



ADELAIDE BRIGHTON LIMITED
ACN 007 596 018

SPEAK UP POLICY

1 What is the purpose of this Policy?

Adelaide Brighton and its wholly-owned subsidiaries (**Group**) are committed to acting with fairness, honesty and integrity. The Board has approved this Policy in order to:

- encourage people to speak up if they become aware of Potential Misconduct;
- explain how to speak up and what protections a discloser will receive;
- outline how the Group will respond to reports made under this Policy; and
- promote a “safe to speak up” culture in which everyone feels supported.

The Board will not tolerate anyone being discouraged from speaking up or suffering any detriment because they have raised concerns about Potential Misconduct. Disciplinary action, up to and including termination of employment or engagement, may be imposed on anyone shown to have caused detriment to a person in connection with speaking up.

2 What is Speaking Up?

Anyone with information about Potential Misconduct is responsible for reporting that information to a Recipient. This is referred to as “speaking up” under this Policy.

The Recipients are set out in section 5 below.

3 What is Potential Misconduct?

Potential Misconduct is any suspected or actual misconduct or improper state of affairs or circumstances in relation to the Group. This will include misconduct of an employee or officer of the Group.

Examples of Potential Misconduct are set out below. You should speak up even if you are unsure if something is Potential Misconduct.

Potential Misconduct does **not** generally include **personal work-related grievances**.

These are grievances relating to your employment that have implications for you personally (e.g. a disagreement between you and another employee or a promotion decision). Generally, these grievances should be raised via Human Resources so that they can be resolved most effectively. In some cases, these grievances may qualify for legal protection (see Attachment 1).

Potential Misconduct could involve a breach of law or information that indicates a danger to the public or financial system. Examples of Potential Misconduct include:

- breach of laws or regulations;
- breach of the Code of Conduct or other Group policies, standards or codes;
- bribery or corruption;
- conduct endangering health and safety, or causing damage to the environment;
- dishonest or unethical behaviour;
- conflicts of interest;
- anti-competitive behaviour;
- financial fraud or mismanagement;
- insider trading;
- unauthorised use of the Company's confidential information;
- conduct likely to damage the Group's financial position or reputation; and
- deliberate concealment of the above.

4 Who can speak up?

Anyone with information about Potential Misconduct is encouraged to speak up. This includes all of Adelaide Brighton's current and past employees, directors, suppliers and associates.

5 Who should I tell?

Adelaide Brighton encourages you to speak up to one of the following **Recipients**:

- The **KPMG FairCall service**, which is a 24/7 anonymous and confidential hotline service that will allow you to anonymously report Potential Misconduct. The Hotline can be contacted by:
 - **Telephone:** 1800 500 965
 - **Web:** www.kpmgfaircall.kpmg.com.au/AdelaideBrighton
 - **Post:** The FairCall Manager, KPMG Forensic, PO Box H67, Australia Square, Sydney NSW 1213
- The **Company Secretary**, who may be contacted in person, by telephone on 08 8223 8015 or by email at SpeakUp@adbri.com.au. Contact details for the Company Secretary are also available on the Intranet.
- **Dr Vanessa Guthrie**, an **Independent Director of the Company** and Chair of the People and Culture Committee. If your concern relates to the Executive Team you are encouraged to feel comfortable contacting Dr Guthrie. Dr Guthrie may be contacted by email at chairpcc@adbri.com.au or by telephone on [REDACTED].

6 What information should I provide?

You should provide as much information as possible, including details of the Potential Misconduct, people involved, dates, locations and if any more evidence may exist.

When speaking up you will be expected to have reasonable grounds to believe the information you are disclosing is true, but you will not be penalised even if the information turns out to be incorrect. However, you must not make a report that you know is not true or is misleading. Where it is found that a person has knowingly made a false report, this will be considered a serious matter and may result in disciplinary action.

7 Can I make an anonymous report?

Adelaide Brighton encourages you to report Potential Misconduct, however we appreciate that speaking up can be difficult. You can make an anonymous report if you do not want to reveal your identity. However, we encourage you to provide your name because it will make it easier to investigate and address your report.

If you do not provide your name, any investigation will be conducted as best as possible in the circumstances. However, an investigation may not be possible unless sufficient information is provided, and it may make it difficult to offer you the same level of practical support if we do not know your identity.

If you do provide your name, it will only be disclosed if you provide your consent, or in exceptional circumstances where the disclosure is allowed or required by law (e.g. in dealings with a regulator). If you wish, you can discuss this further with a Recipient.

8 How will we respond to a report?

All reports made under this Policy will be received and treated sensitively and seriously, and will be dealt with promptly, fairly and objectively:

- Adelaide Brighton's response to a report will vary depending on the nature of the report and the amount of information provided. Your report may be addressed and resolved informally or through a formal investigation.
- While speaking up under this Policy does not guarantee a formal investigation will take place, all reports will be properly assessed and considered by Adelaide Brighton, and a decision made as to whether they should be investigated.
- Any investigations commenced will be conducted in a timely manner and will be fair and independent from any persons to whom the report relates. All employees and contractors must cooperate fully with any investigations.
- When appropriate, a person to which the investigation relates will be provided with details of the report that involves them (to the extent permitted by law) and be given an opportunity to respond.
- Where an investigation identifies a breach of our Code of Conduct or internal policies or procedures, appropriate disciplinary action will be taken. This may include but is not limited to terminating or suspending the employment or engagement of the person(s) involved in the misconduct.

9 What protections exist if I speak up?

9.1 Protecting your identity

Adelaide Brighton will look to protect the identity of people who speak up under this Policy. Your identity (and any information we have because of your report that someone could likely use to work out your identity) will only be disclosed if you give your consent to disclose that information or in exceptional circumstances where the disclosure is allowed or required by law.

9.2 Protecting you from detriment

No person may cause detriment to someone else (or threaten to do so) because of a belief that a person has or will speak up. Examples of detriment include discrimination, harassment, psychological harm, damaging property, and varying an employee's role.

You should tell a Recipient if you or someone else, is being, or has been subject to detrimental conduct. Adelaide Brighton will treat this very seriously.

Any person involved in detrimental conduct will be subject to disciplinary action. In some circumstances, this may also be a criminal offence punishable by imprisonment.

9.3 Other protections available

Adelaide Brighton is committed to making sure that you are treated fairly and do not suffer detriment because you speak up. The protections offered will depend on the circumstances but may include:

- monitoring and managing the behaviour of other employees;
- relocating employees (which may include the people alleged to have been involved in the Potential Misconduct) to a different division, group or office;
- offering you a leave of absence or flexible workplace arrangements while a matter is investigated;
- access to the Employee Assistance Program (if you are a current employee) and additional support from the Group (such as counselling services); or
- rectifying any detriment that you have suffered.

Adelaide Brighton may also appoint a Speak Up Protection Officer to support you. The Speak Up Protection Officer will be your point of contact (for example, relating to any concerns about detrimental conduct). They can arrange additional support for you where needed and can escalate any concerns you have with how your report is being dealt with. The Company can only appoint a Speak Up Protection Officer where you have agreed to share your identity with the Speak Up Protection Officer.

Adelaide Brighton will look for ways to support all people who speak up, but it will of course not be able to provide non-employees with the same type and level of support that it provides to employees. In all cases, Adelaide Brighton will seek to offer as much support as practicable. Further information regarding the protections afforded under Australian law to persons who speak up is available at Attachment 1 to this Policy.

10 Reporting

The Audit, Risk and Compliance Committee will receive a summary of reports made under this Policy on a periodic basis. The Audit, Risk and Compliance Committee will be provided additional information about any material incidents raised.

11 Further information

Any questions about this Policy or speaking up can be referred to the Company Secretary or KMPG's FairCall hotline.

This Policy will be available on Adelaide Brighton's public website and on the intranet.

This Policy does not form part of terms of employment and may be amended from time to time.

1 Additional legislative protections

You are encouraged to speak up under this Policy. However, the law offers protections in other cases (for example, you can report potential misconduct to people other than Recipients). If you make a “protected disclosure” under the law that does not comply with Adelaide Brighton’s Speak Up Policy, you will still be entitled to the legal protections.

Please contact a Recipient if you would like more information about legal protections.

2 Protected disclosures

Certain information that is disclosed to certain people or organisations is protected by law. Examples of this information and recipients are outlined in the following table.

Information reported or disclosed	Recipient of disclosed information
<p>General disclosable matters</p> <ul style="list-style-type: none"> Information about actual or suspected misconduct, or an improper state of affairs or circumstances in relation to the Company or a related body corporate Information that the Company or a related body corporate or any officer or employee of the Company or a related body corporate has engaged in conduct that: <ul style="list-style-type: none"> contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act); represents a danger to the public or the financial system; or constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more <p>Note that “personal work-related grievances” are not protected disclosures under the law, except as noted below</p>	<p>Recipients for any general disclosable matters</p> <ul style="list-style-type: none"> A person authorised by the Company to receive protected disclosures – i.e. Recipients under this Policy An officer or senior manager of the Company or a related body corporate An auditor, or a member of an audit team conducting an audit, of the Company or a related body corporate An actuary of the Company or a related body corporate ASIC or APRA A legal practitioner for the purpose of obtaining legal advice or legal representation
<p>Tax-related disclosable matters</p> <ul style="list-style-type: none"> Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of the Company or an associate, which the employee considers may assist the recipient to perform functions or duties in relation to the tax affairs of the Company or an associate 	<p>Recipients for any tax-related disclosable matters</p> <ul style="list-style-type: none"> A person authorised by the Company to receive reports of tax-related disclosable matters An auditor, or a member of an audit team conducting an audit, of the Company A registered tax agent or BAS agent who provides tax services or BAS services to the Company A director, secretary or senior manager of the Company An employee or officer of the Company who has functions or duties that relate to the tax affairs of the Company A legal practitioner for the purpose of obtaining legal advice or legal representation

Information reported or disclosed	Recipient of disclosed information
<p>Further tax-related information</p> <p>Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to the Company</p>	<p>Recipients for any further tax-related information</p> <ul style="list-style-type: none"> • Commissioner of Taxation • A legal practitioner for the purpose of obtaining legal advice or legal representation

The law also protects disclosures made in “emergency” and “public interest” situations, in which case disclosures can be made to additional recipients. Please contact the Company Secretary if you would like more information about these disclosures.

Personal work-related grievances

Legal protection for disclosures about solely personal employment related matters are only available under the law in limited circumstances. A disclosure of a personal work-related grievance will remain protected if, in summary:

- it concerns detriment to you because you have or may be considering speaking up; or
- it is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistleblowers.

Under the law, a grievance is **not** a ‘personal work related grievance’ if it:

- has significant implications for an entity regulated under the law that do not relate to the discloser;
- concerns conduct, or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws;
- concerns conduct that represents a danger to the public or financial system; or
- concerns conduct prescribed by the regulations.

3 Specific protections and remedies

Additional legislative protections may also be available, including but not limited to:

- compensation for loss, damage or injury suffered as a result of detrimental conduct;
- an injunction to prevent, stop or remedy the effects of the detrimental conduct;
- if the detrimental conduct wholly or partly resulted in the termination of an employee’s employment, reinstatement of their position; and
- any other order the court thinks appropriate.

You are also protected from the following in relation to a protected disclosure you make:

- civil liability (e.g. any legal action against you for breach of an employment contract, duty of confidentiality or another contractual obligation);
- criminal liability (e.g. attempted prosecution of you for unlawfully releasing information, or other use of the disclosure against you in a prosecution (other than for making a false disclosure)); and
- administrative liability (e.g. disciplinary action for making the disclosure).

However, you will not have immunity for any misconduct you have engaged in that is revealed in a disclosure.