

1. INTRODUCTION

SeaRoad is committed to operating at the highest ethical and legal standards. This means that employees, contractors and suppliers must be able to raise issues of concern confident that those issues will be addressed professionally and confidentially.

2. AIMS & PURPOSE

The aims of this policy are to encourage people to come forward if they have concerns regarding improper conduct and ensure that they have access to a confidential process by which they can report such matters. This will assist SeaRoad to meet its legal obligations, protect its employees and assets and enhance its position as a good corporate citizen.

For the purpose of this policy, improper conduct is defined as:

- dishonest or illegal activity
- misuse of SeaRoad resources
- conduct involving substantial risk to health and safety or the environment
- bullying or harassment

3. WHO CAN MAKE A REPORT AND WHEN

Any stakeholder (“you”) may make a disclosure.

You are encouraged to disclose any actions or behaviour you genuinely believe involves improper conduct.

We encourage you to disclose matters of concern as early as possible. SeaRoad does not expect that you will be an expert on the law nor should you conduct your own investigation. However, all reports must be made in good faith and have a factual basis.

Where you have a doubt about whether a disclosure falls within this policy, you may discuss it informally and confidentially with either the Group Human Resources Manager or the Group Safety and Compliance Manager.

4. HOW TO MAKE A REPORT

Normally, you should raise your concern with your immediate supervisor, Group Human Resources Manager, Group Safety and Compliance Manager or your contact at SeaRoad (for supplier disclosures). However, there may be circumstances where you feel this is not the appropriate course. In that case, SeaRoad has appointed an independent alert service (*SeaRoad Disclosure Hotline*) to receive allegations of improper conduct.

You can contact the *SeaRoad Disclosure Hotline* as follows:

by calling on **1300 668 759** and leaving a voice message or emailing ALERT@LLM.NET.AU

Upon receipt of a disclosure, the alert service will provide a report to SeaRoad of the matters raised by you, while preserving your anonymity (unless you consent to your name being disclosed). The matters raised by you will then be investigated by SeaRoad in accordance with this policy (see 5 below).

While you may make a report anonymously, we encourage you to identify yourself to assist with the investigation.

Prepared by:	Group Human Resources Manager	Date:	16/12/2013
Approved by:	Chief Executive Officer/Managing Director	Date:	16/12/2013
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5. WHAT HAPPENS WHEN I MAKE A REPORT?

Upon receipt of a disclosure, it will usually be referred to the relevant SeaRoad manager. For example, an allegation of fraud will be referred to the Chief Financial Officer and an allegation of harassment will be referred to the Group Human Resources Manager.

However, where the relevant manager is, for whatever reason, unable to conduct an investigation impartially or effectively, or their involvement in the investigation may create a perception of bias, the Managing Director, or, alternatively, the Board of Directors, will appoint an independent Investigative Officer.

The Investigative Officer may seek further information from you or other persons in the course of the investigation. For that reason, it will assist us if you identify yourself when making the disclosure. Nevertheless, anonymous disclosures will be treated no less seriously.

The exact nature and outcome of an investigation will depend on the disclosure and may involve liaison with external organisations, such as the police or other regulators. We will do everything reasonably possible to ensure that your identity will remain confidential and will not be disclosed unless required by law. Where, however, it is not possible to maintain your confidentiality (e.g. due to the nature of the disclosure, or because of cooperation with law enforcement authorities), we will inform you as soon as possible and work with you to minimise the impact of the loss of confidentiality.

6. PROTECTION AND COUNSELLING FOR DISCLOSERS

SeaRoad subscribes to an Employee Assistance Program (EAP), which provides counsellors who can help you to deal with any concerns.

For free, independent and confidential counselling, contact **Optum** on 1300 361 008.

Where possible, we will provide regular feedback to you concerning the progress of an investigation and any action taken in relation to your disclosure.

You will not suffer any recrimination from SeaRoad as a result of your disclosure, so long as you are not a willing participant in the improper conduct.

Some examples of recrimination include loss of job, demotion of role, pay or entitlements, adverse action, victimisation or loss or risk of loss of contracts or business with us.

However, SeaRoad cannot guarantee immunity from third parties or any civil or criminal legal liability resulting from the actions of a person making a disclosure under this policy.

7. MISUSE OF THE DISCLOSURE PROCESS

Any disclosure must be made in good faith. Any person found to have made a disclosure with the malicious intent of harming another person or organisation may lose benefits available under this policy, or be subject to disciplinary or legal action.

8. REVIEW OF PROGRAM

SeaRoad will review the operation of the policy regularly to ensure that it meets its goals and remains effective.

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9. SUPPLEMENTARY DOCUMENTS

This policy supplements SeaRoad's *Corporate Code of Conduct, Equal Opportunity, Harassment and Discrimination, Workplace Bullying and Occupational Health and Safety* policies.

10. AUDIT RECORDS

Pro Forma Disclosure Report – SRHD01-F01

Referenced Policies and Procedures:

Corporate Code of Conduct – SRHIR-P01

Corporate Equal Opportunity, Harassment and Discrimination Policy – SRHH01

Corporate Workplace Bullying Policy – SRHH07

Corporate Occupational Health and Safety Policy – SRHS01

Legislation:

Corporations Act 2001

ASIC Information Sheet 0052 (copy attached)

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