



# SunRice Group Speak Up Policy

Issue Date: November 2014

(Updated: December 2019)



## 1 OBJECTIVE

Ricegrowers Limited, together with its controlled entities (collectively “**SunRice Group**”) is committed to complying with all applicable laws, strong corporate governance and impeccable standards of conduct across its business, including the SunRice Group’s interactions with employees, contractors, customers, suppliers, the community, other stakeholders and the environment in which the SunRice Group operates.

In support of our commitment, this Speak Up Policy (“**Policy**”) is designed to:

- encourage, protect and support the reporting of misconduct, irregularities or any other behaviour which is corrupt or illegal;
- establish a transparent and effective reporting and investigation mechanism to encourage disclosures of wrongdoing in a safe, secure and timely manner; and
- protect individuals who report a wrongdoing from detrimental treatment by any person internal or external to the SunRice Group.

## 2 DEFINITIONS

Key defined terms in this Policy are set out in Schedule 1.

## 3 REPORTS

This Policy is designed to provide for processes and protections provided by the Group and under legislation regarding the disclosure of Reportable Conduct. SunRice must comply with the obligations relating to protection of whistleblowers in the Corporations Act and Taxation Act and equivalent legislation in other jurisdictions.

The Policy also provides a mechanism for Speak Up Reports to be made (even if they do not qualify for the specific protections available under legislation).

The SunRice Group operates in multiple countries and is subject to applicable local laws. If any local laws are in any way inconsistent with this Policy, or impose a higher level of protection than this Policy, those local laws take precedence in that jurisdiction to the extent of the inconsistency or as required by law.

This Policy is part of our Anti-Bribery & Corruption policy framework and should be read in conjunction with those policies as well as the Code of Conduct.

### 3.1 Who can make a Report?

Anyone can make a report under this Policy who is or has been an employee, officer or director of a member of the SunRice Group, as well as others with a connection to the SunRice Group such as suppliers of goods or services to an entity in the SunRice Group, contractors, consultants and other business partners (including someone who is or has been employed by a supplier) or a relative, spouse or dependent of any of these individuals (referred to in this Policy as “**you**”).

### 3.2 What can I report under this Policy?

If you fall within any of the above categories, you are eligible for protection as a whistleblower under this Policy and may also qualify for statutory protection where you make a report of Reportable Conduct in accordance with this Policy or as otherwise provided by legislation.

Reportable Conduct that can be the subject of a protected Speak Up Report under this Policy is anything you have reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances, in relation to any member of the SunRice Group. For example, it could include where you have reasonable grounds to suspect the SunRice Group or one of our people has broken the law (although not all conduct is required to involve the contravention of a particular law).

Any complaint of alleged detriment or victimisation against a person in contravention of this Policy or the statutory protections outlined below (see section 6) or a breach of confidentiality will also be considered to be Reportable Conduct and addressed in accordance with this Policy.

See the definitions in Schedule 1 for further examples of what amounts to Reportable Conduct.

### 3.3 Are there matters I shouldn't report under this Policy?

Personal work-related grievances are not generally considered Reportable Conduct under this Policy. Personal work-related grievances are generally issues or concerns relating to an employee's current or former employment or engagement (or that of their relative or dependent who is or was a SunRice Group employee) which have, or tend to have, implications for an individual personally, and that do not have broader implications for the SunRice Group.

Examples include interpersonal conflicts between employees, decisions relating to engagement, transfers and promotion of employees and decisions to discipline, suspend or terminate an employee. These types of complaints should be raised with People & Culture and addressed in accordance with our Grievance Policy.

However, where the Integrity Officer determines that a personal work-related grievance matter relates to information that suggests misconduct beyond your personal circumstances or is indicative of systemic issues, your disclosure will be considered to be Reportable Conduct and handled in accordance with this Policy.

If you would like to seek accurate and confidential advice or information in relation to the type of conduct that may amount to Reportable Conduct and that this Policy covers, questions should be directed to the Integrity Officer (see Schedule 2 for contact details).

### 3.4 Who can I make a Speak Up Report to?

To ensure appropriate escalation and investigation, you should make your Speak Up Report to the Integrity Officer. The Integrity Officer is responsible for administering this Policy and is best placed to handle Speak Up Reports in accordance with its terms.

However, this Policy will also apply where you make a Speak Up Report to:

- a member of the Corporate Management Team (CMT);
- a Director or officer of the SunRice Group; and
- (if you work for one of the SunRice Group's overseas subsidiaries), to your ABC Ambassadors or to your General Manager.

The SunRice Group encourages you to make a Speak Up Report directly to the Integrity Officer and these individuals in the first instance to ensure any wrongdoing is identified and addressed by the SunRice Group as early as possible, and because they are eligible to receive disclosures that qualify for statutory protection.

However, a key component of this Policy is the availability of an alternative external, confidential reporting service, managed by an expert third party, to enable you to make a Speak Up Report ("**Speak Up Hotline**"). If you not comfortable with, or believe there is a conflict with, making a Speak Up Report to the Integrity Officer or other via the other designated reporting channels, reports can be directly to the Speak Up Hotline.

The contact details for the Integrity Officer and Speak Up Hotline are set out in Schedule 2 of this Policy. The contact details of your ABC Ambassadors and your General Manager if you work for one of the SunRice Group's overseas subsidiaries, will be available at your workplace.

Regardless of who you make your report to (ie whether to an internal SunRice person listed above or to the external Speak Up Hotline) the recipient will provide details of the Speak Up Report to the Integrity Officer so that the report may be handled in accordance with this Policy.

By making a Speak Up Report to these individuals or to the Speak Up Hotline you will be taken to consent to the details of the Speak Up Report (including your identity, unless you elect to remain anonymous) being provided to the Integrity Officer and handled in accordance with this Policy.

### **3.5 Can I make a disclosure to anyone else?**

You can also make disclosures of Reportable Conduct directly to certain regulators or a lawyer. You may also make a disclosure of Reportable Conduct to other persons in certain limited circumstances - for example, a journalist or parliamentarian if your report qualifies as a public interest disclosure or emergency disclosure.

If you make a disclosure of Reportable Conduct in this way, it will not be handled in accordance with this Policy. However, you may still receive the relevant statutory protections for whistleblowers. There are strict criteria that apply to these types of disclosures. You should contact the Integrity Officer or seek independent legal advice before you make a report in these ways.

### **3.6 What do I need to include in my Speak Up Report?**

A Speak Up Report may be made verbally or in writing.

While the SunRice Group does not expect you to have absolute proof of Reportable Conduct, your report should show the reasons for your concerns and make full disclosure of the relevant details and supporting documentation.

In each case, you will need to report your name, organisation and contact details (phone, email and address) (if you are prepared to do so), the nature of the Reportable Conduct (including the names of those involved in the Reportable Conduct) and all relevant facts giving rise to the Reportable Conduct.

Importantly, if you leave your name, you need to confirm if you do not consent to the disclosure of your name in accordance with this Policy.

Information received from you will be kept confidential to the extent possible in accordance with this Policy, subject to the SunRice Group's escalation and reporting procedures addressed below and the need to meet legal requirements.

For example, the SunRice Group may disclose or be required to disclose the information received to regulatory authorities, such as ASIC, APRA, the Australian Federal Police or other governmental agencies. The SunRice Group may also disclose the information received to a legal practitioner for the purpose of obtaining legal advice in relation to the operation of the statutory whistleblower protections.

### **3.7 What if my report concerns the MD/CEO, Integrity Officer or Investigation Officer?**

If you want to make a Speak Up Report relating to the conduct of the General Manager/CEO of any SunRice Group entity, you should contact the Integrity Officer or the Speak Up Hotline. If your concerns relate to the Integrity Officer or Investigation Officer, you should contact the Speak Up Hotline who will then provide the details of your report to the Chair of SunRice's Finance, Risk & Audit Committee.

### **3.8 How will my report be dealt with?**

All Speak Up Reports will be taken seriously.

The Integrity Officer will review all Speak Up Reports to determine the appropriate action to be taken, including whether the Speak Up Report should be subject to investigation under this Policy. Speak Up Reports which require further investigation will be directed to the Investigation Officer. The

Investigation Officer is the General Manager, People and Culture. In some cases, Speak Up Reports may also be directed to an external investigator (as appropriate) for further investigation in accordance with this Policy.

### **3.9 Can I make an anonymous report?**

You may elect to make a Speak Up Report anonymously and can choose to remain anonymous over the course of an investigation and after an investigation is finalised. You can also choose to refuse to answer questions that you feel could reveal your identity at any time, including during follow up conversations.

You will still be eligible for protection under this Policy and under legislation even if you make an anonymous report.

The SunRice Group will respect your right to not identify yourself. However, electing to make a Speak Up Report anonymously may make any investigation by the SunRice Group challenging and its success potentially compromised if you are not known and available for further assistance. If you choose to remain anonymous, you should maintain communication with the SunRice Group to facilitate follow up questions being asked or for feedback to be provided.

## **4 INVESTIGATING REPORTS**

### **4.1 How will my report be investigated?**

The Integrity Officer will carry out a preliminary review of the Speak Up Report and will decide whether the concerns raised are covered by the Policy and should be investigated. Whilst not all Speak Up Reports will necessarily lead to investigation, they will be assessed and a decision made as to whether or not they should be investigated.

How the investigation is undertaken will vary depending on the nature of the Reportable Conduct and the amount of information provided. The Integrity Officer will advise you of the decision whether to investigate, unless they have no means to contact you.

In most instances, investigations will be undertaken by the Investigation Officer or certain members of the People & Culture team designated by the Investigation Officer as soon as practicable after a decision has been made to investigate. In certain circumstances an external investigator may be appointed.

All investigations will be conducted in a thorough, fair and independent manner.

Following an investigation, the Investigation Officer may produce, or request the production, of a report of the investigation. Circulation of any investigation report (while preserving confidentiality in accordance with this Policy) will be restricted to the individuals who will be involved in determining any action to be taken.

### **4.2 How will I be communicated with during an investigation, including at the end?**

Wherever possible, you will be kept informed of the progress of the investigation, subject to privacy and confidentiality considerations. The frequency and detail of any updates will depend on the nature of your Speak Up Report. As a general rule, you also will be informed of the results of an investigation as soon as possible after your report is resolved or acted upon. However, in some circumstances, privacy, confidentiality or other legal constraints may limit the feedback that we can provide you.

### **4.3 How will I be protected against detrimental treatment if I make a Speak Up Report?**

The SunRice Group understands that you would have given careful thought to raising your concerns and is committed to ensuring that you do not suffer detrimental treatment, disadvantage or victimisation because you make a Speak Up Report. It is irrelevant that your Speak Up Report may ultimately be determined to be unfounded, incorrect or unsubstantiated as long as you had

reasonable grounds for making it. Statutory protection may still be available to you even in these circumstances.

Detrimental treatment includes dismissal, injury, demotion, discrimination, harassment, intimidation, disciplinary action, bias, threats or other unfavourable treatment connected with making a Speak up Report in accordance with this Policy. Detrimental treatment does not include reasonable administrative action (for example moving your location away from another individual you have named as a subject of your Speak Up Report) or managing unsatisfactory work performance in line with the SunRice Group's performance management framework.

If you feel adversely treated at any time because of your Speak Up Report or involvement in an investigation, you should contact the Integrity Officer (or in the alternative the Speak Up Hotline), who will respond with support and action. In addition to the responsibilities the Integrity Officer has to receive Speak Up Reports under this Policy, the Integrity Officer has also been appointed to safeguard your interests and seek to protect you from detrimental treatment. Other practical steps the SunRice Group will take to protect you from detrimental treatment if you make a Speak Up Report include:

- assisting you to develop strategies to help minimise and manage stress and other challenges that may result from you making a Speak Up Report or any subsequent investigation;
- agreeing that you can perform your duties from another location or making other modifications to the way you perform your duties;
- considering conducting a risk assessment to manage the risk of detriment to you.

Subjecting a person to detrimental treatment because they have made, or propose to make, a Speak Up Report will be in breach of this Policy and will be dealt with under the Group's disciplinary procedures. This is a serious matter which may also expose the person (or SunRice Group) to civil and criminal sanctions under legislation.

#### **4.4 Is there any other support available for me when I make a Speak Up Report?**

There is a range of support that may be offered to you when you make a Speak Up Report. It will really depend on the nature of the conduct reported and your personal circumstances. However, some examples include access to the SunRice Group's Employee Assistance Program, support from the People & Culture team, access to leave of absence, alternative work arrangements and new training and opportunities to develop alternative career paths.

If you have any questions about the availability of support, you should direct these to the Integrity Officer.

#### **4.5 How will the SunRice Group ensure I'm treated fairly if I'm mentioned in a Speak Up Report?**

The SunRice Group is committed to ensuring the fair treatment of any SunRice Group officer or employee who is mentioned in a Speak Up Report made pursuant to this Policy by:

- keeping the person(s) informed of the allegations (where appropriate) and providing them with an opportunity to respond;
- maintaining the confidentiality of information contained in Speak Up Reports in accordance with this Policy; and
- providing access to the SunRice Group's Employee Assistance Program and support from People & Culture.

## **5 CONFIDENTIALITY**

### **5.1 Will my identity or any information I provide be disclosed?**

The SunRice Group is committed to ensuring your Speak Up Report is managed with appropriate confidentiality and in accordance with statutory confidentiality regimes. Subject to compliance with any legal reporting requirements, when implementing any process under this Policy, the SunRice Group will:

- not disclose your identity unless you consent to that disclosure, where it is required by law or as otherwise set out in Policy;
- ensure information contained in a Speak Up Report is only disclosed to the extent necessary to conduct an investigation or administer this Policy or where required for the purpose of obtaining legal advice; and
- take reasonable steps to reduce the risk that you will be identified as part of any process conducted under this Policy. This may include redacting information relating to your identity or other information that may result in your identification from your Speak Up Report if you do not consent to the disclosure of your identity.

If you choose to disclose your identity, the only people who will know your details will be the Integrity Officer, Investigation Officer, and a restricted number of other people who are designated to receive a Speak Up Report (for example the CEO) or otherwise are required to have access to this information for the purpose of the Policy's implementation.

All information the SunRice Group receives from you, as well as the fact you have made a disclosure and any record produced as part of an investigation, is held securely. Access will be restricted to those persons required to access the records for the purpose of this Policy (or as part of the SunRice Group's information technology processes necessary to administer its IT platform or any third party hosting these records).

If you make a Speak Up Report under this Policy, you will be taken to have consented to your information being recorded and accessible by these people including your identity (unless you have elected to remain anonymous).

### **5.2 What happens if there is an unauthorised disclosure of information I have provided?**

Other than in circumstances required by law, any unauthorised disclosure of information without your consent (including your identity or information that is likely to lead to your identification) will be a breach of this Policy and will be dealt with under the SunRice Group's disciplinary procedures. It may also be illegal and an offence subject to penalties under legislation.

If you think there has been a breach of confidentiality under this Policy in relation to you, you can make a complaint under the same processes described in section 3 above. You are also entitled to lodge a complaint with a regulator for investigation including ASIC or APRA.

## **6 STATUTORY PROTECTION**

### **6.1 Who is protected?**

Legislation in Australia (specifically the Corporations Act and Taxation Act), provides certain protections if you make a disclosure which qualifies for protection under that legislation. To be protected your disclosure must meet the requirements of, and be made in accordance with, the provisions of the relevant legislation.

## 6.2 What kind of reports are protected?

Under the Corporations Act, you will qualify for protection if you are a whistleblower and:

- (a) you have reasonable grounds to suspect that the information you are reporting:
- concerns misconduct or an improper state of affairs relating to an entity in the SunRice Group;
  - constitutes an offence or contravention of certain nominated legislation; or
  - represents a danger to the public or the financial system.

This would include most cases of Reportable Conduct under this Policy. However, you should be aware that the statutory protections will not be available to you if your disclosure does not relate to Reportable Conduct for the purposes of the legislation.

and

- (b) you make a report to:
- ASIC;
  - APRA;
  - the auditor for an entity in the SunRice Group, or a member of an audit team conducting an audit of the entity;
  - any of the persons mentioned in section 3.4 (including the Integrity Officer) or the Speak Up Hotline;
  - a legal practitioner for the purpose of obtaining legal advice or representation in relation to the operation of the whistleblower protections in the Corporations Act; or
  - a journalist or parliamentarian where the report addresses a public interest or emergency disclosure.

## 6.3 What protections available to me?

There are a range of statutory protections that may be available to you as a whistleblower. These include the right (as provided for in the relevant legislation) to:

- (1) have your identity protected;
- (2) be protected from civil, criminal or administrative liability (including disciplinary action) for making a report and from the admissibility of the information being provided in evidence against you. However, these protections do not grant you immunity for any misconduct that you personally engaged in;
- (3) be protected from detrimental treatment or any form of victimisation;
- (4) compensation and other remedies if you suffer loss, damage or injury in specific circumstances. For example, where there has been a failure by the SunRice Group to take reasonable precautions and exercise due diligence to prevent any detrimental treatment you may suffer; and
- (5) not have your identity disclosed before any court or tribunal.

These protections apply from the time a report is made irrespective of whether the report is made internally (for example to the Integrity Officer) or externally (for example to the Speak Up Hotline or a regulator). Any questions about these protections should be directed to the Integrity Officer.

#### **6.4 What protections available under the Taxation Administration Act?**

The Taxation Administration Act also provides protection for disclosures of information that indicates misconduct or an improper state of affairs, in relation to the tax affairs of an entity or an associate of an entity if you consider the information you disclose may assist the recipient to perform functions or duties in relation to the tax affairs of the entity or an associate.

Protection is provided for disclosures made to the Commissioner of Taxation or any person or agency specified in section 6.2(b) above. The protections available to you under the Taxation Act are the same as those outlined above in section 6.3.

### **7 IMPLEMENTATION AND AVAILABILITY**

This Speak Up Policy and the contact details of the Integrity Officer, the Speak Up Hotline and ABC Ambassadors (where relevant) will be prominently displayed and circulated throughout the SunRice Group.

In addition, this Speak Up Policy will be available to officers and employees of the SunRice Group on the SunRice internal intranet page and to external parties on the SunRice Group's external website.

### **8 CONSEQUENCES OF MALCIOUS REPORTING AND BREACHING THE POLICY**

Non-compliance with this Policy, including knowingly making a Speak Up Report that is false and without reasonable grounds, is a serious matter and will likely result in disciplinary action.

Actual or threatened detrimental conduct in connection with an individual making a Speak Up Report (including harassment, victimisation or vilification of witnesses or their relatives or colleagues), or any non-permitted disclosure of your identity (or information likely to lead to identification), will be regarded particularly seriously, and will result in disciplinary action, including up to termination of employment.

This behaviour may also be unlawful. Significant civil and criminal penalties apply for conduct of this nature, including fines and imprisonment. There may also be civil remedies, including compensation, available to those suffering such detrimental treatment.

### **9 MONITORING AND GROUP REPORTING PROCEDURES**

#### **9.1 How is this Policy monitored and reported on?**

On a six-monthly basis the Integrity Officer in consultation with the Investigation Officer will report on all newly reported incidents and updates on existing incidents to the Finance, Risk and Audit Committee of the SunRice Group Board. Reports will be provided on a thematic basis only. Reports will be de-identified to maintain the confidentiality of matters under this Policy.

Where an investigation is required or there is a report of serious misconduct, the Integrity Officer will determine, at his or her discretion, what additional level of reporting may be required on a case by case basis within the parameters of this Policy, including the potential immediate notification to the Chair of the Finance, Risk and Audit Committee.

#### **9.2 Will I be trained in the Policy?**

Specialist training is mandatory for the employees responsible for administering key elements of the Policy.

### 9.3 Who is responsible for reviewing the Policy?

This Policy will be reviewed from time to time to ensure it remains consistent with applicable standards and relevant legislative requirements and well as the changing nature of the SunRice Group.

**Owned By:** The SunRice Group General Counsel

**Authorised By:** The SunRice Board

**SCHEDULE 1: DEFINITIONS**

Defined term	Definition
<b>APRA</b>	means the Australian Prudential Regulation Authority
<b>ASIC</b>	means the Australian Securities and Investments Commission
<b>Corporations Act</b>	means the <i>Corporations Act 2001</i> (Cth)
<b>Reportable Conduct</b>	<p>Examples of Reportable Conduct include any conduct of any member of the SunRice Group or any employee or officer of the SunRice Group which you have reasonable grounds to suspect constitutes:</p> <ul style="list-style-type: none"> <li>• fraud, negligence, default, breach of trust or breach of duty in relation to any entity in the SunRice Group such as:               <ul style="list-style-type: none"> <li>• falsification or alteration of accounting or other records or other financial irregularities;</li> <li>• misappropriation of funds; or</li> <li>• misuse of confidential information or SunRice Group resources for personal gain;</li> </ul> </li> <li>• corrupt or dishonest conduct, for example offering or accepting a bribe;</li> <li>• unlawful or illegal activity, including:               <ul style="list-style-type: none"> <li>• theft, drug sale/use, violence or threatened violence and criminal damage against property;</li> <li>• an offence under Commonwealth laws which is punishable by imprisonment for 12 months or more;</li> <li>• a contravention of certain nominated Commonwealth laws including (without limitation), laws administered by the ASIC or APRA such as the Corporations Act and the Taxation Administration Act;</li> </ul> </li> <li>• an unsafe work practice which represents a serious health and safety risk;</li> <li>• a danger to the public or the financial system; or</li> <li>• conduct which is likely to cause financial or non-financial loss to any entity in the SunRice Group or that is otherwise detrimental to the interests of any entity in the SunRice Group.</li> </ul>
<b>Taxation Administration Act</b>	means the <i>Taxation Administration Act 1953</i> (Cth)

**SCHEDULE 2: CONTACT DETAILS**

**1 Speak Up Hotline**

Email	<a href="mailto:sunrice@whistleblowersecurity.com">sunrice@whistleblowersecurity.com</a>	Website	<a href="http://www.whistleblowersecurity.com">www.whistleblowersecurity.com</a>
Toll Free Phone (Aus & NZ)	1800-263-215 (from Australia) +604-922-5953 (from New Zealand)	Toll Free Phone (Global)	+1 866 921 6714

**2 Integrity Officer**

Email	<a href="mailto:abcreporting@sunrice.com.au">abcreporting@sunrice.com.au</a>	Post	<i>(Marked "Strictly Private and Confidential")</i> SunRice Integrity Officer, PO Box Q166, QVB Post Shop, NSW 1230
Phone	+61 2 9268 2074		