

Whistleblower Policy

Macmahon Holdings Limited (“Macmahon”) is committed to conducting its business in accordance with the highest standards of personal and corporate integrity, responsibility, openness and accountability. This is fundamental to Macmahon’s values and is enshrined in Macmahon’s Statement of Values and its Code of Conduct.

The purpose of this policy is to promote and support a culture of responsible and ethical behaviour, good corporate governance and compliance with Macmahon’s legal and regulatory obligations

To this end Macmahon strongly encourages, and provides protections for, the reporting of reasonably held concerns of suspected or actual misconduct or an improper state of affairs or circumstances at Macmahon.

1. Who is a Whistleblower?

A **Whistleblower** may be any current or former officer or employee, contractor, supplier or an associate of Macmahon or a relative of any of those persons.

2. Compliance with this policy

A Whistleblower may report Disclosable Information by complying with this policy.

This policy sets out the process for reporting concerns and also provides information about the support, protections and remedies which persons may be eligible to access when making a report of Disclosable Information (as defined in below) in accordance with Relevant Legislation.

This policy does not impose contractual obligations on Macmahon and the policy may be amended, withdrawn or replaced at any time at Macmahon’s discretion.

3. What is Disclosable Information?

To be able to make a report under this policy, a Whistleblower must have reasonable grounds to suspect that there is Disclosable Information.

Disclosable Information is information that:

- (a) concerns misconduct or an improper state of affairs or circumstances at Macmahon or its related bodies corporate; or
- (b) indicates that Macmahon has engaged in **Disclosable Conduct**, which includes conduct that:
 - represents a danger to the public or the financial system;
 - constitutes an offence against any Commonwealth Act that is punishable by imprisonment for a period of 12 months or more;
 - constitutes an offence or contravention of Relevant Legislation; or
 - is otherwise prescribed by regulations under Relevant Legislation to be a disclosable matter; or

(c) may assist Macmahon in performing functions or duties in relation to its tax affairs.

Disclosable Information usually relates to conduct of persons performing work for Macmahon but can also relate to conduct of third parties, such as customers, suppliers or service providers.

Disclosable Information does not generally include a Personal Work-related Grievance unless the Disclosable Information:

- has significant implications for Macmahon **and** indicates Disclosable Conduct; or
- relates to actual or threatened detrimental treatment of a Whistleblower who has already made a report under this policy or under Relevant Legislation.

4. Who do Whistleblowers report to?

Macmahon has a number of channels for making a report. Reports may be made anonymously.

(a) Protected Disclosures Officer

Reports can be made by post to the attention of the Protected Disclosures Officer, whose details are as follows:

Eva Skira
Protected Disclosures Officer, Macmahon
c/ Company Secretary
15 Hudswell Street, Perth Airport WA 6105
(marked Confidential).

A Whistleblower may contact a Protected Disclosures Officer before, or at any time after, making a whistleblowing report through any reporting channel if they have any concerns about making a report, about confidentiality or about the protections that may be available under this policy or Relevant Legislation.

(b) Officers or Senior Managers

A Whistleblower may raise the matter with the following officers or senior managers of Macmahon:

- Directors;
- Chief Executive Officer;
- Chief Financial Officer;
- Company Secretary; or
- GM People & HSEQT

The report will generally be referred to the Protected Disclosures Officer.

(c) Whistleblowing Hotline (1800 630 739)

Where Whistleblowers would prefer to report Disclosable Information externally, Macmahon has established an independently managed toll-free number ("Whistleblower Hotline").

The Whistleblower Hotline telephone number is 1800 630 739.

Callers to the Whistleblower Hotline will be able to leave a message and, once a message is left, an automated email will be sent to the Protected Disclosures Officer.

(d) External reporting bodies

While Macmahon encourages Whistleblowers to report Disclosable Information under this policy, this policy is not intended to prevent a Whistleblower making a protected disclosure to Macmahon's auditor or its actuary or to the relevant regulators. For example, disclosures can

also be made to ASIC, APRA or the Australian Federal Police or, if related to taxation, the ATO.

In limited circumstances Whistleblowers may make public interest or emergency disclosures in accordance with the Relevant Legislation.

Whistleblowers are encouraged to provide the Board with copies of any report that they make to external reporting bodies.

Whistleblowers may seek legal advice from or be legally represented by a lawyer in relation to the Whistleblower's report of Disclosable Information.

5. Information in Whistleblower reports

When making a report under this policy, Whistleblowers must have reasonable grounds to suspect that the information concerns Disclosable Information.

Reports should provide Macmahon with as much detail as possible to assist in investigating the matter, including:

- a statement describing the Disclosable Information;
- the name of the person(s) involved;
- dates, times and locations;
- details of any relevant transactions;
- copies of any relevant documents;
- names of possible witnesses; and
- steps already taken to report or address the matter (if any).

6. Investigations

The Protected Disclosures Officer or the Board may conduct the initial review of the Whistleblower's report or may provide the Whistleblower's report to another appropriate person within Macmahon. This may be determined at the discretion of the Protected Disclosures Officer, or the Board including by reference to the nature of the report.

The person conducting the initial review will make initial inquiries and will determine at their discretion whether it is appropriate or necessary to conduct further inquiries or whether the concern can be resolved by other appropriate action.

If there is to be a further inquiry, that inquiry or investigation may be conducted by a senior manager or a member of the Human Resources team or, at the discretion of Macmahon, by an external person (**Investigator**). The Investigator will not be implicated directly or indirectly in the report. The Investigator will report to the Protected Disclosures Officer.

All inquiries and/or investigations will be conducted, as far as is practicable, on a confidential basis and in accordance with the Relevant Legislation.

7. Whistleblower support

Macmahon provides support for the Whistleblower, including by:

- keeping the Whistleblower informed of the progress and outcomes of the inquiry or investigation (subject to any privacy and confidentiality obligations and as required by law) including any proposed remedial actions;
- endeavouring to resolve any concerns that the Whistleblower has regarding actual or threatened detrimental treatment because they have made, or are considering making, a report under this policy;
- providing training to its employees, managers and officers about this policy;

- providing access to a confidential support and counselling service, the Employee Assistance Program (**EAP**). Information on Macmahon's EAP is available from the Human Resources Department and on the Company's intranet.

In situations where a Whistleblower may have been involved in conduct connected with the report of Disclosable Information, the fact that the Whistleblower made a report may be relevant to any remedial or disciplinary action that may be taken as a consequence of the inquiry or investigation.

8. Protections for Whistleblowers

(a) General Protections

Macmahon will endeavour to:

- protect the Whistleblower's identity;
- conduct inquiries or investigations of Whistleblower reports on a confidential basis;
- manage the behaviour of other persons involved with the Disclosable Information; and
- protect the Whistleblower from detrimental treatment (or threats of detrimental treatment) because the Whistleblower has made, is proposing to make or is able to make a report of information relating to a Disclosable Information in accordance with the Relevant Legislation.

The Whistleblower should immediately inform the Product Disclosures Officer or the Company Secretary of any concerns that the Whistleblower may have in relation to their report.

(b) Confidentiality Protections

Macmahon will not disclose the identity of the Whistleblower unless:

- the Whistleblower consents to the disclosure;
- the disclosure is made to ASIC, APRA, a member of the AFP, the Commissioner of Taxation (if tax-related) or other prescribed body in accordance with the Relevant Legislation;
- the disclosure is made to a legal practitioner for the purposes of Macmahon obtaining legal advice or representation in accordance with the Relevant Legislation;
- a court or tribunal finds it is necessary in the interests of justice; or
- where the disclosure is otherwise required or permitted by law.

Macmahon will endeavour to not disclose information that is likely to lead to the identification of the Whistleblower unless:

- it is permitted to disclose the Whistleblower's identity (as above); or
- where the disclosure of that information is reasonably necessary for purposes of investigating the Disclosable Information and Macmahon takes all reasonable steps to reduce the risk that the Whistleblower will be identified as a consequence of the disclosure.

(c) Protections and Immunities under the Relevant Legislation

This policy sets out a summary of the current key protections and immunities under Relevant Legislation, however Macmahon encourages all persons to seek independent legal advice.

If a Whistleblower makes a report of information relating to Disclosable Information under this policy the Whistleblower may be eligible for protection under the Relevant Legislation. The Whistleblower may have rights to compensation for loss, damage or injury and other remedies if the Whistleblower's identity has been disclosed or where the Whistleblower has been subject to detrimental treatment.

The Whistleblower may also be entitled to certain immunities, including:

- not being subject to any civil, criminal or administrative liability;
- having no contractual or other remedy or right enforced against the Whistleblower on the basis of the disclosure;
- the report of Disclosable Information not being admissible in evidence against the Whistleblower in criminal proceedings or proceedings for the imposition of a penalty (except in relation to disclosure of false information).

Persons mentioned in the Whistleblower's report may also be entitled to protection under the Relevant Legislation. Macmahon will endeavour to provide any employee mentioned in a Whistleblower's report under this policy with an opportunity to respond to the allegations as part of any inquiry or investigation.

Employees who are mentioned in any Whistleblower report will also be entitled to access a confidential support and counselling hotline the EAP, details of which are set out in section 7 of this policy.

9. Reporting and governance

Macmahon has established a protocol such that the Protected Disclosures Officer and/or the Board will be informed of concerns raised through the Whistleblower Hotline, but also of any other material incidents raised under this policy.

Macmahon will periodically review this policy to check that it is operating effectively, having regard to its objectives and the support it provides to Macmahon's Statement of Values and Code of Conduct, as well as the requirements of applicable laws, and whether any changes are required to the policy.

10. Queries

For questions about this policy and information about the protections provided by law to Whistleblowers, please contact the Protected Disclosures Officer using the details supplied in section 4 of this policy or seek independent legal advice.

11. Amendments

This policy may be updated or amended from time to time by Macmahon at its absolute discretion.

Employees can access the most up to date version of this policy on the Macmahon intranet or the Company's website

12. Definitions

In this policy the following definitions apply unless the context otherwise requires:

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| ACCC | means the Australian Competition and Consumer Commission. |
| AFP | means the Australian Federal Police. |
| APRA | means the Australian Prudential Regulation Authority. |
| ASIC | means the Australian Securities and Investments Commission. |
| ATO | means the Australian Taxation Office. |
| Board | means the Board of Directors of Macmahon. |
| Chair | means the Chair of the Board. |
| Commonwealth | means the Commonwealth of Australia. |
| Personal work-related grievance | means a grievance about any matter relating to the discloser's employment or former employment which has or tends to have implications for the discloser personally, including (without limitation): |

- interpersonal conflict between a Whistleblower and another employee;
- decisions relating to the engagement, transfer or promotion of the Whistleblower;
- decisions relating to the terms and conditions of engagement of the Whistleblower;
- decisions relating to the disciplinary treatment, suspension or termination of engagement of the Whistleblower.

**Relevant
Legislation**

means the *Corporations Act 2001*, the *Australian Securities and Investments Commission Act 2001*, the *Banking Act 1959*, the *Financial Sector (Collection of Data) Act 2001*, the *Insurance Act 1973*, the *Life Insurance Act 1995*, the *National Consumer Credit Protection Act 2009*, the *Superannuation Industry (Supervision) Act 1993*, *Competition and Consumer Act 2010*, the *Taxation Administration Act 1953*, other tax laws administered by the Federal Commissioner of Taxation, any other Commonwealth law that is punishable by imprisonment for a period of 12 months or more, and regulations under or instruments referred to in these Acts.