

Effective Date: 6 December 2022

Our aim is to create and maintain an open working environment that encourages the reporting of unethical or improper conduct and protects those that raise concerns.

Our commitment

We are committed to detecting and preventing unethical or improper conduct (**Wrongdoing**).

Our approach

We will provide a mechanism whereby St Barbara employees, prospective employees, contractors, consultants, external stakeholders and others can freely report their concerns without fear of reprisal or intimidation.

Our principles

We will encourage the reporting of Wrongdoing by:

1. Ensuring that people can disclose Wrongdoing safely, securely without fear of reprisal and with confidence they will be protected.
2. Providing a secure, external and independent reporting service.
3. Ensuring that disclosures are dealt with appropriately and on a timely basis.
4. Providing transparency around St Barbara's processes for receiving, handling and investigating disclosures.
5. Communicating and educating our Personnel on what constitutes Wrongdoing and how to report.
6. Appointing and training Whistleblower Protection Officers and Investigators with responsibility for protecting and safeguarding the interests of a discloser.
7. Informing St Barbara's Board of reporting themes.

The detailed requirements of this Policy are set out in the Appendix.

This Policy should be read in conjunction with St Barbara's Code of Conduct and Values.

Responsibilities and accountabilities

This is a Policy of St Barbara Limited (**St Barbara**) and its controlled entities (collectively, **St Barbara Group**). It applies to all directors, officers, employees, contractors, consultants and suppliers of each member of the St Barbara Group and to any other person or organisation acting for or on behalf of the St Barbara Group (**Personnel**).

This Policy will be reviewed regularly by the Board at least biennially and updated as required. The General Counsel and Company Secretary is responsible for ensuring that this Policy is implemented.

Policy governance

Policy Approver: Board
Policy Owner: General Counsel and Company Secretary
Review Cycle: Biennial

Material policy revisions

Version	Approval Date	Effective Date	Details
5.0	6/12/2022	6/12/2022	Periodic review/new policy template
5.1	01/06/2023	01/06/2023	Updated Policy Owner

Appendix – Detailed Whistleblower Policy

1. Purpose

St Barbara Limited and its subsidiaries (collectively, 'St Barbara Group') are committed to creating and maintaining an open working environment in which all St Barbara employees, prospective employees, contractors, consultants and external stakeholders are able to raise concerns regarding actual or suspected misconduct, or the existence of an improper state of affairs in connection with St Barbara, including unethical and unlawful conduct.

This Policy details the scope, process, roles and responsibilities and guidance in relation to whistleblowing.

2. Application

This Procedure applies to any individual who is:

- (a) a current or former St Barbara employee, including employees who are permanent, part-time, fixed term or temporary, interns, secondees and managers;
- (b) a current or former officer or associate of St Barbara, for example a director or company secretary;
- (c) supplier or contractor who is providing, or has provided goods or services to St Barbara, whether paid or unpaid (e.g. volunteering) or any of their employees; and
- (d) a relative, dependent, or partner of an individual identified in (a) to (c) above.

Each is an 'Eligible Whistleblower'.

3. Definitions

For the purposes of this Policy, the following definitions apply:

Term	Definition
Detrimental Conduct	Has the meaning given in section 5.2.
Eligible Recipient	Has the meaning given in section 4.2.
Eligible Whistleblower	Has the meaning given in section 2.
Other Eligible Recipients (OER)	Individuals eligible to receive reports and who are required to handle the disclosure in accordance with this Policy, as listed in section 4.2(b).
Responsible WPO	Has the meaning given in section 6.
Whistleblower Investigation Officer (WIO)	An individual appointed by a WPO to investigate reports in accordance with their appointment and this Policy.
Whistleblower Protection Officer (WPO)	An individual within St Barbara with primary responsibility for managing the receipt of reports and the conduct of investigations under this Policy, as listed in section 4.2(a).
Wrongdoing	Actual or suspected misconduct or an improper state of affairs in connection with St Barbara, including unethical and unlawful conduct.
Your-Call	St Barbara's secure, external and independent whistleblower reporting service.

4. Reporting Wrongdoing

4.1. When should you make a report?

If you become aware, or have reason to suspect, that Wrongdoing has occurred in connection with St Barbara or any St Barbara Personnel, you are strongly encouraged to raise your concerns in a timely manner.

Examples of conduct that may constitute Wrongdoing includes (but is not limited to):

- (a) material breaches of St Barbara's Code of Conduct or other policies and procedures;
- (b) unlawful conduct such as theft, fraud, tax evasion;
- (c) misappropriation of funds;
- (d) giving or accepting bribes;
- (e) financial irregularities including false accounting, financial misstatements or misrepresentations;
- (f) sexual harassment, discrimination or bullying; or
- (g) human rights violations or modern slavery.

St Barbara assures you that a concern raised under this Policy will be:

- (a) treated respectfully and confidentially; and
- (b) resolved without reprisal, victimisation or retribution (see section 5 of this Policy for further information).

4.2. Who do you report Wrongdoing to?

Any concerns regarding Wrongdoing can be initially discussed with your Immediate Manager or any other team leaders.

Where a direct report is not appropriate or if you do not feel comfortable approaching your Immediate Manager or other team leaders you can safely and confidentially report Wrongdoing to the following persons / services (each an **Eligible Recipient**):

- (a) to a **Whistleblower Protection Officer (WPO)**, being any of the following people:
 - (i) Manager Human Resources;
 - (ii) Chief Development Officer;
 - (iii) Chief Financial Officer; and
 - (iv) Company Secretary.
- (b) to **Other Eligible Recipients (OER)**, being any of the following people:
 - (i) members of St Barbara's Executive Leadership Team;
 - (ii) directors of St Barbara; or
 - (iii) an auditor of St Barbara.
- (c) by **mail**, to the following address:

St Barbara Whistleblower Service
Level 19, 58 Mounts Bay Road
Perth 6000 WA
Australia
- (d) to **Your-Call**, St Barbara's **external and independent whistleblower service**. A secure report can be made to a trained Protected Disclosure Officer at *Your-Call* (including an anonymous report) via:

Website: www.yourcall.com.au/report (Company ID: STBM1986)

Telephone line: 9:00am to 12:00am midnight Monday to Friday (AEST) except National Public Holidays:

Australia	1300 798 101
Canada	(800) 897 2761
PNG	00086 1281

Your-Call will notify one of St Barbara's WPOs within 24 hours of receiving a report. If you make a report to Your-Call you will receive an automated message to confirm that the report has been sent to St Barbara.

Please note that, if the Wrongdoing relates to any of the listed WPO/s or OER/s above, such persons will be excluded from the management of the Wrongdoing report.

In some circumstances, you may receive protections under whistleblower laws (e.g., protection of your identity and protections against detriment) if you report Wrongdoing to certain external parties such as:

- (a) legal practitioners, for the purposes of obtaining legal advice or legal representation about the whistleblower requirements; or
- (b) journalists or members of parliament, where you have reasonable grounds to believe that making a report would be in the public interest and the information has already been reported to the applicable regulator and St Barbara.

However, the circumstances in which these disclosures will be protected under whistleblower laws are **very limited**, so it is recommended that you obtain independent legal advice **before making a disclosure** of this kind.

4.3. Exclusions from this Policy

Personal Grievances

Personal work-related grievances are not covered under this Policy and do not qualify for protection under applicable whistleblower laws unless they relate to any Detrimental Conduct or threat of Detrimental Conduct (as outlined in section 5.2 of this Policy). These grievances should be reported to your Immediate Manager or Human Resources representative.

Personal grievances may include:

- (a) interpersonal conflicts with another employee; or
- (b) challenges to decisions around performance reviews, promotions or disciplinary action.

False reports

You may still qualify for protection even if your disclosure turns out to be incorrect, however this Policy does not apply to deliberately false reports. An individual who makes a report about circumstances that they know or believe to be false may be subject to disciplinary action up to and including termination of employment or termination of contract in the case of suppliers or agents.

5. Will I be protected if I report Wrongdoing?

5.1. Confidentiality – identity protection

St Barbara is committed to protecting the identity of a person who reports Wrongdoing in the following ways:

- (a) You may choose to report your concern anonymously. However, if you do so, this may limit St Barbara's ability to investigate your concern.
- (b) If you make a report on a non-anonymous basis, St Barbara will not disclose your identity unless we are required to do so by law or if you provide your consent. You may provide this consent on the condition that you wish to remain partially anonymous, for example your identity is only disclosed to the WPO who receives the report and otherwise is not disclosed.
- (c) Where it is reasonably necessary for St Barbara to disclose potentially identifying information in order to investigate the issues raised in the disclosure, we will take reasonable steps to reduce the risk that you are identified (for example by (a) redacting your personal information; and (b) ensuring any investigation does not comment on or attribute the source of the report).
- (d) All information, documents, records and reports relating to the investigation of a reported Wrongdoing will be confidentially stored and retained in an appropriate and secure manner. Access to all information relating to the disclosure will be limited to those directly involved in managing and investigating the disclosure.
- (e) Where possible, you will be contacted to help identify aspects of your disclosure that could inadvertently identify you.

If you believe that there has been a breach of your confidentiality under this Policy, you can lodge a complaint with a WPO, or a regulator for investigation.

5.2. Protection from Detrimental Conduct

St Barbara is committed to ensuring that individuals who raise concerns are protected from Detrimental Conduct. **Detrimental Conduct** means unfavourable treatment suffered by a person in connection with raising a concern about Wrongdoing and may include (but is not limited to):

- (a) dismissal of an employee;
- (b) injury of an employee in his or her employment;
- (c) alteration of an employee's position or duties to his or her disadvantage;
- (d) discriminatory behaviour towards the employee;
- (e) harassment or intimidation of a person;
- (f) harm and injury to a person, including psychological harm; or
- (g) damage to a person's property, reputation, business or financial position.

Detrimental Conduct does not include:

- (a) reasonable actions taken to protect you, for example, asking you to perform your duties from another location, reassigning you to another role at the same level, making other modifications to your workplace or the way you perform your work duties, or reassigning or relocating other staff involved in the disclosable matter; or
- (b) reasonable action taken to manage unsatisfactory work performance in accordance with St Barbara's performance management process.

St Barbara will not tolerate Detrimental Conduct. Anyone engaging in Detrimental Conduct may be subject to disciplinary action. The action taken will depend on the severity of the breach, but may include a reprimand, formal warning, demotion, and/or termination of employment in the case of employees, or termination of contract in the case of suppliers or agents.

Anyone engaging in Detrimental Conduct may commit an offence under Australian whistleblower laws, as detailed in Attachment 1.

If you believe that you have been subjected to Detrimental Conduct because of any actual or intended disclosure of Wrongdoing, you should immediately report the matter to a WPO so that prompt action can be taken to protect against further Detrimental Conduct. Reports of Detrimental Conduct will be treated confidentially. You may also seek independent legal advice or contact regulatory bodies if you believe that you have been subject to Detrimental Conduct.

5.3. Protection from civil, criminal and administrative liability

If you are employed in Australia and report a concern under this Policy, you may be entitled to protection from civil liability (such as breach of employment contract, duty of confidentiality or contractual obligation), criminal liability (such as attempted prosecution of the discloser for unlawfully releasing information or other use of the disclosure against the discloser in a prosecution (other than for making a false disclosure)) and administrative liability (including disciplinary action) in respect of the disclosure, as detailed in Attachment 1.

5.4. Compensation and other remedies

If you are employed in Australia or Papua New Guinea and have suffered loss, damage or injury as a consequence of reporting a concern under this Policy, you may be entitled to compensation or some other legal remedy through the courts, as detailed in Attachment 1.

6. Investigation Process

If you make a report under this Policy, your report will be investigated in accordance with the following process:

- (a) Your report will be assigned to one of the WPOs (**Responsible WPO**). The Responsible WPO will assess the report to determine if the report falls within the scope of this Policy.
- (b) The Responsible WPO will determine whether, or how to investigate the report. The Responsible WPO will consider any conflicts of interest and ensure that measures are put in place to protect you.
- (c) The Responsible WPO will determine the nature and scope of the investigation and the person(s) that should lead the investigation and the nature of any technical, financial or legal advice that may be required to support the investigation. The Responsible WPO will also determine the timeframe for the investigation.
- (d) The Responsible WPO will appoint a WIO to conduct the investigation and brief the WIO accordingly. The WIO will determine the appropriate manner to approach the investigation.
- (e) The WIO will conduct the investigation in a confidential, timely, fair and impartial manner. The objective of the investigation is to determine whether there is enough evidence to substantiate, or refute the matters reported. The WIO shall ensure appropriate records and documentations for each step of the investigation process are maintained and kept in a secure manner.
- (f) If the report is received externally and anonymously, *Your-Call* may assist in the conduct of the investigation to protect the identity of the discloser.
- (g) Where appropriate and if you provide your contact details, the Responsible WPO will keep you informed of the investigation. The frequency and timeframe will vary depending on the nature of the matters reported. The Responsible WPO will generally provide updates during the key stages such as when the investigation process has begun, while the investigation is in progress and after the investigation has been finalised. The Responsible WPO may contact you if they require further information.
- (h) Where appropriate, an employee who is the subject of the disclosure will be advised about the subject matter of the disclosure and will be given an opportunity to respond to any allegations prior to any actions being taken. An employee who is the subject of the disclosure may seek support from St Barbara's external support services provider.
- (i) The WIO will present findings and recommendations to the Responsible WPO.
- (j) The Responsible WPO will determine an appropriate response and take or direct any necessary action to remediate, or act on the investigation findings.
- (k) Where appropriate, the Responsible WPO may advise you of the outcome of the investigation, subject to privacy and confidentiality considerations. You will not be provided with a copy of the investigation report.

We encourage you to raise any concerns you may have about the investigation of your report or your treatment during the investigation process with the Responsible WPO.

7. Roles and Responsibilities

The key responsibilities of the various roles involved in the whistleblower disclosure and investigation processes are set out below and in the Whistleblower Report Investigation Guidance.

- (a) **Whistleblower Protection Officer (WPO)**
 - Receive reports and assess whether the report falls with the scope of this Policy;
 - Determine whether and how a report should be investigated;
 - If an investigation is appropriate, select a Whistleblower Investigation Officer (**WIO**) with the written agreement of one other WPO, appoint the WIO and provide the WIO with appropriate briefing;
 - Where appropriate, keep the discloser informed of how and when the investigation will proceed within 72 hours of the WIO being appointed;
 - Consider whether legal and/or other specialist professional advice is required to assist in the investigation;
 - Ensure investigations are conducted in accordance with this Policy and monitor the WIO's investigation;

- Ensure any reports that involve a director or Managing Director & Chief Executive Officer or that are of such significant such as to warrant escalation are reported to the St Barbara Board;
- Determine appropriate courses of action to remediate, or act on the WIO's investigation report;
- Make recommendations to prevent future instances of Wrongdoing;
- Seek to ensure the integrity of St Barbara's whistleblower system and process;
- Complete any necessary whistleblower training;
- Provide a report to the Audit and Risk Committee on a quarterly basis, outlining (without breaching the confidentiality restrictions under this Policy or under applicable laws):
 - the number of new, open and closed reports under this Policy in that quarter; and
 - the subject matter of each new report made under this Policy in that quarter.

(b) Whistleblower Investigation Officer (WIO)

- Investigate reports in accordance with their appointment and this Policy;
- Maintain confidentiality of the discloser's identity and reports they are investigating;
- Determine the appropriate manner of investigation, and inform the WPO of the proposed arrangements for the investigation within 48 hours of being appointed;
- Report back to the WPO on the process of an investigation every 14 days after initial 7 day update;
- Immediately report concerns in relation to any Detrimental Conduct to the nominated WPO;
- Gather documents, information and evidence relating to the report and ensure that all documentation and information relating to the report is kept secure and protected;
- Draw objective conclusions based on a fair assessment of the evidence gathered during the investigation;
- Keep comprehensive records of the investigation process;
- Make recommendations to the WPO on how to stop, prevent or mitigate future instances of Wrongdoing;
- Make recommendations to the WPO on appropriate disciplinary actions, or contractual actions to apply with respect to any respondent(s);
- Comply with the directions of the WPO in relation to any further follow up, reporting action and requirements including the implementation of any recommendations; and
- Complete any necessary whistleblower training.

(c) Other Eligible Recipients (OER)

- Receive reports and obtain consents from the discloser where relevant and refer reports to a WPO for assessment and investigation.
- Maintain confidentiality about reports received in accordance with this Policy;
- Immediately report any concerns in relation to any detrimental conduct to the nominated WPO; and
- Complete any necessary whistleblower training.

8. Further Guidance

This Policy will be available on Rocki and St Barbara's website at all times. If you require further guidance as to this Policy, please contact the General Counsel and Company Secretary.

St Barbara encourages open communication and discussion of any concerns.

9. Training

Training in relation to the Whistleblower Policy will be provided by the General Counsel and Company Secretary. Training may be provided face-to-face or by online training.

Attachment 1 – Overview of Whistleblower Laws

Australia

You may be entitled to obtain protection under Australian whistleblower laws if:

1. You are an Eligible Whistleblower (as defined in section 2 of this Policy).
2. You have a reasonable basis to suspect misconduct or an improper state of affairs or circumstances has incurred in connection with St Barbara.
3. You make a report to an Eligible Recipient (as defined in section 4.2 of this Policy) in accordance with this Policy.
4. There is a connection between your report and Australia, for example, you are reporting conduct alleged to have occurred in Australia or in connection with Australian operations.

If you qualify for protection under Australian law, you may be entitled to the following statutory protections:

Statutory protection	Detail
Protection from detrimental conduct	Anyone who is proven to have engaged in Detrimental Conduct (as defined in section 5.2 of the Policy) may be guilty of an offence and may be liable to pay damages. You may seek compensation through the courts if you suffer loss, damage or injury for making a report.
Your confidentiality will be protected	A person commits an offence if they reveal the identity of a person who makes a report or information likely to lead to the identification of a person, unless: <ul style="list-style-type: none"> • you consent to the identification; • a disclosure of information likely to lead to your identity is reasonably necessary for the effective investigation of the matter and all reasonable steps are taken to reduce the risk of your identification; • your identity is disclosed to the Australian Securities & Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Australian Federal Police, the Commissioner of Taxation (in relation to tax matters only) or any other body prescribed under regulation; or • your identity is disclosed to a lawyer for the purposes of obtaining legal advice or representation.
Protection from some types of liability	You may be entitled to protection from: <ul style="list-style-type: none"> • any legal action for breach of an employment contract, duty of confidentiality or another contractual obligation; • prosecution for unlawfully releasing information, or other use of the disclosure in a prosecution; or • any other disciplinary action for making the disclosure.

It is important to note that these legal protections do not grant you immunity from liability if you are found to have participated in any wrongdoing that you report.

Papua New Guinea

You may be entitled to protection under Papua New Guinea whistleblower protection laws if:

1. You are an employee of Simberi Gold Company Limited (**SGCL**).
2. You make a report about Wrongdoing in relation to SGCL in good faith in accordance with this Policy.

If you qualify for protection under Papua New Guinea Law, you may be entitled to the following statutory protections:

Statutory protection	Detail
Right to request transfer	If you reasonably believe that as a result of making a report you may be subject to Detrimental Conduct (as defined in section 5.2 of the Policy) you may request a transfer to another position in which you will not be subject to Detrimental Conduct. St Barbara must grant your request if it is reasonably practicable to permit the transfer.
Protection from detrimental conduct	You may seek compensation through the courts if you are subjected to Detrimental Conduct for making a report.

Canada

You may be entitled to protection under Canadian whistleblower protection laws if:

1. You are an employee of Atlantic Mining NS Inc (**AMNS**).
2. You make a report to a person whose duties include the enforcement of federal or provincial law in relation to an offence that has been or is being committed contrary to any federal or provincial law or regulation by AMNS, an employee of AMNS or any of AMNS' directors.

Under the Canadian Criminal Code, it is an offence for AMNS to take a disciplinary measure against, demote, terminate or otherwise adversely affect your employment (or threaten to do so) as a result of you making a report.