



# Whistleblower Policy

**JADESTONE ENERGY PLC**

**Controlled Document**

Document Owner: Corporate Human Resources

Last Updated: 8 March, 2023

Document Number: JSE018/2021

## INTRODUCTION

Jadestone is committed to the highest standards of business integrity. As part of this commitment, we encourage our people to speak up if they suspect or are aware of any potential ethical wrongdoing or legal offence that involves our company.

Similarly, we encourage them to speak up if they encounter an ethical dilemma and are in doubt about how to respond, or feel that they are under pressure to take a course of action with which they feel uncomfortable. It is better for everyone if we can identify potential problems at an early stage and take steps to rectify them. Speaking up is the right thing to do.

## SCOPE

This policy applies to all Jadestone employees, suppliers and contractors worldwide. We are committed to applying the same principles wherever we operate. Australian law provides special protection to whistleblowers, as long as they meet certain requirements, and these are summarised in an appendix to the policy. Where there is a conflict between national laws and the implementation of our global policy, local legal requirements will take precedence.

The policy should be read in conjunction with the *Jadestone Code of Conduct* as well as our *Anti-Bribery and Anti-Corruption Policy* and our *Human Rights Policy*.

## RESPONSIBILITIES

All Jadestone employees are required to abide by the principles of this policy.

The Jadestone Legal and Human Resources teams, reporting to the Audit Committee, are responsible for the implementation of the policy.

Jadestone will post the policy on its website. It will arrange special training for the Jadestone employees who are responsible for responding to Whistleblower complaints. The policy will be reviewed at least once every two years.

## WHAT DOES THIS POLICY COVER?

This policy covers concerns relating to any actual or suspected breach of Jadestone's legal obligations or integrity commitments. These include:

- Bribery, corruption or fraud
- Money laundering
- Harassment, discrimination or bullying
- Financial malpractice or misreporting
- Environmental damage
- Sharing confidential information with people who are not authorised to receive it
- Threatening someone who has made or may make a whistleblowing disclosure
- Any form of criminal activity.

If you have reasonable grounds to believe that such behaviour has taken place, you should report it. If in doubt, it is better to speak up rather than to remain silent.

This policy does not cover personal work-related grievances, for example concerning employment conditions, promotion decisions or personal frictions with colleagues. If Jadestone employees wish to raise concerns on these matters, they should contact the Human Resources department.

### HOW TO REPORT A CONCERN

In the first instance we hope that Jadestone employees will feel able to talk to their line managers or to their line managers' immediate superiors. Similarly, subcontractors or consultants working for Jadestone should talk to their primary contact within the company or to their superior.

If for any reason they feel uncomfortable doing so, they should contact the General Counsel.

We recognise that there may be circumstances where you would prefer not to speak to someone within the company. In that case the third option is to contact Jadestone's external independent whistleblowing hotline provider, Safecall on +44 800 915 1571 or through its website at [www.safecall.co.uk/report](http://www.safecall.co.uk/report), who will field the concern on a confidential and, if applicable, anonymous basis.

You may raise a concern or report suspected misconduct verbally (for example through a phone call) or in writing. In all circumstances, we encourage you to give as much detail as possible. If you wish to make an anonymous report, for example by writing an email under a pseudonym, you may do so. However, if we do not have the full details, and are unable to contact you, this may impede our ability to investigate.

### REPORTING CONCERNS EXTERNALLY

We encourage people who wish to raise a concern to contact Jadestone through one of the channels summarised above. However, everyone has the right to report concerns or suspected misconduct to an external regulator or the police, especially if a public interest is at stake.

Similarly, everyone has the right to seek legal advice, and we particularly encourage you to do so before reporting externally.

### JADESTONE'S COMMITMENTS

#### **Confidentiality**

We will respect confidentiality. However, our investigation is likely to be more effective if we know who you are and can obtain full details of your concern. There may be some circumstances where we are required to disclose your identity to lawyers, regulators or law enforcement authorities. If this happens, we will inform you in advance of our intended course of action (provided that we know how to contact you).

#### **No retaliation**

We will not take any retaliation against anyone who speaks up or raises concerns in good faith, even if their concern ultimately proves to be unfounded. For example, Jadestone will not bar people from promotion, restrict them from future job opportunities, or subject them to any form of harassment because they have reported suspected wrongdoing.

If anyone who raises a concern believes that they have in fact been subject to any form of retaliation, for example from their managers or fellow employees, they should inform the Human Resources team as the primary point of contact with the General Counsel as a back-up. We regard such retaliation as a disciplinary offence. Depending on the laws of the country concerned, it may also be a legal offence. We will take action accordingly.

### **False reporting**

This policy is intended to support people who have reasonable grounds for making reports of suspected misconduct. If on further investigation we discover that an employee has deliberately made a false report in order to cause harm to another person or the company we will take disciplinary action against them, potentially including dismissal.

## **HOW JADESTONE WILL RESPOND**

### **Initial response**

We will acknowledge receipt of any complaint within two working days, provided that we know how to contact you.

When we receive a report, the first step will be to make an initial assessment of the nature of the concern or reported misconduct as well as the evidence that is available to us. On this basis, we will decide whether and how to conduct a further investigation. In either case, we will share our initial decision with the person who has “spoken up”, provided that their contact details are available.

## **CONDUCTING AN INVESTIGATION**

If we decide to conduct an investigation, we will appoint a qualified investigator. Their first task will be to prepare an investigation plan.

The investigator will report to the Jadestone Audit Committee. The Audit Committee’s responsibilities will include:

- determining the outcome of the matter after being presented with the factual findings from the investigator and considering any mitigating factors; and
- liaising with Human Resources and other relevant stakeholders where disciplinary or other action is proposed.

Depending on the length of the investigation, we will update the person who has made the complaint at agreed intervals.

## **INFORMING THE PERSON WHO IS UNDER INVESTIGATION**

In the interests of fairness, it is likely that Jadestone will need to inform a person about whom a complaint has been made. We will not tell them who has made the complaint. Subject to the approval of the General Counsel, we may delay notification if there is a substantial risk that this would impede our ability to investigate or gather necessary evidence.

## DATA PRESERVATION AND CONFIDENTIALITY

We will ensure that all paper and electronic materials relating to the investigation are stored securely. We will restrict access to those directly involved in conducting and managing the investigation.

When making use of any personal data that might arise in the course of an investigation, we will comply with the data protection legislation of the country where the concern has been reported or is under investigation.

## REPORTING THE OUTCOME

Provided that we have a means of contacting them, we will report the outcome of the investigation to the person who has made the original disclosure to the fullest extent possible within commercial, legal and confidentiality constraints.

**Approval Date:** 13 January, 2023  
**Approved by:** Board of Directors

## ANNEXURE 1 WHISTLEBLOWER PROTECTIONS UNDER AUSTRALIAN LAW

The principles of this policy apply worldwide. Jadestone will respect the rights of whistleblowers – in particular freedom from retaliation – wherever they make their reports.

However, Australia's *Corporations Act* provides special protections to whistleblowers who qualify as "eligible reporters". It is important that whistleblowers in Australia should be aware of the rights that apply to them, and in what circumstances.

The Australia Securities and Investments Commission has published a guide to *Whistleblower rights and protections* under the Corporations Act.<sup>1</sup>

The important points to note include the definitions of

- eligible reporters under the terms of the Act;
- the kinds of company who are subject to the Act;
- the person or organisations to whom disclosures maybe made;
- the nature of the issues that may be reported;
- and the protections that apply to whistleblowers who meet the Act's requirements.

Australia's *Taxation Administration Act* provides similar protection to whistleblowers who make reports concerning taxation matters. The Australian Tax Office has published its own guidance document.<sup>2</sup>

We encourage whistleblowers who wish to claim the rights of protection under Australian law to seek legal advice before making a disclosure.

---

<sup>1</sup> <https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/whistleblower-rights-and-protections/>

<sup>2</sup> <https://www.ato.gov.au/general/gen/whistleblowers/>