



COMPANY POLICY

Whistleblower Protection

LIT-POL-020

Month Year Nov-23 **Revision Code** Rev 02 **Approved by** Board of Directors

Controlled Document Approved for Distribution

<i>Revision Code</i>	<i>Revision Date</i>	<i>Name</i>	<i>Position</i>	<i>Signature</i>	<i>Next Review Date</i>
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1. POLICY

The Group requires its Directors, Executives, Officers, and Employees to observe high standards of business conduct and ethics, as well as full compliance with all applicable government laws, rules and regulations, corporate reporting and disclosure, accounting practices and controls, audit practices and other matters relating to fraud against shareholders (**Concerns**).

The Board is responsible for ensuring that a confidential and anonymous process exists whereby persons can report any Concerns relating to the Group.

The objectives of this policy are to:

- a) encourage the reporting of matters that may cause financial or non-financial loss to the Group or damage the Group's reputation;
- b) enable the Group to effectively deal with reports from whistleblowers in a way that will protect the identity of the whistleblower and provide for the secure storage of the information provided;
- c) establish a policy for protecting whistleblowers against reprisal by any person internal or external to the Group; and
- d) provide a process for reporting.

This policy should be read in conjunction with the Group's Corporate Code of Conduct Policy.

2. APPLICATION

This policy applies to all Directors, Executives, Officers and Employees of the Group.

This policy also applies, as far as is reasonably achievable, to the Group's service providers, suppliers, and third-party contractors. Any of these persons making a report under this policy are referred to as a whistleblower.

3. DEFINITIONS

The Group refers to Livium Ltd (ACN 126 129 413) and its subsidiaries.

4. DUTY TO DISCLOSE REPORTABLE CONDUCT

Directors, Executives, Officers and Employees of the Group must report known, suspected or potential cases of Reportable Conduct.

Reportable Conduct is conduct by a person or persons connected with the Group which, in the view of the whistleblower acting in good faith is:

- dishonest, fraudulent or corrupt activity including bribery or other activity;
- illegal (including theft, drug sale/use, violence or threatened violence, harassment or intimidation and criminal damage against property);
- in breach of Commonwealth or state legislation or local authority by-laws (e.g. Trade Practices Act or Income Tax Assessment Act);
- unethical, breaches Group policies including the Group's Corporate Code of Conduct, dishonesty such as altering Group records or data, adopting questionable accounting or tax practices or generally unethical behaviour;
- an unsafe work practice, environmental damage, conduct which creates a health risk;
- abuse of Group property and resources;
- an act or conduct that amounts to abuse of authority;
- any other conduct which may cause financial or non-financial loss to the entity or be otherwise detrimental to the interests of the Group; and
- other serious improper conduct.

5. PROCEDURE FOR REPORTING

A whistleblower must act in good faith and do their best to ensure that there is a reasonable basis for making a report of reportable conduct. However, it is not the whistleblower's responsibility to investigate or prove a case of reportable conduct.

It is expected that a whistleblower will be able to resolve most concerns or queries relating to reporting conduct by discussing the matter with their direct manager.

Managers are required to make reports of reportable conduct to the Whistleblower Officer, who has specific responsibility to investigate all reports of reportable conduct.

If a whistleblower is not comfortable speaking to their manager or are not satisfied with their response to the whistleblower's report, the whistleblower may report directly to the Whistleblower Officer. If the matter concerns the Whistleblower Officer, they should contact a Board Member.

5.1 Whistleblower Officer

The key responsibility of the Whistleblower Officer is to ensure that a whistleblower does not suffer adverse action from their complaint, and to ensure the investigation of the substance of any complaint regarding reportable conduct to determine whether there is evidence in support of the conduct raised, or to refute the report made.

The Whistleblower Officer has direct, unfettered access to independent financial, legal and operational advice as required for the purposes of effectively carrying out the role.

The Whistleblower Officer also has a direct line of reporting to the Chairperson. The current Whistleblower Officer and contact details are as follows:

Mr Simon Linge

Managing Director / CEO

Livium

Unit 1, 79-83 High Street,

Kew, Vic, 3101

M: 0438 721 280

Email: simon.linge@liviumcorp.com

If the complaint relates to the Whistleblower Officer, the Company Secretary will be the point of contact and contact details are as follows:

Ms Catherine Grant-Edwards

Company Secretary

Livium

C/- Bellatrix Corporate, Level 1, 2A/300 Fitzgerald St

North Perth, WA 6006

M: 0409 887 241

Email: cath@bellatrixcorp.com.au

6. INVESTIGATION PROCEDURE

An employee who in good faith has material concerns regarding any misconduct which falls under this policy, should make a disclosure to the Whistleblower Officer as soon as is possible or practicable, but in any case, within 14 calendar days of becoming aware of the misconduct. The Whistleblower Officer will investigate all matters reported under this policy as soon as possible after the matter has been reported.

Following the preliminary investigation, the Whistleblower Officer will decide whether it is appropriate to inform the Board (via the Audit & Risk Committee) of the misconduct, so that a formal investigation into the matter may be initiated. Where an immediate formal investigation is considered necessary, the CEO or Board as appropriate will designate an investigator. Internal and external resources may be used in the investigation as appropriate in the circumstances.

The designated investigator(s) has/have the right to call for any information or document and/or interview with any Group's personnel or other person(s), for the purpose of investigating under this Whistleblower Protection

Policy. All reasonable efforts will be made to protect the Whistleblowers identity, subject to legal or regulatory obligations.

An investigation report should be presented by the designated investigator(s) after completion of the investigation and submitted to the CEO or Board member as appropriate.

Based on the finding of the investigation, the CEO or Board member shall determine any follow-up action(s) to be taken, including giving instructions to rectify any control weakness/deficiency noted. Appropriate steps may be taken to close the case if no adverse finding is made.

Where appropriate, the Group will provide feedback to the whistleblower regarding the investigation's progress and outcome.

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

7. PROTECTION OF WHISTLEBLOWERS

The Audit & Risk Committee will oversee procedures for whistleblower protection.

A submission regarding a concern may be made by an officer or employee of the Group without fear of dismissal, disciplinary action or retaliation of any kind.

The Group will not discharge, discipline, demote, suspend, threaten or in any manner discriminate against any person who submits in good faith a Concern or provides assistance to management, the Group's auditor, or any other person or group, including any governmental, regulatory or law enforcement body, investigating a Concern.

Good faith does not mean that the person submitting the Concern must be right, but it does mean that a person believes that he or she is providing truthful information.

The Group is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report acting on reasonable grounds are treated fairly and do not suffer any disadvantage.

Subject to compliance with legal requirements, upon receiving a report under this Policy, the Group will not, nor will any supervisor, manager or Whistleblower Officer, disclose any particulars that would suggest or reveal the identity of a whistle-blower, without first obtaining their consent. If they consent, any information disclosed will be on a strictly confidential basis to those who have a genuine need to know. Any disclosure without a whistleblower's consent will be a breach of this policy.

An employee or contractor of the Group who is subjected to detrimental treatment as a result of making a report on reasonable grounds under this policy should inform the MD/CEO or Chair of Audit & Risk Committee immediately.

All files and records created from an investigation will be retained under strict security. Unauthorised release of information to someone not involved in the investigation (other than senior managers or Directors who are not the subject of the disclosure and need to know to take appropriate action, or for corporate governance purposes) will be a breach of this policy.

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 under the Group's disciplinary procedures.

The Corporations Act 2001 (Cth) (Corporations Act) provides additional protection in relation to reporting of a possible contravention of the Corporations Act and the Australian Securities and Investments Commission Act 2001 (Cth) (ASIC Act) by the Group or its employees.

Further information can be found on the ASIC website by following the links below:

- <http://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/>
- <http://asic.gov.au/about-asic?asic-investigations-and-enforcement/whistleblowing/guidance-for-whistleblowers/>

8. FALSE ALLEGATIONS AND LEGITIMATE EMPLOYMENT ACTION

Group personnel who knowingly make false or reckless allegation(s) shall be subject to disciplinary action, which may include but not necessarily be limited to, the termination of their employment.

Likewise, if independent of any disclosure of information by a Whistleblower, adverse or disciplinary action was taken against them for legitimate reason(s) or cause(s) under Group rules and policies or contract of employment, the policy may not be used as a counterclaim or defence by them.

9. PERSONAL WORK RELATED GRIEVANCES

Disclosures about matters which are solely Personal Work Related Grievances (defined below) will not qualify for protection under this policy or the Whistleblower Laws. Generally, Personal Work Related Grievances will include a decision about your employment or an interpersonal conflict with another employee. If you are unsure whether a proposed disclosure qualifies for protection under the Whistleblower Laws, you are encouraged to seek further information on the application of this policy from the Whistleblower Officer or an independent legal practitioner.

Personal Work Related Grievances means a grievance about any matter in relation to an individual's employment or former employment which has, or tends to have, implications only for the individual personally, where the matter does not:

- a) have significant implications for the Company or any other entity that do not relate to the individual;
- b) concern Whistleblower victimisation; or
- c) concern actual or suspected misconduct or an improper state of affairs or circumstance in relation to the Company, or any of the following types of actual or suspected conduct by the Company or an Officer or employee of the Company:
 - i) a criminal offence or contravention of the Corporations Act or Australian Securities and Investments Commission Act 2001 (Cth);
 - ii) a Commonwealth criminal offence punishable by more than 12 months imprisonment;
 - iii) conduct which represents a danger to the public or the financial system; or
 - iv) misconduct or an improper state of affairs or circumstances in relation to the Company's Tax Affairs, or the Tax Affairs of an Associate of the Company.

10. NOTIFICATION

The Company Secretary is required to notify and communicate this policy and its importance to all existing and new personnel, contractors, officers and Directors. All Directors, officers and employees will be informed whenever significant changes are made.

11. REVIEW OF THIS POLICY

The board will review this policy at least every three years. The board must approve any amendments made to the policy as a result of any review and will update this policy as required or as a result of new laws or regulations.