

FLEXIROAM LIMITED
(“COMPANY”)
(ACN 143 777 397)
WHISTLEBLOWER POLICY (“POLICY”)

1. Introduction

- 1.1 This document sets out the Company’s policy in relation to a process whereby a whistleblower can raise concerns regarding wrongdoing by the Company or its representatives without fear of intimidation, discriminatory treatment or reprisal.
- 1.2 The purpose of this Policy is to:
- (a) set out who is entitled to protection as a whistleblower under this policy;
 - (b) outline the protections whistleblowers are entitled to; and
 - (c) explain how disclosures made by whistleblowers will be handled by the Company.
- 1.3 This policy applies to:
- (a) an officer or employee (current and former) of Flexiroam;
 - (b) a person with a contract for the supply of goods or services to Flexiroam;
 - (c) an employee of such a contractor;
 - (d) an associate of Flexiroam; and
 - (e) a relative, dependant or spouse of any of the above.
- 1.4 References to Flexiroam include its wholly owned subsidiaries.

2. Reportable Concerns

Reportable concerns under this Policy include an actual or suspected:

- (i) breach of the Company’s Code of Conduct or other policy;
- (ii) illegal activities;
- (iii) conduct that constitutes bribery, corruption or abuse of authority;
- (iv) theft or misappropriation of Flexiroam property;
- (v) bullying or harassment;
- (vi) other serious impropriety.

3. Making a Report

- 3.1 A person making a report under this Policy is referred to as a ‘whistleblower’ and all information provided by them will be treated as confidential.

3.2 *Report to the executive team*

A Flexiroam employee or other person who becomes aware of a Reportable Concern is encouraged to report the matter to the Chief Executive Officer or Chief Financial Officer.

3.3 *Report anonymously*

Alternatively, if the concern is considered unsuitable for investigation by executive management or the person wishes their identity to remain anonymous to executive management, the Company provides the following confidential reporting line:

By EMAIL:

Direct to Ms Natalie Teo, Company Secretary of Flexiroam, via an external email address:

natalie.teo@anthonyho.com.au

OR

By POST:

Private and confidential – open by addressee only

Ms Natalie Teo
Flexiroam Limited
PO Box 4324
Mosman Park South WA 6012

A person who makes a report to the above email address or postal address will be treated as anonymous and their personal details will not be disclosed.

- 3.4 Disclosures to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act are protected (even in the event that the legal practitioner concludes that a disclosure does not relate to a 'disclosable matter').

4. **Investigating a Report**

- 4.1 The investigative process will depend on the nature of the conduct being investigated and who is implicated in the reported concern. It may be managed internally or externally as appropriate. The Company's objective is that all investigations be conducted in a manner that is fair and objective to those involved.
- 4.2 All concerns will be investigated as soon as is reasonably practicable and in a confidential, objective and discreet manner. No particulars that would reveal a whistleblower's identity will be disclosed without first obtaining consent.
- 4.3 If not reported anonymously, the whistleblower will be interviewed privately and may be asked to sign a written statement containing the relevant facts.
- 4.4 At the end of an investigation, a report will be completed and provided to the Managing Director, or if appropriate to the Board. Reports and records created will be secured and protected as confidential.
- 4.5 A whistleblower will be kept informed of the investigative process, its progress and its outcomes including the course of action the Company proposes to take, or if no action is proposed, an appropriate explanation. If reported anonymously, feedback will be provided via the Company Secretary.

5. Protection of Whistleblowers

- 5.1 Flexiroam is committed to ensuring whistleblowers are afforded confidentiality in respect of any matter raised under this Policy and that they do not suffer detriment as a result of reporting a concern.
- 5.2 'Detriment' includes dismissal, demotion, harassment, victimisation, discrimination, disciplinary action, bias, threat or other unfavourable treatment.
- 5.3 There are special protections available to whistleblowers who disclose conduct which may breach the Corporations Act where particular conditions are satisfied – see Appendix 1.

6. Review of Policy

This Policy will be reviewed by the Board from time to time to ensure it remains consistent with the Board's objectives and responsibilities.

APPENDIX 1
SPECIAL PROTECTIONS UNDER THE CORPORATIONS ACT

1. CONDITIONS FOR PROTECTION

The Corporations Act gives special protection to ‘eligible whistleblowers’ for disclosure in relation to breaches of the Corporations Act (and certain other Acts) to ‘eligible recipients’:

An ‘eligible whistleblower’ is

- a. An officer or employee (current and former) of Flexiroam;
- b. A person with a contract for the supply of goods or services to Flexiroam;
- c. An employee of such a contractor;
- d. An associate of Flexiroam; and
- e. A relative, dependant or spouse of any of the above.

An ‘eligible recipient’ of a disclosure is

- a. An officer or senior manager of Flexiroam;
- b. Flexiroam’s auditor or a member of the audit team;
- c. A person authorised by Flexiroam to receive disclosures that may qualify for protection;
- d. ASIC;
- e. APRA or another Commonwealth body prescribed by regulation and qualify for protection under the Corporations Act; and
- f. A member of parliament or a journalist in certain emergency circumstances, such as where there is a reasonable belief that the information concerns a substantial and imminent danger to the health or safety of a person or the environment.

2. PROTECTIONS GIVEN

Protections include:

- A whistleblower cannot be subject to legal liability for making a disclosure;
- Protected disclosure information is not admissible in evidence against the whistleblower in criminal proceedings (other than in proceedings of falsity of the information);
- A person, who victimises or harasses a whistleblower or causes detriment such as dismissal or injury to employment or reputation, commits an offence; and
- An individual who suffers detriment as a result of a protected disclosure may claim compensation.