



## Group Whistleblower Policy

### 1. Commitment by MMA

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At MMA Offshore Limited (“MMA” or “Company”), we are committed to building value for our shareholders and we always aim to be held in the highest regard by our employees, customers, regulators and stakeholders. We are dedicated to protecting and upholding our reputation as an ethical and responsible corporate citizen and we are committed to ensuring our business practices are ethical, legal, straight forward and open.

To facilitate a culture of good corporate governance and lawful, honest and ethical behaviour, MMA encourages all directors, employees and contractors of the MMA Group to speak-up and report any suspected illegal conduct, fraud, negligence, breach of trust and breach of duty, or an improper state of affairs occurring within the MMA Group.

MMA will keep confidential and protect the identity of any individual who makes a report, so that they may do so without fear of reprisal or detriment.

### 2. Purpose of this Policy

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This Group Whistleblower Policy (the “Policy”) has been adopted to reinforce that MMA provides a safe and confidential environment where concerns regarding misconduct, impropriety or wrongdoing can be raised without fear of reprisal or detrimental treatment.

This Policy sets out:

- (a) who is entitled to be protected as a Whistleblower under this Policy;
- (b) the protections that Whistleblowers are entitled to under this Policy; and
- (c) how disclosures made by Whistleblowers will be handled by MMA.

Capitalised terms are defined in Schedule 1 of this Policy.

### 3. Application of this Policy

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To be treated as a Whistleblower under this Policy, you must:

- (a) be one of the people in section 3.1;
- (b) disclose information regarding the type of matters in section 3.2; and
- (c) disclose that information to someone in section 3.3.

The Whistleblower Legislation protects some types of disclosures made to external parties (such as to legal representatives, the Australian Securities and Investments Commission (ASIC), the Commissioner of Taxation, Members of Parliament (MP’s) or journalists (see



sections 3.3.1 and 3.3.2). Sections 4 and 6 of this Policy also apply to Whistleblowers who make external disclosures which qualify for protection under the Whistleblower Legislation.

### **3.1 Who may make a disclosure?**

Disclosures can be made by a current or former:

- (a) Employee or Officer of MMA;
- (b) contractor or supplier of goods and services to MMA, or their current and former Employees;
- (c) Associate(s) of MMA; and
- (d) Family Member(s) of an individual mentioned in (a) to (c) above.

You may choose to disclose information **anonymously** if you wish.

### **3.2 What types of matters can be disclosed under this Policy?**

#### **3.2.1 Reportable Conduct**

MMA values honest and open communication. Our culture is that of speaking up, especially if there is potential misconduct, impropriety or wrongdoing.

Subject to section 3.2.2 of this Policy, if you have reasonable grounds for suspecting that the information you are disclosing concerns any misconduct, impropriety or wrongdoing in relation to MMA, including by one of its Employees or Officers ("Reportable Conduct"), it will be handled in accordance with this Policy.

You must not deliberately make a false report. In order to qualify for the protections under this Policy, you must have reasonable grounds to suspect the unacceptable conduct and wherever possible, provide supporting information and evidence when disclosing the Reportable Conduct.

Examples of Reportable Conduct include:

- a breach of MMA's policies, including Our Code of Conduct or this Policy (such as Whistleblower victimisation);
- an actual or attempted breach of any applicable regulations or laws including theft, prohibited trade practices, fraud, possession or sale of prohibited substances, violence or threatened violence and property damage;
- dishonest or corrupt behaviour, including soliciting, accepting or offering a bribe, facilitation payment or other such benefits or inducements (in breach of our Anti-bribery and Anti-Corruption Policy);
- misconduct or an improper state of affairs relating to accounting, internal accounting controls, actuarial or audit matters;

- misconduct or an improper state of affairs or circumstances in relation to MMA's tax affairs, or the tax affairs of an Associate of MMA;
- an activity that poses a substantial risk to people, property, operations or the environment;
- an activity that constitutes a danger to the public or financial system;
- unfair or unethical dealings with a customer, supplier or member of the public;
- conduct that is damaging to MMA's financial position or reputation; and
- the concealment of any wrongdoing.

### 3.2.2 Personal Workplace Concerns

This Policy does not relate to personal workplace grievances in relation to an individual's employment or former employment (such as certain remuneration, payroll, performance management/reviews and feedback, work allocations, working hours or other work and employment related matters or concerns, including those contained in any Enterprise Agreements or other employment related agreements) ("Personal Workplace Concerns").

However, the following will not be treated as Personal Workplace Concerns:

- information which has significant implications for MMA or another entity or organisation;
- information concerning Whistleblower victimisation; or
- information concerning criminal or illegal matters protected by the Whistleblower Legislation.

Personal Workplace Concerns must be directed to either:

- the relevant manager or supervisor;
- a member of the Company's Human Resources Department; or
- any member of MMA's Executive Management Team.

### 3.3 Who should I disclose to?

#### 3.3.1 Our preferred disclosure channel

Whistleblower disclosures can be made to the following persons who are MMA's Whistleblower Protection Officers ("WPO's"):

- (a) Managing Director and Chief Executive Officer (+65 6265 1010);
- (b) Executive General Manager People and Safety (+61 8 9431 7431);
- (c) Group Company Secretary / Executive General Manager Legal (+61 8 9431 7431); and
- (d) MMA's Senior Legal Counsel (+61 8 9431 7431).

Whistleblower disclosures (including anonymous disclosures) can be made confidentially to any of the above WPO's who can be contacted by phone (on the corresponding numbers above),



by email at [whistleblower@mmaoffshore.com](mailto:whistleblower@mmaoffshore.com) or by post to the following address:- EQ12, 12-14 The Esplanade, Perth, Western Australia 6000.

In addition, it is recognised that individuals may not always be comfortable raising concerns directly with a WPO and therefore MMA have engaged Pricewaterhouse Coopers (“PwC”), an independent service provider, to operate a confidential telephone hotline and reporting service.

If any disclosure relates to the conduct of a WPO, then the disclosure should not be made to that WPO but rather to PwC or to one of the identified recipients under section 3.3.2 of this Policy.

Operators taking calls on the PwC hotline are independent to MMA. They are experienced and trained specialists dedicated to dealing with reporting of this nature.

#### **PwC’s Contact Details**

Australia (Toll Free)	1800 223 101
Singapore (Toll Free)	800 616 7088
Batam (Toll Free)	001 803 61 492
Email (Global)	Professional.standards@au.pwc.com
Postal (Global)	Professional Standards Manager, GPO Box D198, Perth WA 6840

#### **3.3.2 Alternative disclosure channels**

Alternatively, whistleblower disclosures can be made to any one of the following authorised recipients:

- (a) an Officer or Senior Manager at MMA;
- (b) MMA’s external auditor or a member of an audit team conducting an audit on MMA; or
- (c) if the disclosure concerns our tax affairs or the tax affairs of an Associate of MMA:- either  
(i) our registered tax or BAS agent, or (ii) an Employee or Officer at MMA who has functions or duties relating to our tax affairs and who you consider may be assisted in their role by knowing that information;
- (d) a lawyer (but not a lawyer employed by MMA) for the purposes of obtaining legal advice or representation;
- (e) the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Commissioner of Taxation, or another Commonwealth body prescribed by regulation, as appropriate; and
- (f) under certain circumstances, to a journalist or member of Commonwealth, state or territory parliaments in accordance with the requirements set out in the Corporations Act for making an “emergency disclosure” or a “public interest disclosure”.

### 3.3.3 Whistleblower process flowchart

A flowchart setting out the Whistleblower process is set out in Schedule 2 to this Policy.

## 4. Confidentiality

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The identity of a Whistleblower (and information that is likely to lead to their identity becoming known) must not be disclosed, unless:

- the Whistleblower has consented to the disclosure;
- the disclosure is made to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the Whistleblower Legislation;
- the disclosure is made to the Australian Federal Police or the Australian Securities and Investments Commission; or
- the disclosure concerns MMA's tax affairs or the tax affairs of an Associate of MMA and the disclosure is made to the Australian Commissioner of Taxation.

A Whistleblower who makes an anonymous report of Reportable Conduct may refuse to answer questions they feel could reveal their identity at any time.

All documents, reports and records relating to the disclosure, including any investigation of the matters disclosed, which discloses the identity of the Whistleblower (or information that it is likely to lead to their identity becoming known) must be securely stored to retain confidentiality.

Any information or documents which disclose the identity of a Whistleblower (or is likely to lead to their identity becoming known) should not be disclosed or produced to a court or tribunal without first seeking the advice of the Group Company Secretary / Executive General Manager Legal.

## 5. Investigation of Reportable Conduct

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When a disclosure is made under section 3, the following steps must be followed except where, in the opinion of the Whistleblower Protection Officer responsible for the matter, it would be inappropriate or unreasonable in the circumstances to do so:

- (a) any person listed in section 3.3 [excluding sections 3.3.2(d)-(f)] who receives the information must provide the information to a Whistleblower Protection Officer, as soon as practicable, removing any information which identifies the discloser of the information (the potential Whistleblower) prior to doing so (unless the potential Whistleblower has provided their consent to that disclosure);
- (b) as soon as practicable, the Whistleblower Protection Officer responsible for the matter must determine whether the disclosure falls within the scope of this Policy and, if so, appoint an investigator (preferably an independent, third party investigation firm with the



- requisite specialist skills or experience) and with no personal interest in the matter to conduct an investigation into the matters disclosed, if they determine it to be necessary or appropriate;
- (c) the investigator must conduct any investigation in an objective and fair manner, which includes providing any person who has been adversely mentioned in information provided by a Whistleblower an opportunity to respond to the allegations made in respect of them prior to any adverse findings being made; and
  - (d) subject to the exceptions allowed under section 4 or otherwise by law, the identity of a Whistleblower (or information that is likely to lead to their identity becoming known) must be kept confidential at all times during and after the investigation (including in any reporting to the MMA Board or to any persons affected). All persons responsible for or involved in an investigation must take all reasonable steps to reduce the risk that a Whistleblower will be identified.

Anyone involved in an investigation under this Policy is expected to cooperate fully and comply with all reasonable requests and directions of the investigator.

At the end of the investigation, the investigator(s) will prepare an investigation report which includes all relevant findings of the investigation. The investigation findings will be reviewed, independently of the investigator(s), to determine an appropriate response, which may include rectifying any unacceptable conduct and taking any action required to prevent any future occurrences of the same or similar conduct. The identity of the person who reported the unacceptable conduct will be redacted from any written investigation reports unless they have consented to disclosure of their identity. Where issues of discipline arise, the disciplinary process will also be in line with MMA's procedures for disciplinary matters. Where allegations of unacceptable conduct made against a person cannot be substantiated, that person will be advised accordingly and will be entitled to continue in their role as if the allegations had not been made.

Once the matter is finalised, a verbal report will be made to the person who disclosed the matter. This report will explain the findings and actions taken to the fullest extent possible within commercial, legal and confidentiality constraints. Where the person who initiated the matter chooses to remain anonymous, alternative arrangements may be made for providing a verbal report of the outcome of the investigation to that person, where possible. There may be circumstances where it is not appropriate to provide details of the outcome of the investigation to the person who disclosed the matter.

## **6. Protection of Whistleblowers**

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MMA will protect anyone who is (or is suspected to be) a Whistleblower and will take steps to ensure that that person's identity is protected from disclosure.



MMA will ensure that any records relating to a report of unacceptable conduct are stored securely and confidentially and are only able to be accessed by MMA staff who are authorised to access the information for the purposes of assessing or investigating the report.

It is not permissible for anyone to be subjected to any Detriment (or to have this threatened) because they or any other person is or may be a Whistleblower or suspected Whistleblower.

“Detriment” includes (but is not limited to):

- dismissal;
- injury of an employee in their employment;
- alteration of an employee’s position or duties to their disadvantage;
- discrimination, harassment or intimidation;
- harm or injury including psychological harm, damage to property, reputation or business or financial position; and
- taking action against a Whistleblower to enforce a right (e.g. a breach of confidentiality), or subjecting them to any liability or action, simply for making a disclosure, purely because of the whistleblower disclosure (unless this is done with malice or in a manner involving dishonesty, fraud or unethical conduct of the Whistleblower).

Any such Detrimental action may be an offence under Australian law, will be treated as serious misconduct and will be dealt with in accordance with MMA’s disciplinary procedures.

A Whistleblower may be held liable for any personal misconduct (whether direct or indirect) revealed by their disclosure or an investigation following a disclosure, but not for the fact of having made the disclosure.

Individuals may raise any concerns or complaints regarding this Policy or their treatment with the Whistleblower Protection Officer responsible for the matter.

All concerns as to the safety, protection or wellbeing of the Whistleblower must be reported immediately to a Whistleblower Protection Officer.

In addition to the above, under Australian law a person who has reasonable grounds for suspecting that unacceptable conduct has taken place, and who reports the matter to a Whistleblower Protection Officer or another recipient identified in section 3.3 above, may be entitled to additional legal protections in certain circumstances, including:

- they may be protected from civil, criminal or administrative legal action for making the report;
- they may be protected from contractual or other remedies being sought against them on the basis of the report;



- the information they provide may not be admissible in evidence against them in legal proceedings (unless they have provided false information); and
- in some circumstances they may be entitled to compensation or another remedy through the courts if:
  - they suffer loss, damage or injury because of a report of unacceptable conduct; and
  - MMA failed to take reasonable precautions and exercise due diligence to prevent Detriment to them.

MMA encourages those people wishing to make a report to seek independent legal advice (at their cost) in relation to the protections available to them.

## 7. Reporting

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### 7.1 External Reporting

Subject to the confidentiality obligations in section 4, disclosures of Reportable Conduct which may be price sensitive or would be likely to attract significant investor or media attention, must be immediately referred to either: (i) the Group Managing Director/CEO; (ii) the Group CFO; or (iii) the Group Company Secretary - who will, in turn, inform the Board.

### 7.2 Internal Reporting

Subject to the confidentiality obligations in section 4, the relevant WPO will report to the Board (or it's nominated Committee) on all whistleblower reports made to them including:

- (a) the number and nature of disclosures;
- (b) the status of any investigations of any disclosure; and
- (c) the outcomes of any investigations completed and actions taken as a result of those disclosures and/or investigations.

## 8. Training

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All Employees and Officers of MMA will be required to undertake training regarding this Policy.

In addition, all the persons listed in section 3.3.1 of this Policy must undertake training on responding appropriately to disclosures made by Whistleblowers or potential Whistleblowers.

## 9. Interaction with Whistleblower Legislation

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As identified in section 3.3.2, the Whistleblower Legislation also protects some types of disclosure made to external parties. In addition, sections 4 and 6 of this Policy also apply to

Whistleblowers who make such external disclosures which qualify for protection under the Whistleblower Legislation.

For more information about these, see the information available on the ASIC website or ATO website.

## **10. Amendment of this Policy**

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This Policy must be reviewed by the Board or its Audit & Risk Committee at least every 2 years or when there are legislative changes or changes in MMA's business.

The Board or its Audit & Risk Committee must approve any amendments to this Policy.

## **11. Consequences for non-compliance with this Policy**

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All Employees and Officers of MMA must comply with this Policy.

Any breach of this Policy by an Employee or Officer of MMA will be taken seriously and may be the subject of a separate investigation and/or disciplinary action.

In addition, a breach of this Policy may amount to a civil or criminal contravention under the Whistleblower Legislation, giving rise or prosecution, fines or other actions.

## **12. Access**

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This Policy will be made available on MMA's:

- Intranet website to all MMA Employees and Officers and other parties having such access; and
- Website at [www.mmaoffshore.com](http://www.mmaoffshore.com).

MMA Employees and Officers are to contact the Group Company Secretary for further information or guidance on this Policy.



## Schedule 1 - Definitions

Unless the context requires, defined terms in this Policy have the following meaning:

<b>Associate</b>	means any individual who is:  (a) an associate within the meaning of the Corporations Act (such as a director or company secretary of MMA Offshore Limited or one of its related bodies corporate); or  (b) if the disclosure relates to our tax affairs, an associate within the meaning of section 318 of the Income Tax Assessment Act 1936 (Cth).
<b>Corporations Act</b>	means the Corporations Act 2001 (Cth).
<b>Detriment</b>	has the meaning given in section 6 of this Policy.
<b>Employee</b>	means all employees, including casual, part-time and full-time employees of MMA.
<b>Family Member</b>	means:  (a) a spouse (including a married, registered or de facto partner) of the individual;  (b) a child, parent or sibling of the individual;  (c) a dependent of the individual or their spouse; or  (d) another relative of the individual within the meaning of the Corporations Act.
<b>MMA</b>	means MMA Offshore Limited and its related bodies corporate and includes subsidiaries.
<b>Officer</b>	has the same meaning as in the Corporations Act (which includes but is not limited to a director or company secretary of MMA or a member of our Executive Management Team).
<b>Personal Workplace Concerns</b>	means the matters described in section 3.2.2 of this Policy.
<b>Reportable Conduct</b>	means the types of matters described in section 3.2.1 of this Policy, excluding Personal Workplace Concerns.
<b>Senior Manager</b>	means those persons, other than a director or company secretary, who makes, or participates in making, decisions that affect the whole, or a substantial part, of the MMA Group or has the capacity to affect significantly MMA's financial standing (such as a member of our Executive Management Team).
<b>Tax Affairs</b>	means affairs relating to any tax imposed by or under, or assessed or collected under, a law administered by the Australian Commissioner of Taxation.
<b>Whistleblower</b>	means:  (a) a person who is eligible for protection as a whistleblower under this Policy; and



	(b) when used in sections 4 and 6 of this Policy, also includes a person who is eligible for protection as a whistleblower under the Whistleblower Legislation because they have made a protected disclosure to an external party.
<b>Whistleblower Legislation</b>	means either or both of the regimes contained in Part 9.4AAA of the Corporations Act and Part IVD of the Taxation Administration Act 1953 (Cth).
<b>Whistleblower Protection Officer or WPO</b>	means those persons listed in section 3.3.1 of this Policy.



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## Schedule 2 – Whistleblower Process Flowchart

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## Whistleblower Flow Chart

