

WHISTLEBLOWING POLICY

1. About this Policy

Background

- 1.1 Our organisation is committed to detecting and addressing misconduct in Inner Range Pty Ltd (the **Company**) and its related bodies corporate (collectively, the **Group**) and ensuring that those who become aware of misconduct can report it without being concerned that it will negatively affect them or their position in the Company.
- 1.2 This Whistleblowing Policy (**Policy**) relates to the protection of those 'speaking-up' about misconduct (also known as "whistleblowers") and how the Company will respond to reports of misconduct.
- 1.3 Under the Policy the Company seeks to:
 - (a) encourage disclosure of wrongdoing;
 - (b) help deter wrongdoing, in line with our risk management and government framework;
 - (c) ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported;
 - (d) ensure disclosures are dealt with appropriately and on a timely basis;
 - (e) provide transparency around the entity's framework for receiving, handling and investigating disclosures;
 - (f) support our Blue Book values and ethics and business conduct policy;
 - (g) support our organisation's long term sustainability and reputation; and
 - (h) meet the entity's legal and regulatory obligations.
- 1.4 The Company may amend this Policy from time to time at its discretion.

Interaction with whistleblowing legislation

- 1.5 In addition to the Company considering that it is important that whistleblowers are encouraged to report misconduct, and are protected when they do so, there are specific provisions under Australian legislation which provide whistleblowers with legal rights in relation to certain types of disclosures.
- 1.6 For the Company, the relevant legislation is the *Corporations Act 2001* (Cth) and the *Taxation Administration Act 1953* (Cth) (the **Whistleblowing Legislation**). The protections under the Whistleblowing Legislation only apply to certain types of disclosures, known as **Qualifying Disclosures**. We have identified in this Policy where there are specific requirements under the Whistleblowing Legislation for a report to be a Qualifying

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Disclosure. This Policy is not intended to override any rights or obligations you may have under the Whistleblowing Legislation.

Link between other organisational policies

1.7 This document should be read in conjunction with all of the Company's internal policies which include but not limited to the following (as amended from time to time):

- (a) Global Business Ethics and Conduct Policy;
- (b) Anti-Retaliation Policy;
- (c) Safe to Speak Policy;
- (d) Policy on Immunity;
- (e) Anti-Bribery and Corruption Policy;
- (f) Conflicts of Interest Policy;
- (g) Confidentiality Policy;
- (h) Global Government Contracts Policy;
- (i) Regulation FD Policy;
- (j) Insider Trading Policy;
- (k) Global Human Rights Principles Policy;
- (l) Equal Employment Opportunity Policy;
- (m) Employee Personal Data Protection Policy & Notice;
- (n) Anti-Harassment Policy;
- (o) Substance Abuse (non-US version) Policy;
- (p) Global Workplace Violence and Response Policy;
- (q) Summary of US Export Controls & Sanctions Policy;
- (r) IS Security Policies;
- (s) Conflict Minerals Policy; and
- (t) The Blue Book.

The internal policies continue to apply except to the extent local laws require otherwise.

Policy Access

1.8 A copy of this Policy is accessible to all employees and officers of the Company via the Company's intranet accessible by staff and website accessible by the general public.

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2. Making a Report

What matters should be reported?

2.1 If you have reasonable grounds to suspect that you have information concerning:

- (a) misconduct (which includes fraud, negligence, default, breach of trust and breach of duty) or an improper state of affairs in relation to the Company; or
- (b) misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of the Company or associate of the Company (**Tax Disclosures**),

then this is a **disclosable matter** under the Whistleblowing Legislation.

The Company expects all employees, officers, contractors, intermediaries and agents to report any disclosable matters. Failure to report disclosable matters may result in disciplinary action.

2.2 Some examples of conduct which should be reported under this Policy include:

- (a) corrupt, fraudulent or other illegal conduct or activity;
- (b) conduct involving substantial risk to public health or safety or the environment;
- (c) financial irregularities;
- (d) failure to comply with, or breach of, legal or regulatory authorities;
- (e) engaging in or threatening detrimental conduct towards a person who has made a disclosure or is believed or suspect to have made, or be planning to make, a disclosure.

2.3 Reports in relation to such conduct will entitle you to the protections under this Policy even if they are not a disclosable matter under the Whistleblowing Legislation.

What matters should not be reported under this Policy?

2.4 Personal work-related grievances should not be reported under this Policy and are not protected under the whistleblowing legislation.

2.5 Some examples of matters which **should not** be reported under this Policy include:

- (a) a staff member who is not happy with their pay or their terms and conditions of engagement;
- (b) a staff member who has been overlooked for promotion;
- (c) grievances between individual staff members; and
- (d) a decision to terminate or suspect the engagement of a staff member.

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unless any of the above fall within a protected disclosure because it relates to misconduct, breach of employment or other laws punishable by 12 months imprisonment or is a detriment imposed against a person due to them making a protected disclosure.

- 2.6 If you do want to report a personal work-related grievance you should refer to the relevant policies for reporting or escalation (e.g. Global Ethics and Business Conduct Policy, Equal Employment Opportunity Policy etc).

Who can make a disclosure?

- 2.7 Under the Whistleblowing Legislation a person is an **eligible whistleblower** (including in relation to Tax Disclosures) if they are, or have been:
- (a) an officer of the Company. An officer includes directors of the board, the company secretary or any other officer (who are generally the decision makers of the Company);
 - (b) an employee of the Company;
 - (c) an individual who supplies services or goods to the Company;
 - (d) an employee of a supplier of services or goods to the Company;
 - (e) an individual who is an associate of the Company (this includes directors and secretaries of both the Company and any related bodies corporate);
 - (f) a spouse, child or other relative of an individual listed above; or
 - (g) a dependant of any individual listed above or of their spouse.

How to report conduct

- 2.8 A report must be made to an "eligible recipient" to be protected by the Whistleblowing Legislation.
- 2.9 Employees can report disclosable matters to a Disclosure Officer, who is authorised to receive disclosures that may qualify for protection under the Whistleblowing Legislation and who is also an "eligible recipient".
- 2.10 A current list of Disclosure Officers and methods by which disclosure may be made are listed below

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Name	Role	Contact email/website	Phone number
Kevin Gock	Company Secretary	Kevin.gock@anixter.com	+61 (0)2 9333 0833
Elizabeth Lee	Legal Counsel APAC	Elizabeth.lee@anixter.com	+61 (0)2 9333 0823
Business Integrity Line See further details in section 2.12 below		www.anixter.ethicspoint.com	1800 339 276

2.11 Whistleblowers are encouraged to report any disclosure to these trained Disclosure Officers.

2.12 Whistleblowers may also use the Business Integrity Line to report ethical issues. The Business Integrity Line is an independently managed confidential reporting tool and reports can be made anonymously. Reports can be made online or via telephone.

Business Integrity Line global website: www.anixter.ethicspoint.com

Business Integrity Line telephone number for Australia: 1-800-339276

2.13 Under the Whistleblowing Legislation whistleblowers may also report such information to the following additional '**eligible recipients**':

- (a) an officer of the Group (including senior executives of the Group and the Board);
- (b) an auditor, or a member of an audit team conducting an audit of the Group or any related body corporate of the Company;
- (c) an actuary of the Company or any related body corporate of the Company; or
- (d) any person authorised by the Company to take disclosures; or a senior manager of the Company or any related body corporate of the Company. A senior manager is a person who makes, or participates in making, significant business decisions of the Company.

2.14 Where the information to be reported relates to the tax affairs of the Company or an associate of the Company (a **Tax Disclosure**), whistleblowers are still encouraged to report any disclosure to a Disclosure Officer.

2.15 Additionally, the Whistleblowing Legislation allows whistleblowers to make Tax Disclosures to the following "eligible recipients":

- (a) a registered tax agent or Business Activity Statement (**BAS**) agent who provides tax agent services or BAS services to the Company;

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- (b) a senior manager of the Company;
 - (c) any other employee or officer (within the meaning of the *Corporations Act 2001* (Cth)) of the Company who has functions or duties that relate to the tax affairs of the Company.
- 2.16 Under the Whistleblowing Legislation, whistleblowers may also report such information to:
- (a) the Australian Securities and Investments Commissions (ASIC);
 - (b) the Australian Prudential Regulation Authority (APRA);
 - (c) in relation to Tax Disclosures, the Commissioner of Taxation (ATO); or
 - (d) any other prescribed Commonwealth authority or regulator.
- 2.17 However, if a whistleblowing report is made to one of these regulators the Company will not automatically become aware of that report and therefore may not be able to respond to it in accordance with this Policy.

How to make a disclosure

- 2.18 Whistleblowers are encouraged make disclosures to a Disclosure Officer by telephone, email or via the Business Integrity Lines, whether on an anonymous basis or not.

No time limit on disclosures

- 2.19 There is no time limit associated with making whistleblowing disclosures. However, reporting misconduct sooner means it is more likely that reliable evidence can gathered as part of any investigation and the Company can address the matter.
- 2.20 There may be limitations regarding legal action that can be taken in response to proven allegations. This should not deter whistleblowers from making a disclosure about misconduct they have reasonable grounds to believe occurred. All disclosures can assist the Company refresh risk management monitoring, training and controls.

Protection Even if Disclosure Unproven

- 2.21 A discloser can still qualify for protection under this policy and Whistleblowing Legislation even if their disclosure ends up being incorrect or unproven.

Anonymous disclosures

- 2.22 Whistleblowers can make an anonymous disclosure, remain anonymous during the investigation and after the investigation is finalised and still be entitled to the protections set out in this Policy and under the Whistleblowing Legislation. This will be the case provided that the other requirements for making the disclosure are complied with.
- 2.23 However, it should be noted that if the whistleblower's identity is not provided when making a whistleblowing report this:

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- (a) may prevent (depending on method of disclosure) the Company from re-contacting the whistleblower confidentially to clarify or confirm information supplied;
- (b) may impact (depending on method of disclosure) on the Company's ability to proceed with investigation - if there are gaps in information supplied that cannot be clarified directly in confidence with a whistleblower;
- (c) may prevent (depending on method of disclosure) the Company from updating the whistleblower on the Company's efforts taken in response to their disclosure; and
- (d) may affect the Company's ability to take steps to protect the whistleblower from detriment.

2.24 If a whistleblower wants to maintain complete anonymity when making a disclosure, we suggest the whistleblower:

- (a) submits their disclosure from a computer not connected to the Company's network;
- (b) if making the disclosure by phone, calls from an unlisted number;
- (c) if submitting an email, uses a private email address (e.g. like Gmail or another external email provider) – not one connected to the Company's network; and
- (d) refrains from telling others that they have filed a whistleblowing disclosure.

2.25 Even if a whistleblower does not make the report on an anonymous basis the person receiving the report is not permitted to reveal the identity of the whistleblower, or information that is likely to lead to the identification of the whistleblower, save for in certain circumstances as set out in section 5.1 below.

Disclosures outside of the Company

2.26 Generally, only reports that are made to the list of people or entities set out in sections 2.10, 2.13 2.15 and 2.16 will ensure protections are afforded to the whistleblower making the report. **Making reports to others who are not on the list or to persons outside the Company will not obtain the protection of the Whistleblowing Legislation.** This is because it is important to ensure that confidential information belonging to the Company is not disclosed outside of the Company.

2.27 Disclosures that are made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the Whistleblowing Legislation will be protected under the Whistleblowing Legislation. This is the case even if the legal practitioner decides that the disclosure does not relate to a Disclosable Matter.

2.28 There are two categories of disclosure that a whistleblower may make to a journalist or a Member of the Australian Parliament and still obtain the protections of the Whistleblower Legislation. These are called Public Interest Disclosures and Emergency Disclosures. It is important that a whistleblower understands the criteria for making a Public Interest Disclosure or Emergency Disclosure and should seek legal advice on this.

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- 2.29 Unless a disclosure is being made under those provisions, speaking to a journalist or a member of parliament about confidential information relation to the Company without authorisation is not permitted and may be a disciplinary offence.

3. Handling of reports

Investigation of Reports

- 3.1 Investigation processes will vary depending on the precise nature of the conduct being investigated. The purpose of the investigation is to determine whether or not reported concerns are substantiated, with a view to the Company rectifying any wrongdoing uncovered to the extent that is practicable in the circumstances.
- 3.2 All reported disclosures will be reviewed, and where appropriate will be investigated at the earliest opportunity. Any findings will be managed promptly. The way a disclosure is managed depends on what it involves. All disclosures will be dealt with on a case by case basis.
- 3.3 In order to ensure that any investigations and actions undertaken are fair and unbiased, it may be necessary to consult with external subject matter experts or refer the matter to law enforcement bodies.
- 3.4 In the conduct of an investigation, the Company may proceed as follows:
- (a) speak to anyone who may be affected or involved in the disclosure so that they are provided with the opportunity to respond to the allegation(s);
 - (b) consider these responses; and
 - (c) speak to witnesses (where there is a dispute as to the facts surrounding the allegations).
- 3.5 As a guide, the Company will aim to commence any investigations, if suitable, within 10 days of receiving the disclosure. It will aim to speak with relevant people within 30 days of the investigation commencing and to close the investigation within 60 days. These timeframes may vary depending on the nature of the disclosure. In certain circumstances, where the Company decides it is appropriate to do so, it may also place any persons affected by the report or the whistleblower on paid leave during part or all of the investigation.

Providing updates to those making misconduct disclosures

- 3.6 The Company will provide a whistleblower with regular updates as to the progress of the investigation if the whistleblower is able to be contacted. The frequency and timeframe of these updates will vary depending on the nature of the disclosure and the investigation. The method by which updates will be provided will also depend on the method by which the whistleblower has made the disclosure.
- 3.7 Where claims cannot be substantiated, the Company reserves the right to deem a disclosure closed and notify the whistleblower accordingly (where identify known or method of reporting permits notification to the anonymous whistleblower).

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Findings of investigation

- 3.8 The findings from an investigation will be documented (along with any remediation action plan) by using the Business Integrity Line or in accordance with the Company's relevant internal policies or procedures and will be subject to record-keeping and confidentiality obligations in accordance with applicable policies. The method for documenting and reporting the finding will depend on the nature of disclosure. In most cases, a final investigation report will be provided to the Audit Committee and the Board depending on the subject matter of the investigation. Where necessary, any final investigation report may be redacted to protect the whistleblower's identity or information that may identify the whistleblower.
- 3.9 There may be circumstances where it may not be appropriate to provide details of the outcome to the whistleblower.

Personal Interests

- 3.10 A whistleblower is encouraged to reveal, at the outset, any personal interest they may have in the matter. A failure to disclose any personal interests will not prevent the reported disclosure being investigated pursuant to this Policy.

Fair treatment of employees that are the subject of a disclosure

- 3.11 The Company is also committed to ensuring the fair treatment of employees and other persons engaged by the Company who are mentioned in reports of disclosable matters, or to whom such disclosures relate. Fair treatment of those persons implicated in a misconduct disclosure includes but is not limited to the following:
- (a) the opportunity to be 'heard' on, and respond to the allegations as against them before any adverse findings are made against them; and
 - (b) the opportunity to have their responses considered by the Company and, in appropriate circumstances, investigated.
- 3.12 During any investigation into a report of disclosable matters, the Company extends support and protection to employees, officers and others engaged by the Company and implicated in the report until such investigation has concluded and claims have been proven or dismissed. Any suspected adverse or detrimental treatment in this regard should be reported to one of the Company's Disclosure Officers so that these matters may be addressed.

Whistleblower involvement after disclosure

- 3.13 Any whistleblowers who reveal their identity may be asked to participate in subsequent interview(s) to determine whether the claims made in their disclosure are true or to clarify facts for the investigation process. These interviews will be confidential.
- 3.14 No adverse consequences will result for a whistleblower if they choose to stop co-operating in an investigation. No adverse consequences will result if a disclosure they offered on reasonable grounds could not be substantiated after an investigation. If a whistleblower

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believes they are being adversely treated or subject to some detriment in these instances, they should report their concerns to a Disclosure Officer immediately.

Proven misconduct

- 3.15 The Company reserves the right to institute performance management or take other disciplinary action, including termination or employment or engagement, in relation to those found to have committed corporate misconduct.
- 3.16 The Company also reserves the right to refer matters to law enforcement or regulatory bodies at any time should the misconduct in the Company's reasonable opinion warrant such a referral.

4. False Reports

Consequences for knowingly making false or vexatious reports

- 4.1 Whistleblowers must have reasonable grounds for the claims made in their disclosures.
- 4.2 Where it is shown that a person making a report has made malicious, false or vexatious allegations of improper conduct, then the making of that report will be considered a serious matter. This may render the person concerned subject to disciplinary proceedings which may include demotion, suspension or termination of employment. However, no action will be taken against an employee who makes a report, based on reasonable grounds to suspect misconduct or an improper state of affairs, which is not substantiated in a subsequent investigation.

5. Protection and Support of Whistleblowers

Protecting confidentiality

- 5.1 You may choose to make a report on an anonymous basis, however, as noted in section 2.23 there are a number of advantages in connection with the investigation process if you disclose your identity.
- 5.2 If you do disclose your identity and you are an 'eligible whistleblower' who is making a disclosure protected by the Whistleblowing Legislation to a Disclosure Officer or other 'eligible recipient', the recipient has an obligation to keep your identity confidential. This includes keeping confidential information which could lead to the disclosure of your identity.
- 5.3 The Company may use the following measures to protect the confidentiality of a whistleblower's identity, where applicable:
- (a) all personal information or reference to the discloser witnessing an event may be redacted;
 - (b) the whistleblower may be referred to in a gender-neutral contract; and

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- (c) where possible, the whistleblower may be contacted to help identify aspects of their disclosure that could identify them.
- 5.4 Additionally, the Company will ensure that all paper and electronic documents and other materials relating to disclosures will be stored securely. Only persons who are directly involved in managing and investigating the disclosure will be made aware of the whistleblower's identity (subject to the whistleblower's consent) or information that is likely to lead to the identification of the whistleblower. All persons who receive this information will be reminded about the confidentiality requirements, including that an unauthorised disclosure of a whistleblower's identity may be a criminal offence.
- 5.5 The Company has the legal right to share a whistleblower's identity if reasonably necessary to refer an incident to authorities (such as ASIC, APRA and the Australian Federal Police (AFP)) who may wish to pursue the matter.
- 5.6 Under the whistleblowing legislation, it is also permissible to:
- (a) disclose information regarding the suspected or actual wrongdoing disclosed without revealing the whistleblower's identity or information that is likely to lead to the identification of the whistleblower;
 - (b) disclose information other than the whistleblower's identity if it is reasonably necessary for the purposes of the investigation and all reasonable steps are taken to reduce the risk that the whistleblower will be identified;
 - (c) disclose the identity of a whistleblower, or information likely to lead to his or her identification to (or between) ASIC, APRA, AFP or other prescribed body;
 - (d) disclose the identity of a whistleblower, or information likely to lead to his or her identification to a legal practitioner for the purposes of obtaining legal advice or representation; or
 - (e) disclose the identity of a whistleblower where such disclosure is made with the consent of the whistleblower.
- 5.7 In order to allow proper investigation of the matter, and to provide appropriate support to the whistleblower, we may ask you to consent to your identity being disclosed to specific individuals, such as:
- (a) an appointed Disclosure Officer who may then update you on your disclosure (where appropriate) including any action taken in response to your disclosure;
 - (b) any other person reasonably necessary for the purposes of investigating matters the subject of your disclosure.
- 5.8 If you are the recipient of a report from a whistleblower relating to a disclosable matter, you must not reveal the identity, or information that is likely to lead to identification, of the whistleblower without the written consent of the whistleblower or without the express permission from the General Counsel to make the disclosure. Such action may constitute a criminal offence.

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- 5.9 Whistleblowers can be assured that any information released in breach of this Policy will be treated seriously and may result in disciplinary action, potentially including dismissal.

General protections

- 5.10 The Company is committed to protecting and respecting the rights of a person who reports disclosable matters. The Company will not tolerate any detriment caused, or threatened to be caused against any person who has made or who is believed to have reported a disclosable matter. Under the Whistleblowing Legislation, "detriment" is defined to include, without limitation, any of the following:
- (a) dismissing the employee;
 - (b) injuring the employee in their employment, (e.g. not giving an employee legal entitlements such as pay or leave);
 - (c) changing an employee's job to their disadvantage;
 - (d) offering a potential employee different (and unfair) terms and conditions for the job, compared to other employees;
 - (e) discriminating between employees to the disadvantage of a whistleblower;
 - (f) harassment or intimidation of a person;
 - (g) harm or injury to a person, including psychological harm;
 - (h) not hiring someone because they have been a whistleblower;
 - (i) damage to a person's property, reputation, business or financial position; or
 - (j) any other damage to a person.
- 5.11 Any victimisation, retaliation or detriment caused or threatened to be caused in reprisal for a report regarding disclosable matters being made under this Policy will be treated as misconduct and may result in disciplinary action, which may include dismissal (or termination of engagement).
- 5.12 The Company has the following measures in place to protect whistleblowers from detriment:
- (a) provide training to Disclosure Officers and senior managers of the Company (see section 2.13(d)) to protect confidentiality and where appropriate, anonymity of whistleblowers, and other rights such as no detrimental actions against the whistleblower;
 - (b) ability to report anonymously;
 - (c) work from home arrangements or other flexible work options including leave, where appropriate;

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- (d) reassignment of whistleblowers to other offices where appropriate or making modifications to their workplace or the way duties are performed, where appropriate;
- (e) process for ensuring management are aware of their responsibilities to maintain confidentiality and manage conflicts.

5.13 A whistleblower is protected from:

- (a) civil liability, including breach of contract, duty of confidentiality or other contractual obligation;
- (b) criminal liability, including attempted prosecution for unlawfully releasing information or other use of the disclosure against the whistleblower in other prosecution (other than for making a false disclosure);
- (c) disciplinary action for making the disclosure (except where disclosure is not made on reasonable grounds).

5.14 A whistleblower can seek compensation and other remedies through the courts if they suffer loss, damage or injury because of a disclosure in circumstances where the Company did not take reasonable precautions and exercise due diligence to prevent the detriment occurring.

Potential fines

5.15 In addition to potential disciplinary action, significant penalties may apply to persons who fail to maintain whistleblower protections under Whistleblowing Legislation.

5.16 Such fines and associated liability will remain the responsibility of the employee and will not be paid by the Company.

Support of whistleblowers

5.17 The Company firmly believes that those who reasonably suspect or witness misconduct should be able to report their suspicions with the confidence that they will be supported, and not punished or discriminated against for making a disclosure.

5.18 Whistleblowers are encouraged to raise any concerns arising out of a disclosure (or anticipated disclosure) or any subsequent investigation process with a Disclosure Officer.

Criminal or civil liability

5.19 The whistleblower is not protected from civil or criminal liability for any of his or her conduct which may be revealed by the report. However, if a whistleblower reports such conduct and actively cooperates in an investigation in which they may be implicated, there may be some cases where the fact they have made a report will be taken into account as a mitigating factor when determining actions which may be taken against them.

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6. Compliance with this Code

- 6.1 Breaches or suspected breaches of this Policy should be reported to a Disclosure Officer. A breach of this Policy may result in disciplinary action, potentially including termination of employment or engagement.
- 6.2 The Disclosure Officer should ensure that the Board or Audit and Risk Committee is informed of any material incidents reported under this Policy.

7. Questions and Review of Policy

- 7.1 A person considering making a report about a disclosable matter may seek information or advice on this policy from a Disclosure Officer. Anonymity can be maintained in asking such questions using the various methods set out in section 2.24 above.
- 7.2 The Company will periodically review this Policy to ensure that it is operating effectively.

Questions regarding particular applications of this policy should be directed to a member of Human Resources or the Legal Department (if contact information unknown, dial +1-1800-ANIXTER) or sent to ethics@anixter.com.

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