

# TALISON LITHIUM LIMITED

ACN 140 122 078



## WHISTLEBLOWING POLICY

### 1. Introduction

The members of the board of directors (the **Board**) have the duty to oversee the management and affairs of Talison Lithium Limited (**Company**). The Board, directly and through its committees and the chair of the Board (**Chairman**), shall provide direction to senior managers, generally through the Chief Executive Officer, to pursue the best interests of the Company.

### 2. Role of the Board

The Board's key objectives are to:

- a) increase shareholder value within an appropriate framework which safeguards the rights and interests of the Company's shareholders; and
- b) ensure the Company is properly managed.

In performing its responsibilities, the Board will act:

- a) in the best interests of the Company;
- b) honestly, fairly and diligently;
- c) in accordance with the Code of Business Conduct and Ethics and other corporate governance policies; and
- d) in accordance with the duties and obligations imposed upon it by the Company's Constitution and the law.

### 3. Objectives and Scope

The Company is committed to maintaining a workplace in which the Company can receive, retain and address all complaints received by the Company regarding accounting, internal accounting controls or auditing matters and all behaviour that is contrary to the Company's Code of Business Conduct and Ethics (**Code of Conduct**). To achieve this goal, the Board of Directors has delegated to the Company's Audit and Risk Management Committee (the **Audit and Risk Management Committee**) the responsibility for establishing a procedure for the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing procedures. This Policy has been established to enable and encourage employees, officers and directors of the Company, to raise such concerns, whether or not the reporting of matters may cause financial or non-financial loss to the Company or damage to the Company's reputation, on a confidential basis, free from discrimination, retaliation or harassment,

anonymously or otherwise. This Policy applies to all employees, officers and directors of the Company.

This Policy is established in compliance with all applicable laws and practices.

#### **4. Whistleblower incident**

A "whistleblower incident" is defined as a concern related to the Company's accounting, internal accounting controls or auditing matters.

For greater clarity, whistleblower incidents are intended to include, but are not limited to, the following:

- a) inappropriate revenue recognition;
- b) inappropriate capitalization of assets;
- c) inappropriate recognition of Company liabilities (e.g. environmental clean-up costs);
- d) embezzlement of Company assets by an individual or group of individuals;
- e) misrepresentation of non-financial information to support the financial statements;
- f) dishonest; fraudulent; corrupt; or illegal behaviour (including theft); and
- g) gross mismanagement, serious and substantial waste or repeated instances of breach of administrative procedures

As outlined in the above definition, whistleblower incidents relate only to matters regarding the Company's accounting, internal accounting controls or auditing. As such, whistleblower incidents are not intended to include such matters as:

- a) "routine" grievances on operational matters of the Company;
- b) harassment; and
- c) discrimination.

#### **5. Policy statements**

It is the policy of the Company that an employee must immediately communicate whistleblower incidents as soon as the employee becomes aware of such situations.

Whistleblower incidents shall be communicated using the Company's prescribed procedures for the submission of whistleblower incidents set out at section 6 below.

It is the policy of the Company that officers, employees, contractors, subcontractors, or agents will not be discharged, demoted, suspended, threatened, harassed, or in any other manner discriminated against as a result of communicating a whistleblower incident. That is, there is immunity from disciplinary action regarding a whistleblower incident.

The Company shall make available to all officers, employees, contractors, subcontractors and agents procedures to enable the communication of whistleblower incidents.

It is the policy of the Company to treat all *reported incidents* in a confidential and sensitive manner. In addition, the individual submitting a whistleblower incident shall be provided the opportunity to remain anonymous.

## **6. Method of reporting**

The Audit and Risk Management Committee is responsible for administering this Policy. The Corporate Secretary has also been designated to assist in the administration of this Policy. Issues and concerns regarding accounting, internal accounting controls or auditing matters may be reported to the Chairman of the Audit and Risk Management Committee or any member of the Audit and Risk Management Committee by using the Whistleblower Form attached as Appendix "A" to this Policy.

## **7. Confidentiality**

A director, officer or employee reporting a whistleblower incident may choose to disclose his or her identity, but is guaranteed anonymity in the event of self-identification. However, if a complainant fails to identify himself or herself in his or her complaint and the information provided is insufficient, the Company may not be able to adequately investigate and resolve the complaint.

## **8. Further information**

Further information may be required depending on the nature of the issue and the clarity of the information provided. Allegations made anonymously should contain sufficient detail and information so that, if necessary, a meaningful investigation can be conducted.

## **9. Non-retaliation**

No director, officer or employee who in good faith submits a report under this Policy, or colleagues or relatives of such a person, shall suffer retaliation, harassment or an adverse employment consequence as result of such submission. Any act of retaliation should be reported immediately. An employee, officer or director who retaliates against a person who has reported a violation in good faith is subject to discipline up to and including dismissal. The whistleblower concerned will accordingly have an automatic right of appeal to the Audit and Risk Management Committee where such retaliation has occurred or is claimed to have occurred.

## **10. Receiving and Investigating Reports**

If contact information is provided, the Chairman of the Audit and Risk Management Committee will notify the sender of the complaint and acknowledge receipt of the reported or suspected violation within ten business days to confirm receipt of the report and indicate how they propose to deal with the matter. All reports will be investigated by the Company.

Due to the varied nature of whistleblower incidents, it is not possible to specify the exact timelines for the investigative process; however, the individuals assigned to this activity will ensure that investigations are undertaken as quickly as possible without adversely impacting the quality of the review. Investigations shall be conducted appropriately to protect identities.

The investigative process will include a commitment to rectify any wrongdoing verified by the investigation to the extent practicable in all the circumstances. If necessary, where it is not possible to maintain the anonymity of the whistleblower, a relocation or leave of absence will be arranged for the whistleblower during the investigation.

Once the investigation is complete, the results of the review will be communicated to the whistleblower if contact information is provided.

Where it is shown that a person purporting to be a whistleblower has made a false report of reportable conduct, then that conduct itself should be considered a serious matter and render the person concerned subject to disciplinary proceedings.

**11. Retention of reports**

The Audit and Risk Management Committee shall retain as part of the records of the Audit and Risk Management Committee any complaints or concerns submitted under this Policy, tracking their receipt, investigation and resolution, for a period of at least three years.

A review of this Policy will be conducted on a regular basis.

**12. Further information**

Should you have any questions or wish additional information regarding this Policy please contact the Company Secretary.

**APPENDIX “A”**

**WHISTLEBLOWER FORM**

**Concerns regarding accounting, internal accounting controls or auditing matters.**

This form should be used to communicate *whistleblower incidents* which are defined to be:

*“A concern related to the Company’s accounting, internal accounting controls or auditing matters.”*

For greater clarity, *whistleblower incidents* are intended to include, but are not limited to, the following:

- inappropriate revenue recognition;
- inappropriate capitalization of assets;
- inappropriate recognition of Company liabilities (e.g. environmental clean-up costs);
- embezzlement of Company assets by an individual or group of individuals;
- misrepresentation of non-financial information to support the financial statements;
- dishonest; fraudulent; corrupt; or illegal behaviour (including theft); and
- gross mismanagement, serious and substantial waste or repeated instances of breach of administrative procedures

As outlined in the above definition, *whistleblower incidents* relate only to **matters regarding the Company’s accounting, internal accounting controls or auditing**. As such, *whistleblower incidents* are not intended to include such matters as:

- “routine” grievances on operational matters of the Company;
- harassment; and
- discrimination.

The Company will treat all disclosures in a confidential and sensitive manner. The process has been designed so as to protect your identity when communicating your concern. This whistleblower form allows you the opportunity to provide your name and contact information as this information may assist us in investigating your concern. Should you not wish to provide your name, reported incidents will still be accepted and investigated, as appropriate.

**Instructions:**

Please provide as much detail as possible. If you wish to remain anonymous, do not include your relationship to persons identified in your report or your location relative to persons or incidents in your report.

Please provide details with respect to the location of the incident (e.g. mine location, department, company name, address).

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Please describe the nature of your concern regarding accounting, internal accounting controls or auditing matters. Include sufficient information for an independent person to understand the concern and to enable further investigation (please attach additional pages as necessary).

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Please state the full name(s) and title (s) of individuals whom you suspect of wrongdoing.

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How many times has this incident taken place (if applicable)?

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How long has this incident been taking place (if applicable)?

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Would you be willing to provide your name and contact information? (Please note that this is optional)

YES \_\_\_\_ NO \_\_\_\_

If YES to the previous question, please provide your name and telephone number.

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Would you like to arrange a meeting/telephone call with an Investigating Officer to discuss this matter?  
(Please note that this option is only open to individuals who choose to provide their name).

YES \_\_\_\_ NO \_\_\_\_

Upon completion of this form, please forward it to:

**STRICTLY CONFIDENTIAL**  
Talison Lithium Limited  
Chairman of the Audit and Risk Management Committee  
c/o Locked Bag 40  
Cloisters Square  
PERTH WA 6850

Alternatively, this form can be emailed to: [audit.chairman@talisonlithium.com](mailto:audit.chairman@talisonlithium.com)