



HSEQ MANAGEMENT SYSTEM

Conditions of Employment

HSEQ3.30
Whistleblowing Policy
VERSION 01

Document Control:

Document control shall be in accordance with the HPA Document Control and Records Management Policy (HSEQ9.1) and the Document Control & Information Management Procedure (HSEQ9.1.1), ensuring that:

- An up to date version of this HSEQ Management System document is maintained;
- Records of superseded versions of the document are retained for a minimum of 7 years; and
- Current version of the document is readily available to all Managers, Employees and Key Stakeholders.

Register of Amendments					
Ver No	Page no	Date	Description of amendments	Prepared by	Approved by
01	All	12-03-21	Initial document for implementation	Jennifer Stevenson	Harriet Mihalopoulos

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1 Scope and Purpose

This policy is applicable to the business units and legal entities of Hutchison Ports (“the Group”) operating in Australia (collectively known as “HPA”), incorporating both Hutchison Ports Sydney and Hutchison Ports Brisbane.

HPA is committed to achieving and maintaining the highest standards of openness and accountability and strives to operate with a culture of ethical and appropriate corporate behaviour in all our business activities. This includes ensuring that HPA acts with integrity, honesty and in accordance with its statutory obligations, rules and values.

In line with this commitment, HPA expects and encourages employees and those who deal with HPA (eg customers, suppliers, creditor and debtors) to report to HPA any suspected wrongdoing, impropriety, misconduct or malpractice within the company.

The purpose of this Policy is to:

- provide you with an understanding of what can be reported under this Policy;
- assist to create a culture within HPA that encourages people to speak up and raise breaches of internal rules or policy, wrongdoing, impropriety, misconduct or malpractice relating to HPA’s business, officers or employees;
- explain the processes for whistleblowers to report breaches of internal rules or policy, wrongdoing, impropriety, misconduct or malpractice, including what happens when you make a report; and
- ensure individuals who disclose wrongdoing, impropriety, misconduct or malpractice can do so safely, securely and with confidence that they will be protected and supported in line with this Policy and the protections granted under the Relevant Laws.

Support for whistleblowers:

HPA intends to support whistleblowers making a report and to put in place procedures to promote fair treatment and protect them from detriment. This can be achieved by:

- Providing access to EAP counselling services to all whistleblowers.
- Investigating all reports in accordance with the procedures outlined in this Policy.
- In circumstances where a whistleblower consents, having an appropriate senior manager or human resources officer monitor the whistleblower’s treatment in the workplace for relevant periods to ensure no victimisation takes place.
- Communicating this Policy to all HPA employees and officers, and making it available on the company website;
- Taking appropriate disciplinary action against any employees or contractors that breach the victimisation or confidentiality provisions of this Policy or the Relevant Laws.

2 Who may make a report?

Anyone with information about potential wrongdoing, impropriety, misconduct or malpractice relating to HPA is encouraged to report their concerns under this Policy. This includes individuals who are or have been in relation to HPA:

- a) an officer or employee of HPA (including current and former officers and employees who are permanent, part-time, fixed-term or temporary, interns, secondees, managers, and directors);
- b) a supplier of services or goods to HPA (whether paid or unpaid), including their employees (including current and former contractors, consultants, service providers and business partners); and
- c) a relative, dependent or spouse of an individual listed in (a) or (b) above.

3 What may be reported?

Whilst it is impossible to provide an exhaustive list of the activities that constitute wrongdoing, impropriety, misconduct or malpractice, this Policy is intended to cover serious concerns that could have an impact on HPA, which include but not limited to:

- criminal activity, including theft;
- breach of legal or regulatory requirements;
- malpractice, impropriety or fraud in financial reporting, internal control or other financial matters and tax affairs of HPA;
- falsifying financial or corporate reporting;
- serious breach of HPA's Code of Conduct (HSEQ3.4) or other Policies;
- offering or accepting a bribe;
- anti-competitive behaviour;
- insider trading;
- unauthorised use of HPA's confidential information;
- improper use of Personal Information as described in the HPA Privacy Policy (HSEQ3.11);
- improper use of HPA's physical or intellectual property;
- improper conduct or unethical behaviour likely to prejudice the standing of HPA or the Hutchison Ports Group;
- conduct endangering health and safety or causing damage to the environment; and
- deliberate concealment of any of the above.

4 Personal work-related grievances

Personal work-related grievances are not within the scope of this Policy and will be addressed through the applicable grievance resolution process described in HPA's Personal Grievance Policy (HSEQ3.6). Personal work-related grievances relate to an employee's current or former employment and tend to have implications for them personally. Examples include:

- an interpersonal conflict between the employee and another employee;
- a concern about the behaviour of an employee;
- a decision relating to an employee's engagement, transfer or promotion;
- an employee's terms and conditions of employment;
- matters relating to an employee's performance or disciplinary related decisions; or
- a decision relating to the termination of employment.

5 Making a report

A whistleblower may make a report in writing in the following way:

Email to: Report@ckh.com.hk
(accessed by General Manager – Group Management Services of CKHH)

Post to: General Manager – Group Management Services
CK Hutchison Holdings Limited
48/F Cheung Kong Center
2 Queen's Road
Central
Hong Kong

NOTE: all written reports by post shall be sent in a sealed envelope clearly marked "Strictly Private and Confidential – to be opened by Addressee" to ensure confidentiality.

It is important to note that under the *Corporations Act 2001 (Cth)*, the whistleblower may also raise the matter with an "officer" or "senior manager" of the company. These are defined in the Corporations Act as a "a director, or a senior manager in the company who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of the company, or who has the capacity to affect significantly the company's financial standing."

The whistleblower is required to provide details of wrongdoing, impropriety, misconduct or malpractice (including relevant incident(s), behaviour, activity or activities, name(s), date(s), place(s) and any other relevant information) on the report.

Those whistleblowers not wanting to reveal their identity can make an anonymous report. However, details of the whistleblower (including name, department, company, contact number, address or email address) are encouraged to be provided so as to facilitate the investigation and such details will be kept in the strictest confidence.

Where the name of the whistleblower has not been provided, HPA and CKHH will assess the report in the same way as if identity had been revealed, and any investigation will be conducted as best as possible in the circumstances. However, an investigation might not be possible unless sufficient information is provided.

6 Confidentiality

When reporting wrongdoing, impropriety, misconduct or malpractice, the whistleblower's identity and any information that HPA or CKHH has as a result of the report that is likely to lead to identification, will only be disclosed if:

- a) the whistleblower gives consent for HPA or CKHH to disclose that information;
- b) HPA and CKHH considers such disclosure should be made to:
 - i. Australian Securities & Investments Commission (ASIC), the Australian Federal Police or (for tax-related reports) the Commissioner of Taxation;
 - ii. a Commonwealth authority or a State or Territory authority for the purpose of assisting the authority perform its functions or duties;
 - iii. a lawyer for the purpose of obtaining legal advice in relation to the operation of the whistleblower provisions under the Relevant Laws; or
- c) in the case of information likely to identify the whistleblower, it is reasonably necessary to disclose the information for the purposes of an investigation, and all reasonable steps are taken to prevent someone from discovering the whistleblower's identity.

These disclosures may include disclosures to:

- the Chief Executive Officer (CEO) or the Chief Financial Officer (CFO) or the General Manager, Human Resources and Industrial Relations (GM,HR/IR);
- delegates to HR or other managers to make inquiries or to conduct investigations or order external investigations as is deemed appropriate; and
- disclosures to respondents to complaints to ensure that the person/s against whom allegations are made are given the opportunity to respond to any allegations.

7 Detrimental Conduct Prohibited

HPA strictly prohibits all forms of **Detrimental Conduct** against whistleblowers.

Detrimental Conduct means any actual or threatened conduct that could cause a detriment to the whistleblower as a result of the whistleblower making a report, including:

- termination of employment;
- personal or financial disadvantage;
- harassment, bullying or intimidation;
- unlawful discrimination;
- harm or injury, including psychological harm;
- damage to reputation; or
- any other conduct that constitutes retaliation.

HPA will take all reasonable steps to protect the whistleblower from **Detrimental Conduct** and will take action it considers appropriate where such conduct is identified.

HPA also strictly prohibits all forms of **Detrimental Conduct** against people who are involved in an investigation of a report in response to their involvement in that investigation.

8 Special Protections under the Relevant Laws

A whistleblower who makes a report under this Policy may also qualify for certain other protections under the Relevant Laws, including Part 9.4AAA of the *Corporations Act 2001 (Cth)* or Part IVD of the *Taxation Administration Act 1953 (Cth)*.

These laws give special protection to disclosures of wrongdoing, impropriety, misconduct or malpractice relating to HPA if the following conditions are satisfied:

1. the whistleblower is or has been:
 - a. an officer or employee of HPA;
 - b. an individual who supplies goods or services to HPA or an employee of a person who supplies goods or services to HPA;
 - c. an individual who is an associate of HPA; or
 - d. a relative, dependent or dependent of the spouse of any individual referred to above.
2. the report is made to:
 - a. General Manger – Group Management Services of CKHH
 - b. an officer or senior manager of HPA;
 - c. ASIC;
 - d. APRA; or
 - e. a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act.
3. the whistleblower has reasonable grounds to suspect that the information being disclosed concerns misconduct, or an improper state of affairs or circumstances in relation to HPA. This may include a breach of legislation including the Corporations Act or Taxation Administration Act, an offence against the Commonwealth punishable by imprisonment for 12 months or more, or conduct that represents a danger to the public or financial system.

These protections may include immunity from any civil, criminal or administrative legal action (including disciplinary action) for making the report, the non-enforcement of contractual remedies against the person and the rendering of the disclosed information inadmissible as evidence against the person in criminal or penalty proceedings.

Examples of wrongdoing, impropriety, misconduct or malpractice which may amount to a breach of the Corporations Act include: insider trading, insolvent trading, breach of the continuous disclosure rules, failure to keep accurate financial records, falsification of accounts, failure of a director or other officer to act with the care and diligence that a reasonable person would exercise, or to act in good faith in the best interests of the corporation or failure of a director to give notice of any material personal interest in a matter relating to the affairs of the company.

9 Investigation Procedures

Whistleblower reports made under this Policy will be documented and investigated promptly.

HPA and CKHH takes all reports of potential wrongdoing, impropriety, misconduct or malpractice seriously. All reports will be assessed and, based on the nature and circumstances of the report, a decision made as to whether an investigation is required. For example, reports of potential wrongdoing, impropriety, misconduct or malpractice of a minor nature that can be resolved informally will typically not require the same level of response as reports involving a large-scale and complex investigation.

Where appropriate the reports raised may:

- a) be investigated internally by the Audit Committee of CKHH or if delegated by the Audit Committee, the Company Secretary, the internal audit department, the human resources department or other departments of CKHH or HPA;
- b) be referred to the external auditor as instructed by the Audit Committee;
- c) be referred to the relevant government authority as instructed by the Audit Committee; and/or
- d) form the subject of any other actions as the Audit Committee may determine in the best interest of the Group.

The General Manager – Group Management Services or the Chairman of the Audit Committee where warranted will respond to the whistleblower, if contactable, as soon as practicable upon receipt of the report:

- a) acknowledging receipt of the report;
- b) advising the whistleblower as to whether or not the matter will be investigated further and, as appropriate, the actions taken or being taken or the reasons for no investigation being made;
- c) where practicable, giving an estimate of the timeline for the investigation and final response; and
- d) indicating if any remedial or legal action is or is not to be taken.

Unless there are confidentiality or other reasons not to do so, employees who are the subject of a report of wrongdoing, impropriety, misconduct or malpractice will be informed of the matters raised in the report at an appropriate time, and will be given a chance to respond to any allegations made against them. They will also be advised of the outcome of any investigation.

All records relating to the reports received will be retained for a period of no less than 10 years (or other such time in accordance with any applicable laws). Access to these records is strictly restricted to authorised management and staff under the guidance of the General Manager – Group Management Services or the Chairman of the Audit Committee of CKHH.

10 References

The policy should read in conjunction with the following HPA policies:

- HSEQ3.4 Code of Conduct**
- HSEQ3.8 Discrimination, Bullying and Harassment**
- HSEQ3.11 Privacy Policy**
- HSEQ3.13 Competition Law Policy**
- HSEQ3.14 Anti-Fraud and Anti-Bribery**
- HSEQ9.2 Information Technology Policy**
- HSEQ9.3 Information Security Policy**

The following Relevant Laws apply:

- Corporations Act 2001 (Cth)***
- Taxation Administration Act 1953 (Cth)***
- Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019 (Cth)***