage Eligible Whistleblowers 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 an Eligible Whistleblower; and
 - (d) outline the additional procedures and protections that apply to Eligible Whistleblowers under the Corporations Act in relation to the reporting of possible breaches of the Corporations Act and other Commonwealth legislation. Paragraph 3 of this Policy explains these procedures and protections.
- 1.4 It is expected that Eligible Whistleblowers will report known, suspected or potential cases of Reportable Conduct. Failure to raise issues could result in disciplinary action.
- 1.5 All Eligible Whistleblowers will be directed to read and review the Policy, which is made available to all Eligible Whistleblowers 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).

Eligible Whistleblower means any person who is or has been an employee, a director, secretary, officer, secondee, associate, contractor (for the supply of services or goods to Collins Foods whether paid or unpaid) of Collins Foods or an employee of such a contractor, an associate, relative or dependant of any of the foregoing who alerts Collins Foods and/or a regulatory authority to Reportable Conduct within Collins Foods.

Group means the Company and/or its subsidiaries.

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 Collins Foods to comply with any legal obligation;
- (b) is unethical or breaches Collins Foods' 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, Collins Foods);
- (f) is potentially damaging to Collins Foods, an Eligible Whistleblower or a third party, including unsafe work practices, environmental damage, health risks or substantial wasting of company resources;

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- (g) may cause financial loss to Collins Foods or damage its reputation or be otherwise detrimental to Collins Foods; or
- (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 Collins Foods.

Whistleblower Protection Officer means a person nominated by Collins Foods whose key responsibilities include protecting Eligible Whistleblowers who report concerns under this Policy. The names and contact details of Collins Foods’ current Whistleblower Protection Officers are identified in paragraph 4 of this Policy.

3 Scope

- 3.1 This Policy applies to all Eligible Whistleblowers who wish to report Reportable Conduct regarding Collins Foods 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;
 - (d) a decision to suspend and terminate the engagement of the discloser, or otherwise to discipline the discloser; and
 - (e) a decision that does not involve a breach of workplace laws.
- 3.4 However, a disclosure about, or including, a personal work-related grievance may in some instances still qualify for protection where there is sufficient overlap with the whistleblower regime. Examples of personal work-related grievances that may still constitute Reportable Conduct include instances where personal work-related grievances:
 - (a) includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (i.e. ‘mixed reports’);
 - (b) relates to conduct which intentionally causes, or threatens to cause, detriment to another person who has made a disclosure under this policy that qualifies for protection;
 - (c) involves a breach by the Group, of employment or other laws punishable by imprisonment for a period of 12 months or more;
 - (d) involves conduct by the Group that represents a danger to the public; and
 - (e) involves you seeking legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.
- 3.5 If you deliberately make a malicious, false or vexatious allegation under this Policy, you will not be able to access the whistleblower protections under the Corporations Act and may be subject to disciplinary proceedings. However, if you reasonably suspect misconduct or have some information leading to a suspicion (but lack all the details) we encourage you to nonetheless come forward. Provided you make your disclosure in good faith, you may still be protected even if your allegation is then found to be incorrect, unfounded or unable to be substantiated in a subsequent investigation.

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4 How to make a report

4.1 Eligible Whistleblowers can report Reportable Conduct to:

- (a) a senior manager;
- (b) if the Eligible Whistleblower feels unable to raise the Reportable Conduct with a senior manager, they can raise it via a third party provider appointed by Collins Foods 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 Collins Foods are:

- (a) **the Chief People Officer:**
Dawn Linaker
Phone: +61 7 3352 0898
Email: dlinaker@collinsfoods.com
- (b) **the Chief Legal and Compliance Officer:**
Adam Thatcher
Phone: +61 7 3352 0845
Email: athatcher@collinsfoods.com

4.3 Reports will be kept confidential, subject to limited exceptions as detailed in paragraph 5.5 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 Collins Foods. If an Eligible Whistleblower chooses to disclose Reportable Conduct anonymously, this may hinder the ability of Collins Foods to fully investigate the matter. Disclosures that involve a threat to life or property, illegal activities or legal action against Collins Foods may require actions that do not allow for complete anonymity.

4.5 Despite the above contact list, you may be able to make a disclosure to a journalist or parliamentarian that still qualifies for protection in certain discrete instances. We suggest that, before making a public interest disclosure or emergency disclosure, you contact a Whistleblower Protection Officer or an independent legal adviser to ensure you understand the criteria for making this disclosure in a way that qualifies for protection under the Corporations Act.

4.6 To make a public interest disclosure you must meet all of the following criteria:

- (a) have previously made a disclosure to ASIC or APRA (or a prescribed Commonwealth authority), and at least 90 days have passed since that time;
- (b) not have reasonable grounds to believe that action is being, or has been, taken to address the matters to which the previous disclosure related;
- (c) have reasonable grounds to believe that making a further disclosure of the information would be in the public interest; and
- (d) before making your public interest disclosure, give a written notification to that same body referred to in part (a) containing sufficient information to identify the previous disclosure and stating that you intend to make a public interest disclosure.

You must subsequently make your disclosure either to:

- (e) a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or

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- (f) a journalist (i.e. a person working in a professional capacity as a journalist for a newspaper, magazine, radio or television broadcasting service or commercial electronic service of a similar nature) (Journalist),

and must only disclose information to the extent necessary to inform the recipient of the misconduct, improper state of affairs or other circumstances the subject of the disclosure.

4.7 To make an emergency disclosure you must meet all of the following criteria:

- (a) have previously made a disclosure to ASIC or APRA (or a prescribed Commonwealth authority);
- (b) have reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and
- (c) give a written notification to that same body referred to in part (a) containing sufficient information to identify the previous disclosure and stating that you intend to make an emergency disclosure.

You must subsequently make your disclosure either to:

- (d) a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or
- (e) a Journalist,

and must only disclose information to the extent necessary to inform the recipient of the misconduct or the substantial and imminent danger.

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. The Whistleblower Protection Officer is responsible for:

- (a) co-ordinating the investigation into any report received from an Eligible Whistleblower;
- (b) documenting and handling all matters in relation to the report and investigation; and
- (c) finalising all investigations.

5.2 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.

5.3 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.

5.4 The Eligible 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.

5.5 Collins Foods and any persons receiving reports will not disclose particulars of reported matters that would suggest the identity of the Eligible Whistleblower. This does not apply in the event the Eligible 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.

5.6 All files and records created from an investigation will be retained under strict security. Subject to law, the unauthorised release of information without an Eligible Whistleblower's consent to any person not involved in the investigation (other than the Audit and Risk Committee) is a breach of this Policy.

5.7 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.

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6 Protection of Eligible Whistleblowers

6.1 Eligible 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 Eligible Whistleblower raising a genuine and reasonable concern under this Policy.

6.2 The Eligible Whistleblower is not, however, protected from civil or criminal liability for any of its conduct which may be revealed by the report. However, if an Eligible 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.

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 person is an Eligible Whistleblower;
- (b) the report is made to:
 - (i) ASIC;
 - (ii) Collins Foods' auditor, or a member of the audit team;
 - (iii) a Board Director, secretary or senior manager of Collins Foods;
 - (iv) where the Eligible Whistleblower is an employee of a Group company, a senior manager of that employee;
 - (v) an actuary of Collins Foods; or
 - (vi) a legal practitioner for the purposes of seeking legal advice as to whether and what protections may apply to the Eligible Whistleblower; and
 - (vii) a person authorised by Collins Foods to receive disclosures of that kind (that is, a Whistleblower Protection Officer); and

the Eligible Whistleblower has reasonable grounds to suspect that the information indicates that there has been conduct that:

- (viii) concerns misconduct, or an improper state of affairs;
- (ix) 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;

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- (x) constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
- (xi) 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 Eligible Whistleblower:

- (a) the Eligible Whistleblower is not subject to any civil or criminal liability for making the disclosure. The Eligible 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 an Eligible Whistleblower on the basis of the disclosure, and a contract to which the Eligible Whistleblower is a party may not be terminated on the basis that the disclosure constitutes a breach of the contract;
- (c) if Collins Foods purports to terminate the employment of an Eligible Whistleblower on the basis of the disclosure, a court may reinstate the Eligible Whistleblower to the same position or a position at a comparable level;
- (d) the Eligible 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 Eligible Whistleblower in certain circumstances;
- (e) subject to limited exceptions, the person to whom the disclosure is made must not disclose the substance of the report, the Eligible Whistleblower's identity or information likely to lead to identification of the Eligible Whistleblower.

7.3 Collins Foods is committed to full compliance with these protective provisions.

8 Review and amendment of this Policy

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

8.2 The Board shall review and reassess this Policy annually or otherwise as it considers necessary.

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Annexure A: Additional protection relating to tax matters

Overview of eligibility

The Tax Act gives you special protection for disclosures about a breach of any Australian tax law by Collins Foods or misconduct in relation to Collins Foods' tax affairs where all of the following conditions are satisfied:

- (a) you are an Eligible Whistleblower;
- (b) you report the matter to a Whistleblower Protection Officer, a director, secretary or senior manager of Collins Foods, any Group external auditor (or member of that audit team), a registered tax agent or BAS agent who provides tax or BAS services to Collins Foods, or any other team member or officer of Collins Foods who has functions or duties relating to the tax affairs of Collins Foods (e.g. an internal accountant) (each, a **Company Recipient**), the Commissioner of Taxation (**Commissioner**), or a lawyer for the purpose of obtaining legal advice or representation in relation to a disclosure; and
- (c) if the disclosure is made to:
 - (i) a Company Recipient, you:
 - A have reasonable grounds to suspect that the information indicates misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Collins Foods or an associate of that Company; and
 - B consider that the information may assist the Company Recipient to perform functions or duties in relation to the tax affairs of Collins Foods or an associate of Collins Foods; or
 - (ii) the Commissioner, you consider that the information may assist the Commissioner to perform functions or duties in relation to the tax affairs of Collins Foods or an associate of Collins Foods.

The protections given by the Tax Act when the above conditions are met are as follows:

- (d) protection from civil, criminal and administrative legal action relating to your disclosure;
- (e) protection from detriment (or threat of detriment) engaged in on the belief or suspicion that you have made, may have made, propose to make or could make a disclosure, and certain rights to compensation for damages caused by such detriment;
- (f) protection of your identity, unless you consent to the disclosure or where:
 - (i) the disclosure is only to the extent reasonably necessary for the effective investigation of the allegations raised in your disclosure;
 - (ii) the concern is reported to the Commissioner or the Australian Federal Police; or
 - (iii) the concern is raised with a lawyer for the purpose of obtaining legal advice or representation;
- (g) where the disclosure was made to the Commissioner, non-admissibility of the reported information in criminal proceedings or in proceedings for the imposition of a penalty (except where the proceeding relates to the veracity of the information); and
- (h) unless you have acted unreasonably, protection from any adverse costs-order in legal proceedings relating to the disclosure.

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