

# Whistleblower Policy

**Version Adopted: 28 February 2022**

**xReality Group Limited**

ACN 154 103 607



## 1 PURPOSE

xReality Group Limited and each of its subsidiaries (**XRG**) is committed to the highest standards of conduct and ethical behaviour in all our business activities and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance, and good corporate governance.

Whistleblowing refers to the act of raising concerns about suspected, or actual misconduct within XRG and is a key element of our governance framework and to achieving transparency and accountability.

XRG's Whistleblower Policy is designed to comply with the Australian Corporations Act 2001 (Cth) and Taxation Administration Act 1953 (Cth), which provide for protection for certain individuals referred to in this Policy as 'Whistleblowers' who make a qualifying disclosure.

## 2 POLICY

This Whistleblower Policy (**Policy**) applies to suspected or actual unethical, illegal, corrupt, fraudulent, or undesirable conduct, or any breach of the XRG Code of Conduct.

XRG will not tolerate anyone being discouraged from speaking up or being adversely affected because they have reported misconduct in accordance with this Policy. XRG will consider disciplinary action, which may include termination of employment or engagement, where any team member has caused detriment to another because they have or want to make a disclosure in accordance with this Policy.

A copy of this Policy is available on the Company's website at [www.xrgroup.com.au](http://www.xrgroup.com.au)

## 3 WHO DOES THIS POLICY APPLY TO?

XRG team members, directors and other officers who have reasonable grounds to suspect that Potential Misconduct has occurred or is occurring within or against XRG must make a report.

Anyone else who has reasonable grounds to suspect that Potential Misconduct has occurred or is occurring within or against XRG is encouraged to make a report. This includes past team members, directors, other officers, contractors, suppliers (including employees of suppliers), and associates, as well as dependents (or their spouse's dependents) and relatives of the above.

## 4. WHAT IS POTENTIAL MISCONDUCT?

**Potential Misconduct** is any suspected or actual misconduct or an improper state of affairs or circumstances in relation to XRG. This includes if you believe that an XRG director, executive, manager, team member, contractor, supplier, tenderer, or other person who has business dealings with XRG has engaged, or attempted to engage in conduct which:

- is dishonest, fraudulent, or corrupt, including bribery or other activity in breach of XRG's Codes and Policies;

- is an illegal activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property, breach of competition and consumer law, privacy law or any other breaches of state or federal law);
- represents a danger to the public or to the financial system;
- is unethical or would constitute a breach of XRG policy (such as breaches of privacy or confidentiality, dishonestly altering company records or data, obtaining an unauthorised or inappropriate personal benefit, adopting questionable accounting practices or wilfully breaching XRG's Code of Conduct);
- is potentially damaging to XRG, a team member or a third party, such as unsafe work practices, environmental damage, health risks or abuse of XRG property or resources;
- may cause financial loss to XRG or damage its reputation or be otherwise detrimental to XRG's interests; or
- concerns any other kind of misconduct or an improper state of affairs or circumstances.

*Potential Misconduct* generally does not include *personal work-related grievances*, as described in section 5.

Reports must be based on reasonable grounds that the information disclosed is true. There will not be negative consequences if the information turns out to be incorrect, but you must not make a report that you know is not true or is misleading. Making a false report is considered a serious matter and may result in disciplinary action.

## 5. WHAT IS PERSONAL WORK-RELATED GRIEVANCE?

***Personal work-related grievances*** are not within the scope of this Policy and should be raised directly with your Line Manager or any other XRG leader that you feel comfortable raising the matter with.

*Personal work-related grievances* are issues in relation to your employment with XRG that have implications for you personally (i.e., matters solely related to your personal employment).

Examples of personal work-related grievances include:

- a conflict between you and another team member;
- a decision concerning the terms of your employment;
- a decision concerning a promotion or transfer;
- a decision concerning the handling or resolution of a workplace grievance;
- a decision concerning disciplinary action; or
- a decision relating to the termination of your employment.

## 6. WHO CAN I MAKE A REPORT TO?

Any person who has reasonable grounds to suspect that any misconduct has occurred, can report their concerns through:

- Their direct Manager. Depending on the nature of the wrongdoing, any person is encouraged to first discuss their concern with their Manager. Alternatively, if the person does not feel comfortable speaking with their Manager, they can raise the concern with an officer or senior manager of the Company directly;

or

- The Whistleblowing officer; by emailing the Whistleblower Officer on [whistleblower@xrgroup.com.au](mailto:whistleblower@xrgroup.com.au);

or

- Anonymously; in writing for the attention of the Whistleblower Officer at xReality group Ltd, 123 Mulgoa Road, NSW 2750 – marked as private and confidential.

The identity of or information likely to lead to the identification of the Whistleblower will only be disclosed with the consent of the Whistleblower. Civil penalties apply to companies that do not protect the confidentiality of Whistleblowers.

Any person reporting misconduct either to their manager or the relevant support area can be assured that they will be protected and that the investigation will be conducted in accordance with the principles of fairness and natural justice. Any employees involved in the investigation must treat the matter confidentially and must not disclose the identity of the Whistleblower without their consent.

This policy does not prevent any person from reporting misconduct to the Company's auditor or a regulator under any applicable law.

The Whistleblower may or may not wish to remain anonymous when making a report. However, employees are encouraged to provide their identity to enable effective investigation of the misconduct.

## **7. INVESTIGATION**

Where applicable, the Whistleblower officer will notify the complainant and acknowledge receipt of a report of misconduct within 7 business days.

Investigation of allegations will be conducted in a manner that is confidential, fair and objective.

The investigation processes will vary depending on the nature of the alleged misconduct and the amount of information provided. All reports will be promptly evaluated and investigated, although the seriousness and complexity of the concern may affect the time needed to investigate the matter.

Material incidents reported under this policy will be reported to the Company's Board of Directors.

It is a breach of this policy and XRG forbids any employee from penalising any person who in good faith reports an instance or allegation of wrongdoing in accordance with this Policy. This includes any reprimand, reprisal, change in work duties, change in employment amenities, change in reporting requirements, damage to career prospects or reputation, threats to do any of these or deliberate omissions which damage the person.

## **8. BREACH**

Adherence to this Policy is a condition of employment, engagement and / or terms of contract at XRG. Breaches may be subject to disciplinary action including termination of employment or contract, as appropriate.

## 9. REVIEW

This Policy may be amended with the approval of the Board to ensure that it complies with legislative changes and that it meets best practice standards.