



## **Whistleblower Policy**

**Empire Energy Group Limited  
ABN 29 002 148 361**

Adopted by the Board on  
**31 March 2021**



## Table of Contents

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TABLE OF CONTENTS .....	2
1 PURPOSE OF THIS POLICY.....	3
2 WHO THE POLICY APPLIES TO .....	3
3 WHAT IS REPORTABLE CONDUCT .....	3
4 WHO CAN I MAKE A REPORT TO.....	4
5 THE COMPANY’S INVESTIGATION OF REPORTABLE CONDUCT .....	5
6 PROTECTION OF WHISTLEBLOWERS .....	5
7 DUTIES OF EMPLOYEES IN RELATION TO REPORTABLE CONDUCT.....	6
8 GROUP REPORTING PROCEDURES .....	6
9 FALSE REPORTING .....	7
10 QUESTIONS .....	7
11 AMENDMENT OF THIS POLICY .....	7

### 1 Purpose of this Policy

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Empire Energy Group Limited (the **Company**) is committed to the highest standards of conduct and ethical behaviour in all our business activities and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

The Company encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving Empire Energy's businesses and provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation, disadvantage or reprisal.

You may have concerns about conduct within Empire Energy which appears to you to be illegal, unethical or otherwise improper, but you may feel apprehensive about raising your concerns because of the fear of possible adverse repercussions to you. The aim of this policy is to make you feel confident about raising concerns internally, by offering a reporting and investigative mechanism that is objective, confidential, independent and protects you from reprisal or disadvantage.

This policy will be made available to officers and employees of the company on the Company's website.

### 2 Who the Policy applies to

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This Policy applies to anyone who is employed by or works at Empire Energy, including current and former employees (whether permanent, part time, fixed-term or temporary), officers, contractors, consultants, and directors, as well as their spouses and dependents.

### 3 What is Reportable Conduct

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You may make a report under this policy if you have reasonable grounds to suspect that a Company director, officer, employee, contractor, supplier, tenderer or other person who has business dealings with the Company has engaged in conduct (**Reportable Conduct**) which:

- (a) is dishonest, fraudulent or corrupt, including bribery;
- (b) is illegal activity (such as theft, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);
- (c) is unethical or in breach of Empire Energy's policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching the Company's Code of Conduct or other policies or procedures);
- (d) is potentially damaging to the Company, employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of Company property or resources;

- (e) amounts to an abuse of authority;
- (f) may cause financial loss to the Company or damage its reputation or be otherwise detrimental to the Company's interests;
- (g) involves harassment, discrimination, victimization or bullying, other than personal work-related grievances as defined in the Corporations Act 2001 (Cth) ("Corporations Act");
- (h) Commonwealth offences punishable by imprisonment of 12 months or more; or
- (i) involves any other kind of misconduct or an improper state of affairs or circumstances.

#### **4 Who can I make a Report to**

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The Company has several channels for making a report if you become aware of any issue or behaviour which you consider to be Reportable Conduct.

For the purposes of this policy to ensure appropriate escalation and timely investigation, we request that reports are made to any one of our Whistleblower Protection Officer, listed below:

##### **Managing Director**

Alex Underwood

##### **Non-Executive Director**

Professor John Warburton

Reports to be marked to the attention of the Whistleblower Protection Officer.

You may also raise the matter with an "officer" or "senior manager" of the Company. This includes a director, or a senior manager in the company who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of the company, or who has the capacity to affect significantly the company's financial standing. This may include an executive general manager or general manager.

- (a) the Company's external auditors;
- (b) ASIC;
- (c) APRA;
- (d) an actuary of an Empire Energy Group's Limited Group company;
- (e) a lawyer (to obtain advice or representation about the Corporations Act); or



- (f) a relevantly prescribed Commonwealth authority. (No such Commonwealth authority has been prescribed as at the date of this Policy.)

Report may be made anonymously, or you may disclose your identity.

## **5 The Company's Investigation of Reportable Conduct**

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The Company will investigate all matters reported under this policy as soon as practicable after the matter has been reported. A Whistleblower Protection Officer may, with your consent, appoint a person to assist in the investigation of a report. Where appropriate, the Company will provide feedback to you 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.

While the particular investigation process and enquiries adopted will be determined by the nature and substance of the report, in general, as soon as practicable upon receipt of the report, if the report is not anonymous, a Whistleblower Protection Officer or investigator will contact you to discuss the investigation process including who may be contacted and such other matters as are relevant to the investigation.

Where a report is submitted anonymously, Empire Energy will conduct the investigation and its enquiries based on the information provided to it.

## **6 Protection of Whistleblowers**

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The Company is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report are treated fairly and do not suffer detriment.

- (a) *Protection against detrimental conduct*

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

If you are subjected to detrimental treatment as a result of making a report under this policy, you should:

- (i) inform a Whistleblower Protection Officer, officer or senior manager within your relevant division/business unit immediately under the divisional whistleblower policy; or
- (ii) raise it in accordance with paragraph 3 of this policy.

If you suffer any undue loss connected with making a report under this policy, the Company shall after making appropriate enquiries/ investigations, compensate you or provide other appropriate remedy.

- (b) *Protection of your identity and confidentiality*



Subject to compliance with legal requirements, upon receiving a report under this policy, the Company will only share your identity as a whistleblower or information likely to reveal your identity if:

- (i) you consent;
- (ii) the concern is reported to the Australian Securities and Investments Commission ("ASIC"), the Australian Prudential Regulation Authority ("APRA"), the Tax Commissioner or the Australian Federal Police ("AFP"); or
- (iii) the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

If the Company needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk.

Any disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.

(c) *Protection of files and records*

All files and records created from an investigation will be retained securely.

Unauthorized 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 corporate governance purposes) without your consent as a whistleblower will be a breach of this policy.

(d) *The Company will safeguard your interest*

Having regard to this policy, the Australian Standard on Whistleblower protection Programs, and any other applicable policies and laws 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 Company's disciplinary procedures.

The Corporations Act gives special protection to disclosures about breaches of that Act, provided certain conditions are met.

The Taxation Administration Act 1953 (Cth) ("Taxation Administration Act") also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met.

## **7 Duties of Employees in Relation to Reportable Conduct**

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It is expected that employees of the Company who become aware of actual or suspect on reasonable grounds, potential cases of Reportable Conduct will make a report under this policy or under other applicable policies.

## **8 Group Reporting Procedures**

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Whistleblower Protection Officer will report to the board on the number and type of whistleblower incident reports.



These reports will be made on a 'no names' basis, maintaining the confidentiality of matters raised under this policy.

The Audit and Risk Committee will receive copies of all whistleblower reports from Whistleblower Protection Officer. In addition, serious and/or material Reportable Conduct will be considered by the Whistleblower Protection Officer for immediate referral to the Chairman of the Audit and Risk Committee.

## **9 False Reporting**

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A false report of a Reportable Matter could have significant effects on the Company's reputation and the reputations of officers and other staff members and could also cause considerable waste of time and effort. Any deliberately false reporting of a Reportable Conduct, whether under this Policy or otherwise, will be treated as a serious disciplinary matter.

## **10 Questions**

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Any questions about this Policy should be directed to the Whistleblower Protection Officer.

## **11 Amendment of this Policy**

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This policy cannot be amended without approval of the Company's Board. It will be reviewed from time to time to ensure that it remains effective and meets best practice standards and the needs of the Company.