

## WHISTLEBLOWER POLICY

### 1. KEY INFORMATION

A Whistleblower is an Eligible Person(s) who makes a disclosure of Reportable Conduct (either via the whistleblowing portal or to an Eligible Recipient).

A disclosure made under these conditions are eligible for the protections under this Policy and the Corporations Act. Correspondingly, a disclosure made outside of these conditions will still be treated confidentially and seriously, however the Whistleblower may not have the benefit of these protections.

In order to protect anonymity and uphold integrity in the whistleblowing process, the whistleblowing portal is managed entirely by a third-party service provider comprised of experienced investigators.

### 2. OBJECTIVES

This Policy forms part of SEI's commitment to ethical and honest business practices. The purpose of this Policy is to outline the principles and processes supporting Whistleblowers to safely disclose Reportable Conduct without being subject to victimisation, harassment or discriminatory treatment. Specifically, the policy aims to:

- encourage and facilitate disclosure of reportable conduct;
- provide a clear framework and set out avenues to make a disclosure;
- ensure that the matters disclosed are properly investigated and any wrongdoing is corrected;
- provide anonymity (where sought) and protection for eligible person(s) who make these disclosures; and
- SEI's whistleblower provisions are central to our commitment to an open culture in which concerns and issues are raised in a supportive environment.

### 3. SCOPE

This Policy applies to the following parties (Eligible Person(s)) associated with SEI regardless of geographical location:

- an officer or employee (e.g. current and former employees including secondees, managers and directors);
- a supplier of services or goods including their employees (e.g. current and former contractors, consultants, service providers and business partners); and
- an associate of the entity.

Although they are under no obligation to do so a family member or dependent of any person in the above groups of people may also raise any concern. If they do choose to report a concern, we will extend the relevant rights and protections under this Policy.

Entities that have operations in jurisdictions other than Australia must consider local rules and regulations that may be stricter than the practices set out in this policy. Where local rules are more stringent than those outlined in this policy, the local regulations will always prevail. If there is a direct conflict between local laws and the requirements under this policy, management must notify the policy owner prior to implementing any local policies or procedures.

## 4. WHISTLEBLOWER PROCESS

The following sections outline matters that can be disclosed using whistleblower channels, how to make a disclosure, the investigation process, and protection of Whistleblowers.

### 4.1 MATTERS THAT CAN BE REPORTED

Reportable Conduct is conduct, or a deliberate effort to conceal conduct, which is:

- dishonest;
- fraudulent;
- corrupt;
- illegal;
- in breach of legal obligation (e.g. legislation);
- in serious breach of internal policy;
- unethical, improper or unsafe;
- bullying and harassment; or
- any other conduct which may cause financial or non-financial loss to SEI or be otherwise detrimental to the interests of SEI and its customers, including environmentally unsound practices of a material nature.

Reportable Conduct applies to behaviour which occurs:

- in the workplace, including when working outside normal working hours;
- while undertaking work activities including interaction with third parties;
- at work-related events, e.g. conferences and social functions; and  
outside of work hours, if that interaction involves other employees, including where the interaction is through social media.

If there are reasonable grounds to suspect any Reportable Conduct or an improper state of affairs or circumstances in relation to SEI, the Eligible Person can raise a concern as described in section 4.2.

Personal, work-related grievances with no implications for SEI (e.g. interpersonal conflicts between employees, dissatisfaction about a performance outcome or decisions relating to the terms and conditions of engagement of the discloser) are not considered Reportable Conduct under this Policy and may be reported separately. Control failures and operational incidents (not involving deliberate employee misconduct) should be reported to the National Manager and/or the General Manager.

### 4.2 HOW TO MAKE A DISCLOSURE

A disclosure of Reportable Conduct can be made through whichever mechanism feels most comfortable to the Whistleblower, which can depend on the nature and sensitivity of the reportable conduct, and/or relationships with other employees. SEI offers multiple options for disclosing Reportable Conduct, including:

- reporting to the third-party service provider;
- directly reporting to a member of the SEI Management Team; and
- directly reporting to an Audit Partner conducting an audit of SEI.

An independent hotline 'Your Call' has been engaged by SEI to impartially and confidentially manage disclosures, and to facilitate disclosers to provide information or concerns without fear of reprisal. Your Call will record the details of the Reportable Conduct, will refer the disclosure to SEI and will act as an intermediary, including receiving and forwarding all communications between the discloser and SEI. SEI is responsible for all decisions and actions taken in response to Reportable Conduct submitted via Your Call.

Your Call contact information:

The Your Call organisational identification code for SEI is SEI201912.

Telephone Your Call on: 1300 790 228 on business days between 9.00 am and 12.00 am.

Visit the Your Call website: [www.yourcall.com.au/report](http://www.yourcall.com.au/report) to make a secure report online at any time using the organisational identification code: SEI201912. Your Call will provide disclosers with a disclosure identification number and password to enable subsequent communication via the Your Call message board.

For disclosers with a hearing or speech impairment, please contact the National Relay Service [www.relay.service.gov.au](http://www.relay.service.gov.au) and request Your Call's hotline.

Disclosers may opt to remain anonymous or to identify themselves to Your Call only, or to identify themselves to both Your Call and to SEI.

The Company Secretary will have access to reports made by disclosers to Your Call and will assess the information received and decide if it is Reportable Conduct.

If the Whistleblower is unclear or uncomfortable on any aspect of the whistleblowing process, or prefers to discuss matters informally, discussions can be held directly with a member of the SEI Management Team or Audit Partner. At all times, these discussions will remain confidential.

Contact details for the SEI Management Team and Auditor are outlined below:

<b>Name, Title</b>	<b>Email Address</b>
Justin Parker	<a href="mailto:jparker@sei.com.au">jparker@sei.com.au</a>
Patrick Lee	<a href="mailto:Patrick.Lee@WhitehelmCapital.com">Patrick.Lee@WhitehelmCapital.com</a>
Paul Kusters	<a href="mailto:PKusters@sei.com.au">PKusters@sei.com.au</a>
Mike Wright	<a href="mailto:Mike.Wright@WhitehelmCapital.com">Mike.Wright@WhitehelmCapital.com</a>
Andrew Faulkner, Audit Partner	<a href="mailto:Andrew.faulkner@pitcher-sa.com.au">Andrew.faulkner@pitcher-sa.com.au</a>

Reports may also be made by post to: Company Secretary, Sustainable Energy Infrastructure, PO Box 6248, Kingston, ACT, 2604.

SEI respects the right to make an anonymous disclosure and will protect a Whistleblower's identity throughout the process. Whistleblowers can opt for anonymity at any point during the process, including while making a disclosure, interacting with an Eligible Recipient, as well as after a case has closed. Where this occurs, SEI will work to protect the Whistleblower's identity and explicitly outline who in the organisation will have knowledge of the disclosure. SEI will also take all steps necessary (outlined in Section 4.4 in this Policy) to ensure a Whistleblower does not suffer any detriment and is able to continue to fulfil their role whether internal or external to SEI.

SEI will make every endeavour to investigate whistleblower disclosures, but in some cases, there are limitations to what can be achieved if a Whistleblower decides to remain anonymous.

At any given time, Whistleblowers can also identify themselves, however this is entirely at the discretion of the Whistleblower and at no point is this required.

#### 4.2.1 PUBLIC INTEREST AND EMERGENCY DISCLOSURES

The Whistleblower has rights to disclose to a member of Parliament or a journalist if the matter has already been reported per this Policy, and the Whistleblower believes making a further disclosure would be in the

public interest. Additional, specific conditions are required to be met around timeframes and adequacy of actions taken, which can be found in Section 1317AAD of the Corporations Act.

#### 4.2.2 REPORTING TO REGULATORS

Nothing in this policy is intended to restrict a Whistleblower from disclosing Reportable Conduct, providing information to, or communicating with a government agency, law enforcement body or a regulator such as ASIC or APRA in accordance with any relevant law or regulator guidance applicable in a jurisdiction in which SEI operates.

### 4.3 INVESTIGATION PROCESS

#### 4.3.1 INVESTIGATION

Outlined below are the end-to-end process steps to investigate a disclosure:

- The disclosure will be received by an Eligible Recipient, who will gather the information necessary to determine next steps, which could include contacting the Whistleblower via the whistleblowing portal.
- Whistleblower disclosures will then be referred to the Company Secretary otherwise known as Whistleblower Investigation Officer (WIO). If a disclosure is referred to the WIO via the whistleblowing portal, and the Eligible Person has elected to remain anonymous as part of that process, the third-party service provider will not disclose the identity of the Eligible Person to the WIO. The WIO will perform a preliminary review of concerns raised and determine the appropriate investigation approach. This investigation may be conducted by the WIO, a delegated staff member or through an external investigator to determine whether the concern is substantiated.
- Within five working days, the Whistleblower will receive an acknowledgment – either directly (if contact details have been provided) or via whistleblowing portal if the Whistleblower has chosen to remain anonymous.
- Investigations will be performed independent to the subject of the allegations. However, where it is appropriate, the subject of the allegations may be informed of the allegations and provided with an opportunity to respond.
- Once the investigation is finalised, outcomes will be shared with the Whistleblower (subject to privacy or legal restrictions). The Whistleblower will be able to provide feedback as to whether the response has addressed their concern.

All concerns raised via our whistleblower channels will be taken seriously. The investigation will be thorough, objective, and fair, and action will be taken as appropriate and will vary from case to case.

#### 4.3.2 COMMUNICATION WITH THE WHISTLEBLOWER

As part of the investigation process, SEI will update the Whistleblower on the progress of the investigation. These updates can include the following:

- confirming receipt of the disclosure;
- commencement of the investigation process;
- explicitly outlining who in the organisation will have knowledge of the disclosure;
- requests for additional information from the Whistleblower; and
- completion and outcomes of the investigation.

SEI will provide regular updates to the Whistleblower during the investigation. While SEI strives to provide as much feedback on the investigation as possible, privacy and legal restrictions may restrict the level and content of information shared with the Whistleblower.

### 4.3.3 CONFIDENTIALITY

All information received by a Whistleblower will be treated confidentially and sensitively.

A Whistleblower's identity (or any information which would be likely to identify the Whistleblower) will only be shared if:

- the Whistleblower provides his or her consent to share that information;
- or the disclosure is allowed or required by law (for example, disclosure to a lawyer to seek legal advice relating to the law on whistleblowing).

In addition, in the case of information likely to identify a Whistleblower, if it is reasonably necessary to share the information for the purposes of an investigation, all reasonable steps will be taken to reduce the risk that the Whistleblower is identified.

Further, the non-identifying content of the Whistleblower's disclosure may need to be shared in order to report a matter of significance to SEI's governing bodies, such as the Board.

### 4.3.4 IF THE WHISTLEBLOWER IS NOT SATISFIED WITH THE RESULT

If, after receiving the outcomes of the investigation, the Whistleblower is not satisfied with the result, the Whistleblower can request a formal review of the investigation, including consideration of any additional evidence. This review will be performed by a delegated officeholder or through an external investigator who did not conduct or lead the original investigation. The Whistleblower can provide this escalation request in writing such that a formal review can take place. While the delegated officeholder or external investigator commits to review the request, SEI is under no obligation to reopen the investigation. If the delegated officeholder or external investigator concludes that the investigation was conducted properly and no new information exists that would change the results of the investigation, the investigation will be concluded.

## 4.4 WHISTLEBLOWER PROTECTION

A disclosure made within the scope of this Policy (i.e. Reportable Conduct disclosed to an Eligible Recipient) qualifies the Whistleblower for protection under law, including protection of identity and from detrimental conduct.

### 4.4.1 DETRIMENTAL CONDUCT AGAINST THE WHISTLEBLOWER

Detrimental conduct towards a protected Whistleblower (as a result of making a disclosure) is a crime and SEI does not tolerate any attempts to retaliate against a Whistleblower who has made a disclosure. Any employee or associated person found to have instigated detrimental conduct against a Whistleblower will face disciplinary action, including the potential to be terminated from their roles.

Detrimental conduct includes any of the following:

- dismissal of an employee;
- injury of an employee in his or her employment;
- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees of the same employer;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person's property, reputation or business / financial position; and
- any other damage to a person.

If the Whistleblower feels they have been the subject of detrimental conduct as a result of a disclosure made, or if there is a reasonable possibility that detriment is near or imminent, they can report this immediately to any of the Eligible Recipients. The Eligible Recipient will take action as appropriate, including providing recommendations as to how the situation should be resolved.

#### 4.4.3 FAIR TREATMENT AND PROTECTION OF EMPLOYEES TO WHOM DISCLOSURES RELATE

SEI will ensure a Whistleblower, any subjects of the allegation and those involved in the investigation are treated fairly.

#### 4.4.4 TREATMENT OF PERSONAL WORK-RELATED GRIEVANCES

Nothing in this policy limits the ability of SEI to manage performance or misconduct issues related to an employee or service provider, including where the relevant individual has made a disclosure of reportable conduct. However, SEI must ensure that, where such circumstances exist, the whistleblower process is managed in accordance with this policy and without prejudice.

### 5. GOVERNANCE

#### 5.1 REPORTING TO BOARD OF DIRECTORS

The Board of Directors are updated on an annual basis on SEI's whistleblowing program, inclusive of reports, investigations, and results. Reports or investigations carrying an undue amount of risk will be reported to the Board of Directors outside of the annual update.

The Board of Directors at any time can ask about anonymous reports, investigations, as well as the state of SEI's whistleblowing program.

#### 5.2 AWARENESS

This Policy and associated online training will be provided to SEI Employees. This Policy will also be provided to SEI's external Eligible Recipients and will be available on SEI's website - <https://sei.com.au/>

#### 5.3 REVIEW CYCLE

This Policy will be reviewed at least every two years or as required if there are material changes in the regulatory framework or business activities.

#### 5.4 POINT OF CONTACT

The key point of contact for this Policy is the Company Secretary.

Policy adopted 25 November 2019

## ANNEXURE - KEY TERMS

<b>ASIC</b>	Australian Securities and Investments Commission
<b>SEI</b>	Sustainable Energy Infrastructure Pty Ltd as trustee for the Sustainable Energy Infrastructure Trust and its wholly owned entities and subsidiaries
<b>Corporations Act</b>	Corporations Act 2001 (Cth)
<b>Eligible Person</b>	<p>An Eligible Person means an individual who is, or has been, any of the following in relation to SEI:</p> <ul style="list-style-type: none"> <li>• an officer or employee (e.g. current and former employees including secondees, managers and directors);</li> <li>• a supplier of services or goods including their employees (e.g. current and former contractors, consultants, service providers and business partners);</li> <li>• an associate of the entity; and</li> <li>• a relative, dependent or spouse of the individuals listed above.</li> </ul>
<b>Eligible Recipient</b>	<p>An Eligible Recipient for SEI is:</p> <ul style="list-style-type: none"> <li>• a member of the SEI's Management Team;</li> <li>• an audit team Partner conducting an audit of SEI; or</li> <li>• any person authorised by this policy including third party service providers.</li> </ul>
<b>Employee</b>	All officers and employees of SEI, regardless of geographical location including secondees, managers and directors.
<b>General Manager</b>	Patrick Lee
<b>Management Team</b>	Justin Parker, Patrick Lee, Paul, Kusters, Mike Wright
<b>National Manager</b>	Justin Parker
<b>Policy</b>	This Whistleblower policy
<b>Protected disclosure</b>	A disclosure qualifies for protection if the disclosure is made by an eligible person to an eligible recipient about reportable conduct.
<b>Whistleblower</b>	A 'Whistleblower' is defined as an 'Eligible Person' who makes (or attempts to make) a disclosure about 'Reportable Conduct'. The Whistleblower is eligible for protections under this Policy. There may also be instances where it is otherwise determined that the protections under the Policy should apply.
<b>WIO</b>	Whistleblower Investigation Officer. This will be the Company Secretary.