



# WHISTLEBLOWING POLICY GUIDELINES

## 1. Introduction

J&P Richardson Industries Pty Ltd (**JPR**) is committed to the highest standards of conduct and ethical behaviour in all our business activities, and to promoting a culture of honest and ethical behaviour, corporate compliance, and good corporate governance.

JPR encourages the reporting of any instances of suspected unethical, illegal, fraudulent, or undesirable conduct involving JPR's business and will ensure that those people who make a report do so without fear of intimidation, disadvantage, or punishment.

These guidelines reinforce JPR's commitment to act ethically in every business situation by providing a platform for employees to raise questions and concerns. Importantly, early awareness of potential issues allows JPR to address concerns before they become larger problems, and to take corrective action if necessary. JPR is committed to maintaining a culture where its personnel and associates feel comfortable asking questions, speaking up and working toward ethical solutions.

## 2. JPR's Commitment

JPR is committed to:

- encouraging its personnel to come forward and report instances of 'improper conduct';
- protecting individuals that report actual or suspected improper conduct in good faith from any form of retribution, even if the report made proves to be unfounded;
- treating reports of actual or suspected improper conduct seriously;
- investigating all reports promptly, thoroughly and consistently with applicable law;
- taking appropriate corrective or disciplinary action for policy/guideline violations;
- treating the identity of the whistleblower as confidential unless the person making the report, or the law requires otherwise;
- keeping investigations confidential to the extent possible; and
- not tolerating any acts of retaliation (including adverse impact on employment) against anyone who makes a report in good faith of possible improper conduct, or who participates in an investigation of possible wrongdoing.

## 3. Protected Disclosures

A protected disclosure is when an Eligible Whistleblower makes a disclosure of information in relation to a Reportable Matter directly to an Eligible Recipient.

A person who makes a protected disclosure will be subject to the protections under the *Corporations Act 2001* (Cth) and as outlined in this Policy.

It is important to understand that not all disclosures will constitute a protected disclosure. Before making a disclosure, an individual should consider whether they wish to seek independent legal advice to assist them to determine whether it will be a protected disclosure (and therefore provide them with the whistleblower protections under this Policy and the law).

#### 4. Who is an Eligible Whistleblower under this policy?

This Policy only applies to disclosures made by individuals who are, or have been:

- (a) officers, employees and contractors of JPR or a related company;
- (b) an individual who supplied services or goods to JPR, or a related company (whether paid or unpaid);
- (c) an employee of a person or entity who supplies services or goods to JPR or a related company (whether paid or unpaid);
- (d) an associate of JPR; and
- (e) a relative or dependant of any of the persons listed above.

The above class of individuals are referred to as **(Eligible Whistleblower)**, for purposes of this document.<sup>1</sup>

#### 5. Who is a whistleblower

A whistleblower is an Eligible Whistleblower who comes forward and shares their knowledge on any wrongdoing that they suspect, on reasonable grounds, to be a Reportable Matter. A whistleblower may or may not be directly affected by a Reportable Matter.

#### 6. Reportable Matter

##### 6.1 What is a Reportable Matter?

Individual(s) may make a report under this Policy if they believe that a JPR director, officer, employee, contractor, supplier, tenderer, or any other person who has business dealings with JPR has engaged in conduct which:

- is dishonest, fraudulent or corrupt activity, including bribery or other activity in breach of the JPR Code of Conduct, the VINCI Code of Ethics & Conduct, the VINCI Anti-Corruption Code of Conduct, the VINCI Conflicts of Interest policy and other policies and procedures;
- is an 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);
- is unethical or in breach of JPR's policies (such as dishonestly altering company records or data, adopting questionable accounting practices);
- is potentially damaging to JPR, a JPR employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of JPR property or resources;
- amounts to a serious abuse of authority;
- may cause financial loss to JPR or damage its reputation or be otherwise detrimental to JPR's interests;
- breaches sanctions;
- modern slavery and human rights breaches;
- is dishonest or illegal in relation to the tax affairs of JPR;
- involves harassment, discrimination, victimisation or bullying; or

<sup>1</sup> These guidelines should apply and are to be read conjunction with the Corporations Act 2001 (Cth), Tax Administration Act 1953 (Cth) and Treasury Laws Amendment (enhancing whistleblower protections) Act 2019 (Cth), as varied from time to time.

- involves any other kind of serious impropriety.

Referred to as **(Reportable Matters)** for the purposes of these Guidelines.

## 7. Eligible Recipients

### 7.1 Who is an eligible recipient of disclosures?

In order to qualify for protection, the disclosure must be made directly to an Eligible Recipient. JPR offers several reporting options for making a disclosure internally and externally. Protection applies to internal as well as external disclosures. The role of Eligible Recipients is to receive disclosures that qualify for protection.

### 7.2 Internal Disclosures

#### *7.2.1 Report to a JPR Disclosure Officer*

JPR's personnel, contractors, and suppliers may report directly to a Disclosure Officer, as outlined below. Disclosure Officers are senior JPR managers - the Head of Legal, Managing Director, and Chief Financial Officer. <sup>2</sup>

JPRs Disclosure Officers are as follows:

Name of Disclosure Officer & Title	Contact Details
<b>Harry Ashton</b> Managing Director	<b>Email:</b> <a href="mailto:harry.ashton@vinci-energies.com">harry.ashton@vinci-energies.com</a> <b>Mobile Phone:</b> 0476 841 860
<b>Simon Smith</b> Chief Financial Officer	<b>Email:</b> <a href="mailto:simon.smith@vinci-energies.com">simon.smith@vinci-energies.com</a> <b>Mobile Phone:</b> 0427 249 817
<b>Greer Davies</b> Head of Legal	<b>Email:</b> <a href="mailto:greer.davies@vinci-energies.com">greer.davies@vinci-energies.com</a> <b>Mobile phone:</b> 0418 730 452

#### *7.2.2 Report to Supervisor/Manager*

An individual(s) may raise the matter with their immediate supervisor, manager, or Business Unit Manager within their section/business unit.

A supervisor or manager in receipt of a report must take the matter to a Disclosure Officer in accordance with the procedures regarding confidentiality set out below.

<sup>2</sup> As above, S1317AAC (1) *Corporations Act 2001* (Cth)

### *7.2.3 Contact Whistleblower Email*

JPR personnel, contractors and suppliers may elect to send an email to the Whistleblower Report email at [jprsupport.confidential@jpr.com.au](mailto:jprsupport.confidential@jpr.com.au) (marked to the attention of one of the Disclosure Officers referred to above).

### *7.2.4 Submit Report by Post*

Reports may also be made by mailing them to J&P Richardson Industries, Post Office Box 228, Archerfield BC, Qld 4108 (marked to the attention of one of the Disclosure Officers referred to above).

## 7.3 External Disclosures

### *7.3.1 VINCI Integrity portal or by post*

JPR's parent company, VINCI, has an online portal that allows Eligible Whistleblowers to make a report anonymously. In addition, the VINCI Integrity portal enables Eligible Whistleblowers to report serious violation concerns.

The weblink to this portal is: <https://www.vinci-integrity.com>

The reports made through the portal are managed under strict conditions of confidentiality by VINCI's Group Ethics and Vigilance Department.

We encourage all Eligible Whistleblowers to make a report via the VINCI Integrity platform if they wish to remain completely anonymous.

If the online portal is not suitable, a report can be made to VINCI Group's Correspondent for Ethics:

<b>By post:</b>	1 cours Ferdinand de Lesseps, 92 851, Rueil Malmaison Cedex, France
<b>By email:</b>	<a href="mailto:ethics@vinci.com">ethics@vinci.com</a>
<b>By telephone</b>	+33 1 47 16 35 16

### *7.3.2 Disclose matter with personal legal practitioner*

The Eligible Whistleblower has the option to disclose the matter to their own external legal practitioner for the purposes of obtaining legal advice or legal representation.

### 7.3.3 Report to another agency

If none of the options outlined above are suitable, Eligible Whistleblowers can disclose their matter directly to the Australian Securities Investment Commission (ASIC), Australian Prudential Regulation Authority (APRA), the Australian Taxation Office, or any other Commonwealth body prescribed by regulation. For more information please visit <https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/whistleblower-rights-and-protections/>

## 8. How should Reportable Matters be submitted?

A person wishing to submit a report should do so as soon as possible after becoming aware of a situation covered by these Guidelines.

JPR strongly encourages Eligible Whistleblowers to provide a report with as much detail as possible to ensure it can be fully and promptly investigated and/or managed.

JPR recommends that an Eligible Whistleblower supports its report by attaching the following supporting evidence/information, where available:

- summary of facts, information, or documents, regardless of their form or medium, to support the report; and
- information making it possible to communicate with them (e.g., email address, postal address, telephone numbers, identity, etc).

## 9. How does JPR handle Reportable Matters?

The person receiving the report, whether this be a JPR Disclosure Officer or the Group Correspondent for Ethics, must immediately inform the person submitting the report that the report has been received.

The specific steps taken to manage and/or investigate a report will depend on the nature of the Reportable Matter such as:

- assessing whether the alleged misconduct is ongoing or not;
- determining if JPR will need to hire a third party to investigate the matter further;
- assessing whether it relates to a potential breach of applicable law in Australia or overseas; and
- the potential consequence and/or exposure for JPR.

The JPR Disclosure Officer may notify the Eligible Whistleblower of the outcome of the investigation or whether the matter has been referred to an external agency, but it is not obligated to do so.

The investigation will be conducted in an objective and fair manner and otherwise as is reasonable and appropriate having regard to the circumstances.

## **10. How does JPR investigate Reportable Matters ?**

To ascertain whether there is reliable information indicating whether the Reportable Matter has occurred, the handling and/or investigating team may review evidence, such as documents, other written or electronic records, or data. Interviews with relevant individuals may be conducted to gather testimonial evidence in connection with the Reportable Matter.

The Eligible Whistleblower may be updated on the progress and/or conclusion of the investigation.

If the Eligible Whistleblower is unsatisfied with the investigation conducted by JPR and the outcomes of that investigation, the Eligible Whistleblower may apply directly to ASIC for a review.

## **11. Workplace grievance not covered by this policy**

Any Eligible Whistleblower who reports a workplace grievance, will not be protected under the whistleblowing provisions as outlined by the *Corporations Act 2001* (Cth).<sup>3</sup> A grievance is any concern, complaint, or dispute related to employment terms, workplace issues, interpersonal conflicts, discrimination, harassment, safety concerns or any matter affecting working relationships. Please refer to JPR's Grievance Policy Statement and Guidelines for more information.

## **12. Duties of employees in relation to Reportable Matters**

It is expected that employees of JPR who become aware of known, suspected or potential cases of Reportable Matters will make a report under these Guidelines or under other applicable policies.

## **13. Protection of Whistleblowers**

JPR is committed to ensuring that any investigation following a report is handled sensitively and that those who make a report in good faith are treated fairly and do not suffer any disadvantage or any retaliation such as:

- dismissal;
- demotion;
- harassment;
- discrimination;
- disciplinary action;
- bias;
- threat;
- intimidation; and
- any other unfavourable treatment connected to making the report. <sup>4</sup>

<sup>3</sup> Ibid s1317 AADA

<sup>4</sup> Ibid s1317AC

### 13.1 Detriment and victimisation

A JPR employee or contractor within a JPR team who is subjected to detrimental treatment as a result of making a report in good faith under this Policy, should inform their supervisor or manager within their business unit immediately. Alternatively, the Disclosure Officer should be advised if the supervisor and/or manager are not aware of the individual(s) report.

In certain circumstances, an Eligible Whistleblower who discloses a Reportable Matter, may be entitled to compensation or other remedies via a Court process if:

- they suffer loss, damage, or injury because they made a report; and/ or
- JPR failed to take reasonable precautions and exercise due diligence to prevent detrimental conduct from occurring.<sup>5</sup>

Anyone who engages in retribution against an employee who has made a report, will face disciplinary action within JPR and may also face consequences external to JPR.

### 13.2 Protection of Whistleblower's identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this Guideline, JPR will not, nor will any supervisor, manager, or Disclosure Officer, disclose any information which might reveal the identity of the individual(s) who has submitted a whistleblower report, without first obtaining their consent. Where an individual provides their consent, the information will be shared with only necessary individuals, on a strictly confidential basis.

### 13.3 Protection of Files and Records

All files and records created in connection with an investigation will be retained under strict security and only accessible by those directly involved in the investigation, or who require access to the information for other legal or governance purposes.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with in accordance with JPR's disciplinary processes.

## **14. Questions about the Whistleblower Policy Statement & Guidelines**

Questions about the Whistleblower Policy Statement and the Whistleblower Guidelines can be directed to the Legal Team at [legalapac@vinci-energies.com](mailto:legalapac@vinci-energies.com)

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<sup>5</sup> ASIC regulatory guide 270-R270.102



## Policy Governance

Approver:  
Managing Director

Prepared by:  
VINCI Energies – APAC Legal Team

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