



# Nyrstar Australia Region Policy: Whistleblowing

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## 1. PURPOSE

This whistle-blowing policy seeks to provide appropriate channels and protections for individuals who identify and wish to report potential misconduct within the Nyrstar Australia entities. It applies to Nyrstar Australia Pty Ltd, Nyrstar Hobart Pty Ltd and Nyrstar Port Pirie Pty Ltd. Each of these companies is referred to as “Nyrstar” in this document. These companies are part of the global Nyrstar group, with headquarters in Budel, The Netherlands.

This policy is intended to be a practical tool to assist individuals defined under 3. in identifying wrongdoing that may not otherwise be uncovered. It seeks to achieve this by providing a safe and secure means for disclosing wrongdoing.

Everyone is encouraged to disclose perceived wrongdoing on the work floor and should be able to do so without the fear of retaliation. This policy reflects Nyrstar’s desire to foster a compliant, honest and ethical workplace, and to support Nyrstar’s long term sustainability and future as a leading metals processing business.

## 2. WHO THIS POLICY APPLIES TO

This policy applies to all eligible whistle-blowers active in or on behalf of the Nyrstar entities mentioned in 1. Under section 1317AAA of the Corporations Act 2001 (Cth) (“Corporations Act”) this includes:

- (a) officers and employees of Nyrstar;
- (b) individuals who supply services or goods to Nyrstar (whether paid or unpaid);
- (c) employees of persons that supply services or goods to Nyrstar (whether paid or unpaid);
- (d) individuals who are associates of Nyrstar; (where “associate” has the meaning given by sections 10 – 17 of the Corporations Act); and
- (e) relatives or dependents of individuals referred to in any of paragraphs (a) to (d), or of such an individual’s spouse.

Persons above who deal with the Hobart or Port Pirie sites, as well as with corporate representatives of Nyrstar in Australia, will be protected under this policy.

## 3. DISCLOSABLE MATTERS

A matter is disclosable where a discloser has reasonable grounds to suspect misconduct within Nyrstar. Disclosable matters include conduct that is not necessarily illegal but which might be in conflict with ethical and honest operating/business practices or which might pose a risk to safety. This includes, but is not limited to, conduct contrary to Nyrstar’s Code of Conduct. A matter will not be disclosable if it concerns a personal work-related grievance of the discloser. Disclosures that are not about disclosable matters are not covered by this policy because they do not qualify for protection under the Corporations Act, but can be protected under other legislation.

A disclosable matter may also concern the contravention of any of the provisions as described in section 1317AA(5)(c) of the Corporations Act, including conduct that:

- (a) contravenes:
  - (i) the Corporations Act;
  - (ii) the ASIC Act 2001;
  - (iii) the Banking Act 1959;
  - (iv) the Financial Sector (Collection of Data) Act 2001;
  - (v) the Insurance Act 1973;
  - (vi) the Life Insurance Act 1995;

- (vii) the National Consumer Credit Protection Act 2009;
  - (viii) the Superannuation Industry (Supervision) Act 1993;
  - (ix) an instrument made under an Act referred to in any of subparagraphs (i) to (viii);
- (b) constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
- (c) represents a danger to the public or the financial system.

#### **4. PROTECTIONS FOR ELIGIBLE WHISTLEBLOWERS**

A person who makes an eligible disclosure in good faith and in accordance with this policy will not be subject to any civil, criminal or disciplinary action. It is Nyrstar's policy that eligible whistle-blowers will not be subject to any form of victimisation, discrimination, harassment, demotion, dismissal or prejudice, merely because they have made, or intend to make, a disclosure. A whistle-blower qualifies for protection from the time that they make the disclosure to an eligible recipient. It is illegal for a person to identify a discloser, or disclose information that is likely to lead to the identification of the discloser, outside of certain exceptions. An eligible discloser may lodge a complaint with Nyrstar or with the relevant authorities, if they believe there has been a breach of confidentiality.

A discloser will be protected as long as a disclosure was made in good faith and where believed to be true, even where the disclosure is later shown to be incorrect. A disclosure may not attract protection if it is found that the disclosure was vexatious in nature, or that the disclosure was falsely made. Disclosures that are knowingly false, vexatious or malicious may result in disciplinary action against the discloser, which may include termination of employment.

An eligible whistle-blower who was a party to, or otherwise involved in, the conduct that is complained about will not be protected from disciplinary action in relation to that conduct, merely because a disclosure was made. Individuals of Nyrstar who are in contravention of this policy could be subject to disciplinary proceedings, including but not limited to termination of employment.

#### **5. HOW TO MAKE A DISCLOSURE**

Employees of Nyrstar are encouraged to raise their concerns initially with their direct line managers, or with the HR manager at their respective site. This is likely to give Nyrstar the most direct opportunity to resolve the issue. If an individual is not comfortable raising the issue with their line manager or HR manager, or if the issue has not been resolved to the complainant's satisfaction and/or within a reasonable time, the issue may be raised with the Nyrstar group's Head of Compliance:

Mr Tonnis Poppema

E-mail: [tonnis.poppema@nyrstar.com](mailto:tonnis.poppema@nyrstar.com)

Phone (only at CET hours): +31 630 301 205

The Head of Compliance is the person to whom eligible disclosures can be made, who is responsible for protecting the interests of disclosers and who is responsible for managing the investigation of the disclosures. Where conduct involves the Head of Compliance, the disclosure should be made to the Nyrstar group's Chief Executive Officer.

Disclosures can be made anonymously, if desired by the discloser. These should then be made in written form, (e-mail or handwritten/typed document delivered to a line-manager or other eligible recipient). However, it is generally preferable if the initial disclosure is made verbally (by

phone or in a face-to-face meeting). If this does not lead to a satisfying outcome for the disclosing individual, further disclosure will need to be in writing (e-mail or handwritten/typed document).

An eligible disclosure can be made outside of usual business hours, particularly if urgent. Eligible disclosers are encouraged to first make contact by telephone.

### **Public Interest Disclosure**

A public interest disclosure is a disclosure to a journalist or parliamentarian. To qualify as a public interest disclosure:

- (1) at least 90 days must have passed since the disclosure was made to ASIC, APRA or another Commonwealth body;
- (2) there are reasonable grounds to believe that action is not being taken by the government body; and
- (3) the discloser writes to the government body, informing it of the previous disclosure and its intention to make a public interest disclosure.

### **Emergency disclosure**

An emergency disclosure is a disclosure to a journalist or parliamentarian. To qualify as an emergency disclosure:

- (1) the disclosure must have been previously made to ASIC, APRA or another Commonwealth body;
- (2) the discloser believes that the information concerns a substantial and imminent danger to a person or the natural environment;
- (3) the discloser writes to the body to which it made the disclosure, informing it of its previous disclosure and its intention to make an emergency disclosure;
- (4) the information disclosed is no greater than is necessary to inform of the substantial and imminent danger.

When disclosing a matter (whether in person, in writing, online or by phone), the discloser needs to provide as much information as possible to enable a proper assessment and investigation, such as background, names, dates, locations and reason for the concern. A report can only be followed up if it contains sufficient information and there is a reasonable possibility of obtaining further information. Whistle-blowers are strongly encouraged to raise concerns initially through one of the available internal channels. By disclosing concerns internally, the Company has the best chance to look into the matter and take appropriate action if needed. For further information about making a disclosure to ASIC refer the ASIC's website ([www.asic.gov.au](http://www.asic.gov.au)).

## **6. INVESTIGATIONS OF DISCLOSURES**

As soon as practicable after receiving an eligible disclosure, the Head of Compliance will determine whether or not an investigation is warranted. It is Nyrstar's aim that this will occur within 7 days. The Head of Compliance will notify the discloser of the reasons where an investigation is not to proceed. The Head of Compliance will keep the discloser updated on the status of the investigation from time-to-time, and may require further information from the discloser. The discloser will be notified of the outcome.

Individuals against whom allegations have been made will be notified and given the opportunity to formally respond. A support person may attend formal interviews with such persons.

## **7. COMMUNICATION, REVIEW AND OTHER INFORMATION**

This policy is available on the company's Intranet `Starnet` and on the external website. The Board of Directors of Nyrstar Netherlands (Holdings) B.V., is ultimately responsible for oversight and monitoring of this policy.

This policy will be reviewed from time-to-time and updated as necessary to reflect any developments in Nyrstar's approach to whistleblowers or investigations, or changes in applicable law.

Disclosures should be aware that there are additional protections provided in the Tax whistleblower regime under the Taxation Administration Act 1953. See further details <https://www.ato.gov.au/General/Gen/Whistleblowers/>