



Hansen Whistleblower Policy

August 2022

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INTRODUCTION

The Hansen Technologies Group consists of Hansen Technologies Limited and all other related entities of Hansen Technologies (“Hansen” or “Group”).

At Hansen we are guided by our Hansen Group values. These values are the foundation of how we behave and interact with each other, our customers, suppliers, shareholders, and other stakeholders. Together our values reflect the priorities of the business and provide guidance in decision making.

Hansen’s Code of Conduct and other policies have been developed to align with our values to ensure that we observe the highest standards of fair dealing, honesty and integrity in our business activities.

This Whistleblower Policy (“Policy”) has been put in place to ensure employees and other workers can raise concerns regarding any serious wrongdoing (including unethical, illegal, corrupt or other inappropriate conduct) relating to the activities of Hansen or current and former directors, officers, agents, employees and contractors of the Group (“Hansen Personnel”) without being subject to victimisation, harassment or discriminatory treatment.

1. PURPOSE

Hansen is committed to fostering a culture of ethical behaviour and good corporate governance. Hansen will not tolerate any corrupt, illegal or other undesirable conduct by Hansen Personnel nor condone victimisation of an individual who intends to report or has reported such conduct in accordance with this Policy. The Group supports the reporting of improper conduct.

This Policy aims to:

- encourage individuals to report an issue if they genuinely believe someone has engaged in serious wrongdoing;
- outline how Hansen will deal with all reports of serious wrongdoing; and
- set out the avenues available to individuals to report serious wrongdoing to Hansen. Whilst it is generally expected that these issues will be raised through the normal channels of line management, reporting according to this policy may be appropriate or necessary in certain situations.

2. WHO DOES THIS POLICY APPLY TO?

This Policy applies to any person who, with respect to Group, is or has been:

- an employee;
- an officer (director or company secretary);
- a supplier of goods or services (irrespective of whether that supplier was paid or unpaid), or an employee of that supplier;
- an associate of Hansen (including for example, by being a director or company secretary of an entity within the Hansen Group)
- a relative or dependent of any of the above persons (be they a spouse, parent, child, grandchild, sibling or other linear ancestor) - collectively "Workers".

3. WHAT IS REPORTABLE CONDUCT?

This Policy supports the reporting of allegations of serious wrongdoing ("Reportable Conduct"). Reportable Conduct will include the disclosure of information where a Worker has reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs or circumstances, in relation to any of the entities within the Hansen Group (and their officers and employees), which could foreseeably:

- contravene a law overseen by Australian regulatory authorities ASIC or APRA; or applicable regulatory authorities of other jurisdictions in which the Group operates;
- constitute an offence against any other applicable law of that is punishable by imprisonment for a period of 12 months or more; or
- represent a danger to the public or the financial system.

A Worker may also make a report under this Policy if they believe that any Hansen Personnel has engaged in Reportable Conduct which includes, but is not limited to the following:

- dishonest, corrupt or illegal activities;
- theft, fraud, money laundering or misappropriation;
- a serious breach of the Group's values, policies and procedures;
- offering or accepting a bribe;
- use of Group funds or Group resources in a manner that falls within the scope of Reportable Conduct;
- damage/sabotage, violence, drug & alcohol sale/use;
- risks to the health and safety of workers;

- unethical conduct, or an abuse of authority;
- bullying, discrimination, harassment or abuse;
- victimising someone for reporting Reportable Conduct;
- recrimination against someone because they participated in an investigation or review;
- any instruction to cover up or attempt to cover up serious wrongdoing.

4. PROTECTION OF WHISTLEBLOWERS

A Worker making a report in good faith and in accordance with this Policy (a “Whistleblower”) will not be discriminated against or disadvantaged in their employment or engagement with Hansen, even if the report is subsequently determined to be incorrect or not substantiated.

All reasonable steps will be taken to ensure that a Whistleblower will not be subject to any form of victimisation, discrimination, harassment, demotion, dismissal or prejudice, because they have made a report. While this Policy will protect a Whistleblower from any civil, criminal or administrative liability (including disciplinary action) for making the disclosure, this Policy will not protect the Whistleblower from any such liability (including disciplinary action) stemming from their own involvement in, or connection with, the improper conduct or illegal activities that are being reported.

Anonymous Reporting

A report can be made anonymously, although be aware that this may make it difficult for Hansen to properly investigate anonymous reports. If authorities take further legal action on the reported matter, it may become necessary for a Whistleblower to identify themselves. If the Whistleblower wishes to benefit from any applicable statutory protections provided to whistleblowers, they may also have to disclose their name. In these instances, Hansen will continue to ensure that the Whistleblower is protected from retaliation.

Reporting in Good Faith

A Whistleblower who makes a report under this Policy should do so in good faith, and with reasonable grounds:

- to suspect that the information concerns misconduct or an improper state of affairs or circumstances within any of the Hansen Group entities; and
- for believing that the information is correct or likely to be correct.

This is because a report may have serious consequences, including potential damage to the career prospects and reputation of people who are the subject of allegations of wrongdoing.

Anyone who knowingly makes a false report of Reportable Conduct, or who otherwise fails to act honestly with reasonable belief in respect of the report may be subject to disciplinary action, including dismissal (in the case of employees).

The disciplinary action or sanction will depend on the severity, nature and circumstance of the false report.

5. HOW TO MAKE A REPORT

Hansen's Board of Directors, through its Audit and Risk Committee, governs and is responsible for the ultimate decision making regarding reports and investigations under this Policy.

You may raise the matter with your immediate supervisor, manager or another manager within your division/business unit or geographic region. A supervisor or manager in receipt of a report must take the matter to a Whistleblower Protection Officer or a senior executive within the geographic region or Hansen's head office, in accordance with the protocols regarding confidentiality set out in this policy.

Workers may also report directly to a Whistleblower Protection Officer, as outlined below.

Whistleblower Protection Officer (WPO)

Hansen has appointed Whistleblower Protection Officers (WPO) who will safeguard the interests of Workers making reports under this Policy and will ensure the integrity of the reporting mechanism. Reports under this Policy should be directed to the WPO, who will review the report. The WPO reports directly to the Chief Executive Officer (“CEO”) and the Audit & Risk Committee. The WPO also has access to independent advisers as and when required.

The current WPOs are:

- Nitin Arora
Executive Account Director Tel: + 91 98660 76460
nitin.arora@hansencx.com
- Amanda Grube
Americas Regional Finance Director Tel: +1 484 235 5837
amanda.grube@hansencx.com

Reports may also be made by post to 2 Frederick Street, Doncaster, Vic 3108, Australia (marked to the attention of one of the WPO's listed above).

REPORTS CONCERNING THE CEO OR WPO

If the report involves the CEO or the WPO, a Report should be directed to the Chair of the Audit and Risk Committee.

6. HANSEN'S INVESTIGATION OF REPORTABLE CONDUCT

Hansen will investigate all matters reported under this Policy as soon as possible after the matter has been reported. A WPO may, with the Whistleblower's consent, appoint a person to assist in the investigation of a matter raised in a report. The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Reportable Conduct and the circumstances.

To avoid jeopardizing an investigation, a Whistleblower who has made a report under this Policy should keep confidential the fact that a report has been made (subject to any legal requirements).

Where appropriate, Hansen will provide feedback to the Whistleblower regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made).

7. PROTECTION OF WHISTLEBLOWERS

Hansen is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report in good faith are treated fairly and do not suffer any disadvantage.

Protection of your identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this Policy, Hansen will not, nor will any supervisor, manager or WPO, disclose any particulars which would suggest or reveal your identity as a Whistleblower, without first obtaining your consent. Any disclosure that you consent to will be disclosed on a strictly confidential basis.

However, the WPO is able to disclose the complaint without your consent to ASIC, APRA, any State or Federal Law Enforcement bodies (where relevant to the Reportable Conduct). Such a disclosure will be made on a confidential basis without revealing the Whistleblower's identity, unless legally required to do so. If Hansen is legally required to disclose the Whistleblower's identity, they will be advised at the time.

Protection of files and records

All files and records created from an investigation will be retained under strict security and unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know to take appropriate action, or for the purposes of reporting the conduct to the Board or the Audit and Risk Committee in accordance with the proper administration of the report) without your consent as a Whistleblower 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 Hansen's disciplinary procedures.

Fairness

A Whistleblower who is subjected to detrimental treatment as a result of making a report:

- in good faith; and
- with reasonable grounds to suspect misconduct or an improper state of affairs or circumstances within any of the Hansen Group entities,

in accordance with this Policy, should inform a senior supervisor within their division/business unit immediately. If the matter is not remedied, it should be raised in accordance with paragraph 6 of this policy.

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report.

8. BREACH OF THIS POLICY

Any breach of this Policy will be taken seriously and may result in counselling and/or disciplinary action, up to and including summary dismissal.

9. GENERAL

It is a condition of any employment or engagement by Hansen that all Workers must comply at all times with this Policy. However, this Policy does not form part of any agreement between any person and any Hansen Group company, nor does it constitute terms and conditions of any person's employment or engagement with a Hansen Group company.

This Policy can only be amended with the approval of the Audit and Risk Committee. Any amendments to this Policy shall be affected by the posting of an updated version of the document on HanseNet.