



# BELLEVUE GOLD

Whistleblower Policy

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## 1. BACKGROUND

This Policy supports the commitment of Bellevue in creating and maintaining a culture of integrity and fair and honest dealing in its business activities. Bellevue encourages the reporting of any instances of suspected unethical, illegal, fraudulent, unacceptable or undesirable conduct involving a Bellevue Company and provides protections and measures so that those persons who make a Disclosure may do so confidentially and without fear of intimidation or reprisal.

This Policy should be read in conjunction with other Bellevue policies (including the Code of Conduct) as amended or replaced from time to time, which are available on Bellevue's website at [www.bellevuegold.com.au](http://www.bellevuegold.com.au).

## 2. PURPOSE

The purpose of this Policy is to:

- (a) help detect and address Improper Conduct;
- (b) maintain a working environment in which Stakeholders are able to raise concerns regarding instances of Improper Conduct (where there are reasonable grounds to suspect such conduct) without fear of intimidation, disadvantage or reprisal;
- (c) outline the procedures for reporting and investigating reported matters;
- (d) outline the measures in place to protect people who make a Disclosure;
- (e) outline the additional procedures and protections that apply to Disclosing Persons under the Corporations Act in relation to the reporting of possible breaches of the Corporations Legislation. Section 8 of this Policy explains these procedures and protections; and
- (f) comply with the Corporations Act requirement to have a whistleblower policy.

It is expected that Stakeholders will disclose known, suspected or potential cases of Improper Conduct. Failure to raise issues could result in disciplinary action including termination of employment. Bellevue will ensure that those persons who make a report of Improper Conduct can do so without fear of intimidation, disadvantage or reprisal.

## 3. REPORTING PROCEDURE

### 3.1 Who is covered by this Policy and is eligible to make a Disclosure?

This Policy applies to disclosures which are made by individuals who are, or have been, any of the following:

- (a) a director, officer or employee of a Bellevue Company;
- (b) a contractor or supplier of a Bellevue Company;
- (c) an employee of a contractor or supplier of a Bellevue Company;

- (d) an individual who is an Associate of a Bellevue Company; or
- (e) a relative, dependent or spouse (or that spouse's dependents) of an individual referred to at (a) to (d) above.

In this Policy, each person in the categories listed above is referred to as a **Disclosing Person**.

### 3.2 What kind of conduct can you disclose under this Policy?

This Policy applies to the reporting of conduct by Disclosing Persons (including anonymously) who have Reasonable Grounds to suspect that the conduct amounts to Improper Conduct.

**Improper Conduct** means conduct that is illegal, unacceptable or undesirable, or the concealment of such conduct. It includes, but is not limited to, conduct that:

- (a) is against the law or is a failure by a Bellevue Company to comply with any legal obligation;
- (b) is dishonest, fraudulent or corrupt;
- (c) is potentially damaging to a Bellevue Company, a Stakeholder or a third party, including unsafe work practices, environmental damage, health risks or substantial wasting of corporate resources;
- (d) is misleading or deceptive conduct of any kind, including conduct or representations which amount to improper or questionable accounting or financial reporting practices;
- (e) involves coercion, victimisation, bullying, harassment or discrimination;
- (f) may cause financial loss to Bellevue or damage its reputation or be otherwise detrimental to Bellevue; or
- (g) is unethical or breaches Bellevue's policies, protocols or codes of conduct.

Legal protections apply in favour of a Disclosing Person even if the allegations he or she makes are wrong, provided that the Disclosing Person had Reasonable Grounds for making the allegations. However, Disclosing Persons must not disclose conduct that he or she knows, or ought to have known, is false or has no substance. Where it is found that a Disclosing Person has knowingly made a false report, this will be considered a serious matter and may result in disciplinary action.

If a Disclosing Person has any doubts about whether their concerns fall within the matters which Bellevue will investigate, it is recommended that the Disclosing Person discuss the matter informally with Bellevue's independent external whistleblower service provider (Stopleveline). Stopleveline will be able to advise the Disclosing Person on whether the matter constitutes Improper Conduct within the scope of this Policy or whether the matter falls outside the scope of this Policy.

### 3.3 What kind of conduct is not covered by this Policy?

Not all matters qualify for protection under this Policy and some matters may fall within protection afforded under other legislation such as the *Fair Work Act 2009* (Cth). Generally,

disclosures that amount to a 'personal work-related grievance' do not constitute Improper Conduct. Personal work-related grievances are generally grievances relating to a person's current or former employment or engagement that has implications for them personally and do not have any other significant implications for Bellevue or relate to any conduct about a matter that is Improper Conduct under this Policy (as set out in the section above).

Examples of disclosures regarding personal work-related grievances that may not qualify for protection under the Corporations Act and this Policy include:

- (a) an interpersonal conflict between a Disclosing Person and another employee;
- (b) a decision relating to the engagement, transfer or promotion of a Disclosing Person;
- (c) a decision relating to the terms and conditions of engagement of a Disclosing Person; or
- (d) a decision to suspend or terminate the engagement of the Disclosing Person, or otherwise discipline a Disclosing Person.

Personal work-related grievances should instead be raised via the usual channels, such as with your manager or with Human Resources.

However, a disclosure about a personal work-related grievance may be covered if it includes information about other Improper Conduct beyond the Disclosing Person's personal circumstances, or the Disclosing Person is being threatened with some detriment for making a Disclosure.

**3.4 To whom can a Disclosure be made?**

The law gives certain protections to a Disclosing Person who makes a Disclosure on Reasonable Grounds to:

- (a) ASIC;
- (b) the ATO (for Improper Conduct relating to tax matters); or
- (c) a Commonwealth authority specified in regulations (as at the date of this Policy, no authority has been specified),

(each, an **Eligible Commonwealth Authority**); or

- (d) an Eligible Recipient, being:
  - (i) any person authorised by the Company to receive Disclosures that may qualify for protection. The Company authorises Stopline and the nominated Whistleblower Protection Officer as detailed below:

Stopline	Online Portal	<a href="https://bellevuegold.stoplinereport.com/">https://bellevuegold.stoplinereport.com/</a>
	Post	Attention: Bellevue Gold c/o Stopline PO Box 403 Diamond Creek VIC 3089

		Australia
	Email	makeareport@stopline.com.au
	Telephone	1300 304 550
	App	Search for 'Stopline' in the iTunes App Store or Google Play to download the free app and submit a Disclosure
Whistleblower Protection Officer	Email	<a href="mailto:whistleblowerprotectionofficer@bellevuegold.com.au">whistleblowerprotectionofficer@bellevuegold.com.au</a>

- (ii) an external auditor or actuary of the Company;
- (iii) a senior manager or officer of the Company, being a member of the Board or Executive Management Team; or
- (iv) the Site General Manager.

### 3.5 How to make a Disclosure to an Eligible Recipient

Any concerns should initially (and promptly) be discussed with the Stakeholder's supervisor, line manager or usual Bellevue Company contact.

Where a Stakeholder is not satisfied with the response of their supervisor, line manager or usual Bellevue Company contact, complaints or reports should generally be made to the Stakeholder's member of the Executive Management Team, who will report the issue to the Whistleblower Protection Officer.

If the person does not want to involve their member of the Executive Management Team, an alternative channel for confidential reporting is available by direct reporting through the independent external whistleblower service provider (Stopline) or to the Whistleblower Protection Officer. Disclosure may be made to the independent external whistleblower service provider (Stopline) or to the Whistleblower Protection Officer outside of usual business hours.

The Board believes that offering a channel for reporting to an independent party provides stakeholders with an independent, anonymous way for identifying potential Improper Conduct. Bellevue is committed to investigating all matters referred to it from Stopline. Where necessary, Bellevue will ensure that it obtains specialist, independent legal and financial advice for the purposes of any investigation. Stopline will report to the Whistleblower Protection Officer (unless the matter concerns the Whistleblower Protection Officer, in which case Stopline will report to the Chief Executive Officer).

The Disclosing Person may choose to remain anonymous (and will still have the same legal protections) or may disclose their name, which will be kept confidential subject to certain exceptions referred to in section 4. If you would like to make an anonymous disclosure, it is recommended that you do so through Stopline, which allows for anonymous reports to be made. Bellevue will make every endeavour to investigate your report where possible and appropriate, but in some cases, there are limitations as to what can be achieved if you decide to remain anonymous (for example, if Bellevue is not able to contact you to obtain sufficient information).

### **3.6 Legal advice and communicating with a lawyer**

Before or after making a Disclosure, a Disclosing Person is entitled to discuss their concerns about Improper Conduct with their lawyer and get legal advice from a lawyer about how the whistleblower laws apply to them. Generally, the legal protections referred to in section 8 also apply to such communications between a Disclosing Person and their lawyer.

### **3.7 Public interest and emergency Disclosures to a journalist or Member of Parliament**

Protections for public interest and emergency Disclosures only apply if a Disclosing Person has first made a Disclosure to an Eligible Commonwealth Agency and do not apply if a Disclosure has only been made to an Eligible Recipient.

#### ***Public Interest Disclosures***

If:

- (a) a Disclosing Person has made a Disclosure to an Eligible Commonwealth Agency; and
- (b) at least 90 days have passed since making the Disclosure; and
- (c) the Disclosing Person does not have Reasonable Grounds to believe that action is being taken on the Disclosure and reasonably believes that further Disclosure is in the public interest; and
- (d) has given prior written notice to the relevant Eligible Commonwealth Agency of his or her intention to make further Disclosure,

then the Disclosing Person may make a Disclosure to a journalist or Federal or State Member of Parliament. In this case, this further Disclosure will have the legal protections referred to in sections 4 and 8, provided it is limited to the information necessary to inform the recipient of the Improper Conduct.

#### ***Emergency Disclosures***

A Disclosing Person will also have the legal protections referred to in sections 4 and 8 if the person:

- (a) has made a Disclosure to an Eligible Commonwealth Agency;
- (b) has Reasonable Grounds to believe that the Improper Conduct concerns a substantial and imminent danger to any person's health or safety or to the natural environment;
- (c) has given prior written notice to the Eligible Commonwealth Agency of his or her intention to make further Disclosure; and
- (d) makes a Disclosure to a journalist or Member of Parliament that is limited to the information necessary to inform the recipient of the substantial or imminent danger.

## 4. INTERNAL INVESTIGATION PROCEDURE

All Disclosures of alleged or suspected Improper Conduct made under this Policy will be properly assessed and investigated. Bellevue's response will vary depending on the nature of the Disclosure (including the amount of information provided). It may not be possible to investigate a Disclosure if Bellevue is not able to contact the Disclosing Person to obtain sufficient information (for example, if you have made the report anonymously and have not provided contact details).

An investigation will not be conducted by a person who may be the subject of the investigation or has inappropriate links or connections (actual or perceived) to the person(s) or practice(s) under the investigation.

The Whistleblower Protection Officer will generally be responsible for investigating Disclosures made under this Policy. The Whistleblower Protection Officer has access to independent financial, legal and operational advisors as required, and for serious matters, will be assisted by the Board.

An investigation will generally involve making enquiries and collecting evidence for the purpose of assessing whether a Disclosure can be substantiated.

Throughout the assessment and investigation process, Bellevue will treat any person who is the subject of a Disclosure in a fair and objective manner, and otherwise as is reasonable and appropriate having regard to the nature of the alleged Improper Conduct and the circumstances. The time that an investigation takes will depend on the particular facts of each case. Bellevue will endeavour to complete the investigation within 90 days of receipt of a Disclosure, however this time period may be exceeded depending on the circumstances of the matter. Bellevue will conduct any internal investigation as quickly as practicable.

Stakeholders about whom Disclosures are made will generally be given an opportunity to respond to the relevant allegations made. Feedback will be provided to the Disclosing Person, if appropriate, on the progress of the investigation, unless they have remained anonymous. Generally, the Whistleblower Protection Officer will decide whether a Disclosure will be independently investigated with the objective of locating evidence that either substantiates or refutes the claims made by the Disclosing Person. This will depend on the facts and seriousness of each case.

The method for documenting and reporting the findings of an investigation will depend on the nature of the report. Any report prepared in relation to an investigation may be provided to a decision-maker in relation to the matter and remains the property of Bellevue. It will not be provided to a person who makes a report or any other person to whom a report relates.

Bellevue will provide regular updates to the Disclosing Person on the progress of the investigation (including in relation to timeframes) if they are able to be contacted. The frequency and timeframe of these updates may vary depending on the nature of the Disclosure.

While Bellevue may communicate the findings of any investigation to the Disclosing Person, it may not always be appropriate to provide details of the outcome having regard to confidentiality and privacy considerations.

The Whistleblower Protection Officer has an obligation to disclose all incidents under this Policy to the Board.

## 5. CONFIDENTIALITY AND ANONYMITY

Bellevue's priority is to support and protect people who raise concerns that are reportable under this Policy. Disclosures, whether made in the Disclosing Person's name or anonymously, will be kept confidential and details of the Disclosure, or the Disclosing Person, will only be released to those necessarily involved in the investigation, unless the Disclosing Person consents or the Company is obliged or allowed by law to disclose, such as disclosures to ASIC, the Australian Federal Police, or a legal practitioner for the purpose of obtaining advice about the application of the Disclosing Person's protections.

The identity of Disclosing Person's (and any information that Bellevue has because of their report that someone could likely use to identify the Disclosing Person) will only be disclosed if:

- (a) the Disclosing Person consents to the disclosure of that information;
- (b) the disclosure is required or allowed by law (for example, disclosure by Bellevue to a lawyer or to obtain legal advice in relation to whistleblower protections); and/or
- (c) in the case of information likely to identify the Disclosing Person, it is reasonably necessary to disclose the information for the purposes of an investigation, but the Disclosing Person is not identified and all reasonable steps are taken by Bellevue to prevent someone from identifying the Disclosing Person.

Reports received will be treated sensitively and seriously. To maintain the confidentiality of a report, Bellevue:

- (a) limits access to information relating to reports;
- (b) carefully reviews and potentially de-identifies certain aspects of reports as appropriate; and
- (c) uses tools and platforms (such as Stoptline) that allow reports to be made anonymously.

Where Disclosing Persons do not consent to the limited sharing within Bellevue of their identity and the information provided by them as needed, this may limit Bellevue's ability to progress their report and to take any action in relation to it.

It is illegal for a person to:

- (a) identify a Disclosing Person who has made a Disclosure; or
- (b) disclose information from which the identity of a Disclosing Person could be inferred,

and any breach of this section will be regarded as a disciplinary matter and may be the subject of a separate investigation.

Circumstances where the identity of the Disclosing Person could be inferred may be where:

- (a) the Disclosing Person has previously mentioned to other people that they are considering making a Disclosure;

- (b) the Disclosing Person is one of a very small number of people with access to the information; or
- (c) the Disclosure relates to information that a Disclosing Person has previously been told privately and in confidence.

A Disclosing Person must keep all information relating to any allegation confidential at all times, both during any investigation process and following any resolution of an allegation.

## **6. RECORD KEEPING AND ACCOUNTABILITY**

The Whistleblower Protection Officer is responsible for ensuring that any records relating to a Disclosure (including via Stopline) are stored securely and confidentially and are able to be accessed only by Bellevue employees who are authorised to access the information for the purposes of the investigation.

## **7. EDUCATION AND TRAINING**

The Whistleblower Protection Officer is charged with the responsibility of ensuring that Stakeholders are aware of the existence of this Policy and have access to its content.

Bellevue will provide appropriate education and training to all Stakeholders regarding this Policy and the relevant processes and procedures including:

- (a) practical examples of the type of conduct a Disclosing Person may disclose;
- (b) practical information on how to make a Disclosure; and
- (c) advice on how Disclosing Persons can seek further information about the Policy if required.

All Eligible Recipients under this Policy will receive training in how to effectively respond to Disclosures, including training relating to confidentiality and the prohibitions against detrimental conduct.

## **8. PROTECTIONS AND SUPPORT**

Bellevue is committed to protecting and respecting the rights of:

- (a) any Disclosing Person who makes a Disclosure in accordance with this Policy; and
- (b) those individuals named in any Disclosure .

This Policy requires that all Stakeholders:

- (a) refrain from any activity that is, or could be perceived to be, victimisation or harassment of a person who makes a Disclosure; and
- (b) take reasonable steps to maintain the confidentiality of a person they know or suspect to have made a Disclosure.

Bellevue will not tolerate any reprisals against any person suspected of making a Disclosure, or against that person's colleagues, employer (where not a Bellevue Company), relatives or any other person where the reason for the detrimental conduct relates to a Disclosure raised by a Disclosing Person under this Policy, or because of a belief or suspicion that such a Disclosure has been made.

Prohibited detrimental action of this nature can take the form of:

- (a) dismissal of an employee;
- (b) injury of an employee in their employment;
- (c) harm or injury, including psychological harm;
- (d) alteration of position or duties to their disadvantage;
- (e) harassment or intimidation of a person;
- (f) damage to property or reputation;
- (g) damage to business or financial position, or any other damage;
- (h) discrimination between an employee and other employees of the same employer; and/or
- (i) threats to carry out any of the above.

Any such retaliatory action may be an offence and will be treated as serious misconduct and will be dealt with in accordance with Bellevue's disciplinary procedures.

In addition to the above, under Australian law, a Disclosing Person who has Reasonable Grounds for suspecting that Improper Conduct has taken place, and who discloses the matter to an appropriate person or agency as referred to in section 3, and who makes the Disclosure in good faith, may be entitled to additional legal protections in certain circumstances, including:

- (a) they may be protected from civil, criminal or administrative legal action for making the Disclosure;
- (b) no contractual or other right may be exercised against the Disclosing Person for making the Disclosure;
- (c) the information they provide may not be admissible in evidence against them in legal proceedings (unless they have provided false information); and
- (d) anyone who causes or threatens to cause detriment to a Disclosing Person in the belief or suspicion that a Disclosure has been made, or may have been made, proposes to or could be made, may be guilty of an offence and may be liable to pay damages to the Disclosing Person for any loss suffered by him or her as a result.

## 9. REVIEW OF THIS POLICY

This Policy will be reviewed by the Audit and Risk Management Committee and the Board at least every three years to ensure that it remains effective and meets best practice standards and the needs of Bellevue. This Policy can only be amended by resolution of the Board.

This Policy can be accessed via Bellevue's website at [www.bellevuegold.com.au](http://www.bellevuegold.com.au).

## 10. DEFINITIONS

In this Policy:

**Associate** has the meaning given to that term in the Corporations Act.

**ASIC** means the Australian Securities and Investments Commission.

**Bellevue** means BGL and its wholly owned subsidiaries.

**Bellevue Companies** means the Company and each of the Company's related bodies corporate (as defined in section 9 of the Corporations Act), which currently includes Golden Spur Resources Pty Ltd (ACN 161 329 933); Giard Pty Ltd (ACN 623 099 132); Weebo Exploration Pty Ltd (ACN 622 672 593), Green Empire Resources Pty Ltd (ACN 621 036 011), Bellevue Gold Holdings 1 Pty Ltd (ACN 655 186 191), Bellevue Gold Holdings 2 Pty Ltd (ACN 655186 271) and Bellevue Gold Holdings 3 Pty Ltd (ACN 655 186 379) and **Bellevue Company** means any one of them.

**BGL** or **Company** means Bellevue Gold Limited.

**Board** means the board of directors of the Company.

**Corporations Act** means *Corporations Act 2001* (Cth) as amended from time to time.

**Disclosing Person** has the meaning given to that term in section 3.1.

**Disclosure** means the reporting of information relating to Improper Conduct (including anonymously) to an Eligible Recipient or to an Eligible Commonwealth Agency.

**Eligible Commonwealth Agency** has the meaning given to that term in section 3.4.

**Eligible Recipient** has the meaning given to that term in section 3.4.

**Executive Management Team** means the executive management team of the Company from time to time.

**Improper Conduct** has the meaning given to that term in section 3.2.

**Policy** means this Whistleblower Policy.

**Reasonable Grounds** means that a reasonable person in your position would also suspect the information indicates Improper Conduct.

**section** means a section of this Policy.

**Stakeholder** means any employee, director, contractor or consultant of a Bellevue Company.

**Whistleblower Protection Officer** means a person nominated by the Company whose key responsibilities include protecting Disclosing Persons who make a Disclosure under this Policy.

## Review History

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