



This standard describes:

- The procedures and protections for Eligible Persons to report reasonably suspected Whistleblower Incidents.

This standard is used by:

- All Talison directors, officers and employees.

Issue No	Issue Date	Document Author	Issue Amendments
1	04/18	L Mignacca	New Document
2	06/19	L Mignacca	Review of Document

Reviewed By Nicola Banks Date 11/06/2019

N Banks – Manager Administration

Authorised By Lorry Mignacca Date 11/06/2019

L Mignacca – Chief Executive Officer



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1 INTRODUCTION

Talison Lithium Pty Ltd (the **Company**) is committed to conducting its business activities with integrity and supporting an internal culture of honest and ethical behaviour. To ensure these objectives are achieved, the Company encourages the reasonable reporting of actual or suspected instances of misconduct or an improper state of affairs. This includes illegal, unethical or fraudulent and all behaviour that is contrary to the Company's Code of Business Conduct and Ethics (**Code of Conduct**) and Anti-Bribery and Corruption Standard (**ABC Standard**) (**Whistleblower Incident**).

The Company's internal controls are intended to prevent, deter and remedy any violation of applicable laws and regulations. Even the best systems of control and procedures, however, cannot provide absolute safeguards against such violations.

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

2 WHO THIS STANDARD APPLIES TO:

This Standard applies to:

- a) all directors, officer and employees (both current and past) of the Company;
- b) all relatives (including spouse, parent, child, sibling e.t.c) and dependents of any of the persons under (a);
- c) suppliers of goods or services to the Company (whether paid or unpaid), as well as employees of those suppliers those persons family members;
- d) an associate of the Company.

(together, Eligible Persons).



3 WHISTLEBLOWER INCIDENT

If an Eligible Person reasonably believes that any director, officer, employee or relevant third party acting on behalf of the Company has engaged in any Whistleblower Incident or breach of a Company policy, they should immediately report his or her concern to the Compliance Officer, or otherwise, an officer or senior manager of the Company:

A "Whistleblower Incident" is defined as a reasonable concern relating to the Company's policies or applicable laws.

In writing / by email:

Lorry Mignacca
Compliance Officer
Talison Lithium Pty Ltd
Level 4, 37 St Georges Terrace
Perth WA 6000
Email: compliance.officer@talisonlithium.com
Phone: 0418 939 743

Whistleblower Incidents include, but are not limited to, the following:

- a) illegal activity, (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law), whether or not they are acting in the capacity as a director, officer, employee or agent at the time the Whistleblower Incident occurred;
- a) any offence punishable by a period of imprisonment for 12 months or more;
- b) dishonest, fraudulent or corrupt activity, including bribery or other activity in breach of the Company's ABC Standard;
- c) breach of the Company's policies or procedures (such as dishonestly altering company records or data, adopting questionable accounting practices
- d) activity potentially damaging to the Company, such as unsafe work practices, environmental damage, health risks or abuse of company property or resources;
- e) activities which may result in financial loss to the Company or damage its reputation or be otherwise detrimental to its interests;
- f) harassment, discrimination, and bullying;



- g) inappropriate revenue recognition;
- h) inappropriate capitalisation of assets;
- i) inappropriate recognition of Company liabilities (e.g. environmental clean-up costs);
- j) represents a danger to the public or to the financial system;
- k) embezzlement of Company assets by an individual or group of individuals;
- l) misrepresentation of non-financial information to support the financial statements; and
- m) gross mismanagement, serious and substantial waste or repeated instances of breach of administrative procedures.

Whistleblower Incidents do not relate “routine” grievances on operational matters of the Company.

4 POLICY STATEMENTS

Whistleblower Incidents should be communicated using the Company’s prescribed procedures for the submission of Whistleblower Incidents set out at section 5 below.

It is the policy of the Company that Eligible Persons will not be discharged, demoted, suspended, threatened, harassed, or in any other manner discriminated or retaliated 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 Eligible Persons, procedures to enable the communication of Whistleblower Incidents.

It is the policy of the Company to treat all reported Whistleblower Incidents in a confidential and sensitive manner, to the extent permitted by law. In addition, the individual submitting a whistleblower incident shall be provided the opportunity to remain anonymous.

5 METHOD OF REPORTING

The Compliance Officer is responsible for administering this Standard.



The Compliance Officer has also been designated to assist in the administration of this Standard. Issues and concerns regarding Whistleblower Incidents matters may also be reported to an officer or senior manager by using the Whistle-blower Form attached as Appendix "A" to this Standard.

6 CONFIDENTIALITY

An Eligible Person 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 themselves in their complaint and the information provided is insufficient, the Company may not be able to adequately investigate and resolve the complaint.

7 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.

8 NON-RETALIATION

No Eligible Person who submits a reasonable report under this Standard, or colleagues or relatives of such a person, shall suffer retaliation, harassment, intimidation, discrimination, harm or injury (including psychological harm), damage to the person's property, reputation, business or financial position, or an adverse employment consequence (including dismissal, alteration of position of duties), as result of such submission. Any act of retaliation should be reported to the Compliance Officer immediately.

An employee, officer or director who retaliates against an Eligible Person who has reported a reasonable concern is subject to discipline up to and including dismissal. The whistleblower concerned will accordingly have an automatic right of appeal to the Board where such retaliation has occurred or is claimed to have occurred.

9 RECEIVING AND INVESTIGATING REPORTS

If contact information is provided, the Compliance Officer 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 Compliance Officer, at its discretion.



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, 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.

10 RETENTION OF REPORTS

The Compliance Officer shall retain as part of the records of the Company any complaints or concerns submitted under this Standard, tracking their receipt, investigation and resolution, for a period of at least three (3) years.

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

11 FURTHER INFORMATION

Should you have any questions or wish additional information regarding this Standard, please contact the Compliance Officer.



12 APPENDIX "A"

12.1 WHISTLEBLOWER FORM

This form should be used to communicate *Whistleblower Incidents* as defined in the Company's Whistleblower Standard.

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.

12.2 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, your location relative to persons or incidents in your report, or any other information that would lead readers of this report to know your identity.

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

Please describe the nature of your reasonable concern. Include sufficient information for an independent person to understand the concern and to enable further investigation (please attach additional pages as necessary).



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

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

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

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

YES ____ NO ____

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

Would you like to arrange a meeting/telephone call with the Compliance Officer or other officer / senior manager 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

Talisson Lithium Pty Ltd
Compliance Officer
c/o Locked Bag 40
Cloisters Square
PERTH WA 6850

Alternatively, this form can be emailed care of the Compliance Officer]
compliance.officer@talisonlithium.com