

Liquor Marketing Group Whistleblower Policy

Policy Number: WP 03/20

**Liquor Marketing Group Limited and Controlled Entities (“LMG”)
ACN 001 440 320**

Dated 31 December 2019

Contents

1 Whistleblower Policy Overview	3
2 Purpose	3
3 Who does this Policy apply to?	3
4 Matters that should be reported	4
5 Responsibility to report	5
6 Making a report	5
6.1 Internal Reporting	5
6.2 External Reporting.....	6
6.3 Anonymous Reporting and Confidentiality	6
6.4 Reporting to Regulators or a Legal Practitioner.....	6
7 Investigation	7
8 Support and Protections Available to Disclosers	7
8.1 Protection against Detrimental Conduct	7
8.2 Support for Disclosers.....	8
9 Resources	8
10 Other Matters	8

1 Whistleblower Policy Overview

At LMG we are guided by our company values. These values are the foundation of how we conduct ourselves and interact with each other, our members, suppliers, and other stakeholders. LMG is committed to ensuring corporate compliance and promoting ethical corporate culture by observing the highest standards of fair dealing, honesty and integrity in our business activities.

2 Purpose

This policy aims to:

- Encourage Disclosers to report an issue if they reasonably believe someone has engaged in serious wrongdoing;
- Outline how LMG deal with whistleblowing reports; and
- Set out the avenues available to Disclosers to report serious wrongdoing to LMG.

Whilst it is generally expected that these issues will be raised through the normal channels of line management, reporting by other avenues may be appropriate or necessary in certain situations.

3 Who does this Policy apply to?

This Policy applies to “**Disclosers**”, which means anyone who is, or has been, any of the following with respect to all controlled entities of Liquor Marketing Group Limited:

- employees;
- Directors;
- officers;
- contractors (including employees of contractors);
- suppliers (including employees of suppliers);
- associates;
- consultants; and
- Relatives, dependants, spouses, or dependents of a spouse of any of the above.

The protections in this Policy will also apply to anyone who has made a disclosure of information relating to LMG or any related party to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to whistleblowing protection laws.

4 Matters that should be reported

You may make a report or disclosure under this policy if you have reasonable grounds to believe that a Company director, officer, employee, contractor, supplier, consultant or other person who has business dealings with LMG has engaged in conduct (“Reportable Conduct”) which is:

- dishonest behaviour;
- fraudulent activity;
- unlawful, corrupt or irregular use of company funds or practices;
- illegal activities (including theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage against property);
- unethical behaviour including any breach of the Company’s policies;
- improper or misleading accounting or financial reporting practices;
- a breach of any legislation relating to operations or activities, including the Corporations Act 2001 (Cth);
- potentially damaging to LMG, its employees and members or a third party;
- any behaviour that poses a serious risk to the health and safety of any person at the workplace; or
- a serious risk to public health, public safety or the environment.

Please note that personal work related grievances are excluded from this Policy and will be handled under the Human Resources Policy.

Personal work related grievances are not covered under this Policy and should be reported to your line manager or Human Resources representative in accordance with the Human Resources Policy. “Personal workplace grievances” means a grievance about any matter in relation to the Discloser’s employment, or former employment, having (or tending to have) implications for the employee personally. This includes:

- an interpersonal conflict between the staff member and another employee;
- a decision relating to the engagement, transfer or promotion of the staff member;
- a decision relating to the terms and conditions of engagement of the staff member; and
- a decision to suspend or terminate the engagement of the staff member, or otherwise to discipline the staff member.

5 Responsibility to report

LMG relies on its employees and Disclosers to help maintain and grow its culture of honest and ethical behaviour. Accordingly, if you become aware of any Reportable Conduct, it is expected that you will make a disclosure under this policy.

6 Making a report

There are several ways in which you may report or disclose any issue or behaviour which you consider to be Reportable Conduct.

Reports made under this Policy should describe the grounds for the report and provide as much detail as possible of all relevant facts and supporting documentation (if any).

Information contained in reports and provided by Whistleblowers in the course of an investigation will be kept confidential, except as required by law or where disclosure is necessary to regulatory authorities, law enforcement agencies or professional advisors to LMG.

6.1 Internal Reporting

Disclosers should first report any matters of concern to the Company Secretary or Chief Executive Officer.

Company Secretary: Francine Mahoney

Phone number: 02 9475 2333

Email address: fmahoney@lmg.com.au

Chief Executive Officer: Gavin Saunders

Phone number: 02 9475 2333

Email address: gsaunders@lmg.com.au

If you are unable to use any of the above reporting channels a disclosure can be made to an “eligible recipient” within LMG. Eligible recipients include:

- Officers;
- Directors; or
- General Managers.

Reports to an eligible recipient:

- must be made in person or by telephone; and
- the Discloser must first inform the eligible recipient that they wish to make a report under this Policy.

An eligible recipient may direct the Discloser to make the report to the external whistleblowing service, if they consider it appropriate in the circumstances.

If a report involves the CEO or Company Secretary, this will be directed to the Chairman of the Audit and Risk Committee for investigation and further action.

6.2 External Reporting

Where you do not feel comfortable making an internal report, or where you have made an internal report, but no action has been taken within a reasonable time, you may disclose any Reportable Conduct to the LMG's external independent whistleblower service.

Catalina Consultants

Email to merilyn@catalinaconsultants.com.au; or call 02 9251 5638

By post to Catalina Consultants, Level 23, 6 O'Connell Street, Sydney NSW
Calls will be received by Catalina Consultants on recognised business days between 8.30 AM and 5.00 PM (AEST). Your call will not be recorded.

6.3 Anonymous Reporting and Confidentiality

All information received will be treated confidentially and sensitively.

A report can be made anonymously. However, it may be difficult for LMG to properly investigate or take other action to address the matters disclosed in anonymous reports. In circumstances where the Discloser has not consented to the disclosure of their identity, the matter may be referred for investigation, but the investigator will be required to take all reasonable steps to reduce the risk that the discloser will be identified as a result of the investigation.

Information about a Discloser's identity and information that is likely to lead to the identification of the Discloser may be disclosed in the following circumstances:

- Where the information is disclosed to ASIC, or the Australian Federal Police;
- Where the information is disclosed to a legal practitioner for the purpose of obtaining legal advice in relation to the operation of applicable whistleblowing protection laws; or
- Where the Discloser consents.

6.4 Reporting to Regulators or a Legal Practitioner

You may choose to make a disclosure to the Australian Securities and Investments Commission (ASIC) or the Australian Prudential Regulation Authority (APRA) in relation to reportable conduct.

You may also choose to discuss your concerns with a legal practitioner for the purposes of obtaining legal advice or representation.

You will be covered by the protections outlined in this Policy if you have reported your concerns through any of these channels.

7 Investigation

LMG, or an externally appointed investigator, will investigate all Reportable Conduct disclosures. Investigations will follow a fair process, be conducted in as timely a manner as the circumstances allow and be independent of the person(s) about whom an Reportable Conduct disclosure has been made. If the report is not anonymous, the investigator (internal or external) will contact you to discuss the investigation process and any other matters that are relevant to the investigation. Provided there are no restrictions or other reasonable bases for doing so, persons against whom an Reportable Conduct disclosure has been made will be informed of the Reportable Conduct disclosure and will have an opportunity to respond to any disclosure.

8 Support and Protections Available to Disclosers

A Discloser will not be subject to any civil, criminal or disciplinary action for making a report that is covered by this Policy, or for participating in any subsequent investigation by LMG.

A Discloser qualifies for protection as a whistleblower under the Corporations Act if they:

- have made a disclosure of information relating to a disclosable matter directly to an eligible recipient or to ASIC, APRA or another Commonwealth body prescribed by regulation; or
- they have made a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Corporations Act.

8.1 Protection against Detrimental Conduct

No employee, officer or contractor of LMG and controlled entities may engage in Detrimental Conduct against a Discloser who has made or proposes to make a report in accordance with this Policy, because of such report or proposed report.

All reasonable steps will be taken to ensure that a Whistleblower will not be subject to any form of victimisation, discrimination, harassment, demotion, dismissal or prejudice, because they have made a report. However, this Policy will not protect the Discloser if they are also involved in or connected to the improper conduct or illegal activities that are the subject of a report.

If you are subjected to Detrimental Conduct as a result of making a disclosure under this Policy or participating in an investigation, you should inform an eligible recipient.

8.2 Support for Disclosers

Support available for Disclosers or persons implicated as a result of the disclosure include:

- connecting the Discloser with access to the Employee Assistance Program (EAP) which is a free and confidential counselling service;
- connecting the Discloser with third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636).

Use of these support services by a Discloser may require the Discloser to consent to disclosure of their identity or information that is likely to lead to the discovery of their identity.

9 Resources

The Board of LMG, through the Audit and Risk Committee, governs and is responsible for the ultimate decision-making power regarding reports and investigations under this Policy.

10 Other Matters

Any breach of this policy will be taken seriously and may result in disciplinary action, up to and including termination of employment.

In so as this policy imposes any obligations on LMG and related companies, those obligations are not contractual and do not give rise to any contractual rights. To the extent that this policy describes benefits and entitlements for employees, they are discretionary in nature and are also not intended to be contractual. The terms and conditions of employment that are intended to be contractual are set out in an employee's written employment contract.

LMG may unilaterally introduce, vary, remove or replace this policy at any time.

Employees are encouraged to read this policy in conjunction with other relevant policies including the Human Resources Policy.