



WHISTLEBLOWER POLICY

1. PURPOSE

At NTI we are committed to the highest standards of conduct and ethical behaviour in all of our business activities, and we promote and support a culture of honest and ethical behaviour, corporate compliance and good corporate governance. We encourage and support the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving NTI, and will ensure that those persons who make a report shall do so without fear of intimidation, disadvantage or reprisal.

This Policy sets out the rights and responsibilities of people involved in whistleblowing reporting or investigation.

2. WHO DOES THIS POLICY APPLIES TO AND WHEN?

This Policy applies to Eligible Whistleblowers, which means a person who is or has been:

- An employee of NTI;
- A director of NTI;
- A supplier, or an employee of a supplier, of goods and services to NTI; or
- A relative, dependent or spouse of any of the above people.

The Policy applies whenever:

- You see or suspect something happening at NTI that you think is Reportable Conduct; or
 - Someone makes a Reportable Conduct disclosure under this Policy.
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3. WHAT IS REPORTABLE CONDUCT?

A report may be made under this Policy if the discloser has reasonable grounds to suspect that the information concerns misconduct, or an improper state of affairs or circumstances, in relation to NTI Ltd or a related entity.

Such Reportable Conduct is conduct that constitutes an offence against or a contravention of the:

- Corporations Act 2001;
 - ASIC Act;
 - Banking Act 1959;
 - Financial Sector (Collection of Data) Act 2001;
 - Insurance Act 1973;
 - Life Insurance Act 1995;
 - National Consumer Credit Protection Act 2009;
 - Superannuation Industry (Supervision) Act 1993;
 - Taxation Administration Act 1953;
 - Represents a danger to the public or the financial system.
 - Any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
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Reportable Conduct might include:

- Theft
- Fraud
- Money laundering
- Financial irregularities
- Bribery
- Corruption
- Conflicts of interest
- Human rights issues
- Workplace health and safety risks
- Harming someone who makes a report under this policy.

Reportable Conduct generally does not include personal work-related grievances, such as interpersonal conflicts, or decisions around such things as remuneration and promotion. If you make a report under this Policy that does not involve Reportable Conduct your report will not be eligible for protection under the Corporations Act 2001 or the Tax Administration Act 1953.

If you make a report that involves Reportable Conduct but it turns out to be erroneous, your report will still be protected under this Policy.

4. HOW AND WHO DO I MAKE A REPORT TO?

If you see or suspect something that you believe is Reportable Conduct you can make a report to an Eligible Recipient, which is someone you can make a report to while qualifying for protection under this Policy. Information can be reported anonymously; however, investigations may be more effective if you share your identity, as the investigator might require further information.

NTI has a number of channels for making a report:

To NTI's External Whistleblower Hotline Service

HopgoodGanim Lawyers 07 3024 0282 whistleblower@hopgoodganim.com.au

Note: Reports made through NTI's Whistleblower Hotline generally go to the Protection Officers.

To an NTI Protection Officer

Kerrie Challenor	Chief People & Operations Officer	07 3292 9809	kerriechallenor@nti.com.au
Jeremy Mitchell	Chief Financial Officer	07 3292 9871	jeremymitchell@nti.com.au
Tony Clark	Chief Executive Officer	07 3292 9820	tonyclark@nti.com.au

Note: If a Whistleblower has conflict of interest concerns about an NTI Protection Officer, or their report relates to an NTI Protection Officer, the Whistleblower should contact NTI's CEO.

By post

Marked "Confidential" to NTI Ltd, Level 36, 300 George Street, Brisbane, Queensland 4000 and addressed to an NTI Protection Officer.

Reports may also be made to:

- a) a director or executive manager of NTI (who is not an NTI Protection Officer);
- b) an auditor or a member of an audit team (KPMG) conducting an audit;
- c) an Australian government authority, such as the Australian Securities & Investments Commission (ASIC), Australian Taxation Office (ATO) or Australian Federal Police (AFP), or

- d) a lawyer if you want legal advice or representation about any of the whistleblower provisions. You will be protected even if the information you report is found by the lawyer not to include Reportable Conduct.

In some circumstances you can also make a “public interest disclosure” or “emergency disclosure” to a journalist or parliamentarian – see Appendix A.

5. PROTECTION AND SUPPORT

If you are an Eligible Whistleblower and you report something that is Reportable Conduct to anyone listed in section 4 you will be protected and supported in the following ways:

- You can remain anonymous and, if you prefer, you do not have to answer questions.
 - NTI must keep your identity confidential; it is illegal for NTI to identify you other than under specific circumstances¹.
 - NTI can share information about your report if it is needed to investigate the matter, but must protect your identity and take reasonable steps to stop you from being identified.
 - NTI will not retaliate and will not tolerate retaliation against you (e.g. bullying, harassment, discrimination or dismissal) for making a report.
 - You will not incur any legal liability for making a report; however, making a report will not protect you from the consequences of any Reportable Conduct relating to yourself.
 - You can make a complaint to NTI or to a regulator, such as ASIC or the ATO, relating to your protection under this policy.
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6. INVESTIGATION OF REPORTABLE CONDUCT

NTI will investigate all matters reported under this Policy as soon as possible after the matter has been reported.

Where appropriate, NTI 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).

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.

7. QUESTIONS AND FURTHER INFORMATION

Should you have any questions about this Policy, or require further information, please contact an NTI Protection Officer.

¹ Refer *Corporations Act 2001 (Cth) Part 9.4AAA*

APPENDIX A

Public Interest Disclosures and Emergency Disclosures

In some circumstances, you can disclose information to a journalist or member of the Commonwealth, state or territory parliaments by making a “public interest disclosure” or “emergency disclosure”. These circumstances are limited and tightly controlled by the legislation, so NTI strongly recommends that you obtain legal advice before making a “public interest disclosure” or “emergency disclosure”.

In summary, you can make:

- a) A “public interest disclosure” to a journalist or parliamentarian if:
 - (i) You have previously disclosed Reportable Conduct involving NTI to an Australian government authority (such as ASIC, the ATO or AFP);
 - (ii) At least 90 days have passed since you reported the matter and you do not have reasonable grounds to believe that action is being taken;
 - (iii) You have reasonable grounds to believe that it is in the public interest to make a further disclosure;
 - (iv) You have notified the Australian government authority in writing that you intend to report the matter to a journalist or parliamentarian; and
 - (v) You don’t disclose any more information than is needed to inform the journalist or parliamentarian of the previous disclosure of the misconduct or improper state of affairs.
- b) An “emergency disclosure” to a journalist or parliamentarian if:
 - (i) You have previously disclosed Reportable Conduct involving IAG to an Australian government authority (such as ASIC, the ATO or AFP);
 - (ii) You have reasonable grounds to believe that the information concerns a substantial and imminent danger to someone’s health or safety or to the environment;
 - (iii) You have notified the Australian government authority in writing that you intend to report the matter to a journalist or parliamentarian; and
 - (iv) You don’t disclose any more information than is needed to inform the journalist or parliamentarian of the substantial and imminent danger.