

Conflict of Interest & Whistleblower Directions

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Purpose

Brownes Dairy is committed to providing a harmonious working environment for all employees. This policy outlines the conflict of interest and whistle-blower directions that apply to all personnel associated with Brownes Dairy including contractors.

This policy is designed to ensure that all conflicts of interest are identified, disclosed, and managed in a rigorous and transparent way that promotes confidence in the integrity, legitimacy, impartiality, and fairness of business activity. All personnel are required to:

- Behave in accordance with this policy, core values and the Code of Conduct;
- Act with integrity, objectivity, openness and honesty;
- Be accountable for their decisions and actions;
- Be subject to an appropriate level of scrutiny; and
- Disclose any conflicts of interest related to their official duties.

Scope

This policy applies to all workers. For the purposes of this policy a worker is defined as a person who conducts work in any capacity for Brownes Dairy, including employees, contractors, apprentices or trainee and volunteers.

Definitions

Conflict of interest is a situation in which someone in a position of trust has competing professional or private interests. Such competing interests could make it difficult for an individual to fulfil his/her duties impartially and could improperly influence the performance of their official duties and responsibilities.

Disclosure

All personnel must consider the risk for conflict of interest in all areas including, but not limited to:

- Professional positions;
- Membership of committees of other organisations;
- Consultancies;
- Boards of Directors;
- Advisory groups;
- Professional relationships;
- Sexual relationships with other work colleagues;
- Family and personal relationships; or
- Monetary interests, including receiving recompense in the form of cash, gifts, services, or equipment from other parties to support research activities.

When undertaking Brownes Dairy business, an individual must clearly disclose any conflicts of interest which may impact their ability to perform the role for which they have been selected. A conflict of interest may also exist where an individual's partner or immediate family member has any of the interests listed above. The term 'partner' may refer to personal or business partners.

If an individual appointed to undertake Brownes Dairy business has, or acquires, an interest that could conflict with the proper performance of his or her appointed functions, they must disclose the matter to their immediate supervisor or, in the case of a contractor, to the immediate C suite member, in writing, detailing the nature of the interest and its relationship to Brownes Dairy business as soon

as possible after the relevant facts come to the individual's knowledge. In cases where an individual declares a conflict of interest in relation to a matter under consideration, Brownes Dairy will determine the extent to which that person may be involved in discussion or decisions concerning that matter.

Managing Conflicts of Interest

Brownes Dairy will consider the potential implications of conflicts of interest in determining the most appropriate management strategy. In some instances, it may be necessary to remove the individual from any involvement in the matter causing the conflict and to appoint an impartial third party to oversee part or all the processes involved in the matter. Any measures implemented will be documented accordingly and written confirmation will be provided to the relevant individual or parties concerned.

Brownes Dairy may determine that some conflicts of interest are not so material that they could affect the individual's ability to give full and unbiased consideration to the matter at hand and should therefore not deprive Brownes Dairy of the individual's expertise and knowledge. However, suspected breaches of this policy could lead to disciplinary action and dismissal.

Whistleblower Directions

Brownes Dairy encourages any individual to disclose any potential Misconduct issues. You will be expected to have reasonable grounds to suspect the information you are disclosing is true and accurate from first-hand knowledge, but you will not be penalised if the information turns out to be incorrect. However, you must not make a report that you know is untrue or misleading. Deliberate false reporting may result in disciplinary action.

Examples of potential Misconduct include but are not limited to:

- Failure to comply with, or breach of legal or regulatory requirements;
- Breach of Brownes Dairy's Code of Conduct or other policies, standards or codes;
- Engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure, or is believed or suspected to have made, or be planning to make a disclosure of a Potential Misconduct;
- Criminal activity;
- Bribery or corruption;
- Conduct endangering the health and safety of any person or persons or causing damage to the environment;
- Dishonest, unethical, or irresponsible behaviour;
- Conflicts of interest, including those relating to outside business interests, relationships, improper payments and donations;
- Victimisation or harassment;
- Modern slavery, which exists if a person is not working of their own free will, is treated like property, or is seriously exploited or abused. Examples of modern slavery are human trafficking, slavery, and slavery-like practices, forced labour, servitude, early and forced marriage, debt bondage and forms of child labour;
- Misleading or deceptive conduct, including conduct or representations which amount to improper or misleading accounting, taxation, or financial reporting practices;
- Breaches of privacy;
- Unauthorised use of Brownes Dairy's Confidential Information; or
- Deliberate concealment of any of the above.

You are required to make any disclosure in accordance with the Brownes People Policy: Whistle Blower Policy and Process.

You can make a confidential disclosure where your identity is known to a Brownes Dairy representative and relevant stakeholders involved in the investigation and reporting of the potential Misconduct. This is the preferred option as it allows the matter to be fully investigated whilst providing you with ongoing protection and support. Otherwise, you can make an anonymous disclosure if you do not want to reveal your identity. This is the least preferred option as it may not be possible to investigate the report if Brownes Dairy is unable to contact you for further information.

Your identity will only be disclosed if you give your consent to Brownes Dairy to disclose that information or in exceptional circumstances where the disclosure is allowed or required by law.

Confidentiality

All information, documents, records and reports relating to the investigation of a potential Misconduct will be confidentially stored and retained in an appropriate and secure manner. Access to all information relating to the disclosure will be limited to those directly involved in managing and investigating the disclosure. Only a restricted number of people who are directly involved in handling and investigating the disclosure will be made aware of your identity, subject to your consent, or information that is likely to lead to the identification of your identity.

You will not be penalised or subject to any detriment for disclosing potential Misconduct. It is unlawful to cause detriment to you or another person on the belief or suspicion that a report has been, or will be, made, regardless of whether the report was made.

You may be entitled to protection from civil liability, criminal liability, and administrative liability, including disciplinary action, in respect of the disclosure. However, the whistle-blower protections do not grant immunity for any potential Misconduct you have engaged in that is revealed in any report.

Related Documents

- Whistle Blower Policy and Process
- Modern Slavery Policy