



MEDALLION METALS
LIMITED

Whistleblower Policy

Approved by the Board: 2 September 2020

WHISTLEBLOWER POLICY

Introduction

Medallion Metals Limited (**Medallion** and the **Company**) is committed to conducting its business with honesty, integrity and fostering a culture of compliance, ethical behaviour and good corporate governance. If an individual knows or suspects something is not right, the Company encourages him or her to speak-up as soon as possible.

Medallion's directors and management are committed to the protection of individuals who report information about illegal or improper conduct occurring within the Medallion group of companies.

All reports made under this Whistleblower Policy (**Policy**) are treated seriously. Anyone reporting wrongdoing should feel confident that they can do so without fear of reprisal or detrimental treatment, even if they turn out to be mistaken.

This Policy sets out:

- a) when you will be protected for speaking up about misconduct;
- b) how you can make a report about actual or suspected unethical or unlawful behaviour (**Speak-Up Report**);
- c) the protections that will be provided to you if you speak-up; and
- d) the processes on how the Company will investigate matters reported.

This Policy applies to all officers, employees and contractors (**personnel**) of Medallion, wherever they are located.

This Policy also applies to and protects those who are entitled to whistleblower protection under the Australian whistleblower laws (*see section 10 of this Policy*).

It is important to note that if your grievance is a solely personal work-related matter, you should raise the matter with the Company's OH&S Representative.

This Policy is also available in the Corporate Governance section of Medallion's website: www.medallionmetals.com.au

1. Responsibilities of All Personnel

All personnel must always comply with this Policy.

All personnel have a responsibility to report any wrongdoing or breach of Medallion's Code of Conduct (Code) and are encouraged to report any concerns.

Personnel must not disadvantage or victimise individual who speaks-up about any concerns, or anyone conducting or assisting with an investigation.

If applicable in the future, any personnel based outside Australia may also be subject to additional local whistleblower requirements in the country in which they are located.

2. Who is Protected under this Policy?

An individual will be protected under this Policy if:

- they are one of the individuals set out in section 3;
- they report information about the type of matters set out in section 4; and
- they report that information to one of the persons set out in section 5.

The Company encourages anyone to contact the Whistleblower Protection Officer if they have any questions about submitting a Speak-Up Report or about this Policy.

An individual may wish to obtain independent legal advice:

- before making a Speak-Up Report (for example, if the person is thinking about making a report to an MP or a journalist); or
- if the person has suffered detriment after lodging a report, including if they wish to seek compensation or remedies in court for potentially detrimental conduct or a failure by the Company to protect his or her identity.

It is important to note that any communication with a legal adviser will also be protected under the Australian whistleblower laws (irrespective of the outcome of that advice).

3. Who May Make a Report?

A person who speaks-up is known as a “**whistleblower**” and is anyone who makes, or attempts to make, a report under this Policy.

A Speak-Up Report, that qualifies for protection under the Australian whistleblower laws, may be made by a person who is or was:

- a) an officer or employee of Medallion, including permanent, part-time, fixed-term or temporary employees or interns and secondees;
- b) a supplier of goods and services to Medallion (whether paid or unpaid), including their employees (for example, contractors, consultants, service providers and business partners);
- c) an associate of Medallion; or

- d) a parent, grandparent, child, grandchild, sibling, spouse or dependent of any of those persons above.

4. What is a Reportable Matter?

The Company encourages individuals to speak-up about any concern (actual or suspected) of misconduct, or anything that may be illegal, unethical or improper, or any breach of Medallion's Code.

Some examples of matters that are eligible Reportable Matters are:

- unethical behaviour, human rights abuses, breaches of our policies or Medallion's Code of Conduct;
- an activity that poses a significant risk to public safety, people, property, operations or the environment (irrespective of whether it involves a breach of law);
- illegal conduct, such as fraud, theft, corruption, bribery, criminal damage to property or breaches of work health and safety laws;
- negligence, default, breach of trust and breach of duty;
- improper, unethical or dishonest conduct, such as misuse of company assets, conflicts of interest or abuses of authority;
- conduct that is damaging to the Company's financial position or reputation;
- misconduct in relation to the Company's tax affairs;
- any conduct that may indicate a systemic issue in relation to Medallion;
- any business behaviours and practices that may cause consumer harm;
- conduct that represents a danger to the public or the financial system;
- conduct that represents a significant risk to stability of or confidence in the financial system (irrespective of whether it involves a breach of law);
- engaging in or threatening to engage in detrimental conduct against a person who has made a speak-up report or is believed or suspected to have made, or be planning to make, a speak-up report;
- conduct that amounts to a criminal offence or contravention of the **Corporations Act 2001 (Cth)** or **Australian Securities and Investments Commission Act 2001**;
- conduct that is a Commonwealth criminal offence punishable by more than 12 months imprisonment; or
- other misconduct concerning corporate governance, accounting or audit matters;

Personal Work-Related Grievances

A personal work-related grievance is a grievance about an individual's employment that has implications only for the individual concerned (such as payroll or remuneration issues, promotion decisions and interpersonal conflicts), but does not have any other significant implications for the Company or relate to conduct about an eligible Reportable Matter as referred to in this Policy.

Importantly, reports about solely personal work-related grievances are not covered by this Policy and do not qualify for protection under the Australian whistleblower laws unless they also relate to any detriment or threat of detriment (*as explained in section 7.3*).

However, such a report may still qualify as a Reportable Matter if:

- it is a 'mixed' report – meaning it includes information indicating other misconduct beyond personal circumstances (for example, widespread bullying or harassment);
- Medallion has breached employment laws;
- Medallion has breached any other laws punishable by imprisonment for a period of 12 months or more;
- Medallion has engaged in conduct that represents a danger to the public;
- a person suffers from or is threatened with, detriment for submitting a Speak-Up Report; or
- the person seeks legal advice or representation about the operation of the Australian whistleblower laws.

If a report is a solely personal work-related grievance, the individual concerned should raise the matter with the Company's OH&S Representative.

5. Who can receive a Report?

All of the people listed below can receive reports, which then qualifies that report for protection under the **Australian whistleblower laws**. In the first instance, if possible, the Company encourages individuals to submit a report with the Whistleblower Protection Officer.

Whistleblower Protection Officer –
Medallion has appointed the Company Secretary to be the Whistleblower Protection Officer

Telephone: +61 414 599 311

Email: jess@everestcorp.com.au

Mail: P O Box 1240, West Perth WA 6872

Other Designated Recipients

Alternatively, if thought appropriate in the circumstances, a Speak-Up Report can be given to the following Designated Recipients, namely:

- (a) any director or a member of the Company's Key Management Personnel (KMP); and
- (b) the Company's external auditor, registered tax agent or BAS agent.

6. How to fill-out a Report?

A Speak-Up Report can be filled out and given to the people listed in section 5 in person, by email, post, or delivered by hand. An example template for making a Speak-Up Report is attached in **Annexure A** to this Policy.

If a report is sent to a Medallion email address, the email may be accessed by certain people within the Company's IT internal or external department (whatever the case may be) in accordance with

Medallion's policies. If there is a concern about those limited circumstances in which an individual's email might be accessed, a report should be made verbally or delivered by mail.

A report can be lodged anonymously by a whistleblower (and stay anonymous throughout and after any investigation) and still qualify for protection under the Australian whistleblower laws.

7. Protection for Whistleblowers

The Company will process any Speak-Up Reports given to it under this Policy in a manner so as to protect the whistleblower, as required under the Australian whistleblower laws.

7.1 Identity Protection

If a whistleblower submits a Speak-Up Report it is classified as a "protected disclosure" and it is illegal for anyone to identify the whistleblower or disclose any information that is likely to lead to the whistleblower being identified, unless:

- the whistleblower consents to disclosure;
- any report of information specifically excludes the whistleblower's identity and it is reasonably necessary to investigate a Reportable Matter (*however all reasonable steps will be taken to reduce the risk that the individual will be identified from the information*);
- it is necessary to obtain legal advice about the whistleblower's report and the whistleblower laws, in which case, the Company is able to pass the information on to its legal representative; or
- the Company is required to disclose the information to the Australian Federal Police; the Australian Securities and Investments Commission (**ASIC**); the Australian Prudential Regulatory Authority (**APRA**); or to the Australian Taxation Office (**ATO**).

7.2 Confidentiality and Secure Record Keeping

Subject to the exceptions allowed under section 7.1 of this Policy or otherwise by law, the identity of a whistleblower (or information that is likely to lead to their identity becoming known) must be kept confidential at all times during and after the investigation (including in any reporting to the Medallion Board or to any persons affected).

All persons responsible for, or involved in, an investigation must take all reasonable steps to reduce the risk that a whistleblower will be identified.

The Company will keep a whistleblower's identity and their report confidential and secure by:

- obscuring the name and identifying features from any internal reporting (unless the whistleblower agrees in writing for his or her identity to be known);
- limiting access to all paper and electronic documents and materials to those directly involved in managing and investigating the report; and
- ensuring that anyone who is involved in handling and investigating a report is aware of the confidentiality requirements.

7.3 Protection from Detriment

The Company is committed to protecting people who submit a Speak-Up Report under this Policy.

No person at Medallion (including any officers, employees or contractors) may cause or threaten any detriment to any person because they think a report has been or might be made under this Policy.

“**Detriment**” includes (but is not limited to):

- dismissal of an employee;
- injury of an employee in their employment;
- alteration of an employee’s position or duties to their disadvantage;
- discrimination, harassment or intimidation;
- harm or injury including psychological harm, damage to property, reputation or financial position; or
- taking action against a person (including any disciplinary action or imposing a liability) for making a report.

However, the Company is entitled to take steps that:

- are reasonably necessary to protect the whistleblower from detriment (for example, moving the person to another work area to protect him or her from detriment if a report is about the persons’ immediate work area); or
- relates to managing unsatisfactory work performance in line with Medallion’s performance evaluation framework.

7.4 Protection from Civil, Criminal and Administrative Liability

If a whistleblower submits a protected disclosure, the individual will also be protected from any of the following in relation to the Speak-Up Report:

- civil liability – for example, any legal action against the individual for breach of an employment contract, duty of confidentiality or another contractual obligation;
- criminal liability – for example, prosecution for unlawfully releasing information or otherwise using a report against the person in a prosecution (other than for making a deliberately false report); and
- administrative liability – for example, disciplinary action for submitting a report.

Importantly, a whistleblower may be liable for any personal misconduct revealed in a report.

7.5 Compensation and Other Remedies

A whistleblower may seek compensation and other remedies through the courts if it is proven:

- they suffered loss, damage or injury because of a report; and
- Medallion failed to take reasonable precautions and exercise due diligence to prevent detrimental conduct.

7.6 Support and Practical Protections

The Company has in place processes for protecting, supporting and monitoring the welfare of anyone who submits a Speak-Up Report. This includes risk assessment of any potential detriment, work adjustment considerations and support services such as counselling, stress management strategies and employee assistance programs.

8. Investigation Process of Information Reported under this Policy

When a Speak-Up Report under this Policy is submitted, the report will typically be investigated as in the steps below and by maintaining confidentiality in accordance with section 7.2:

STEP 1 The Whistleblower Protection Officer (or a Designated Recipient) who receives a report, as soon as practicable, will ensure the identity of the whistleblower is protected (in accordance with section 7.1), unless the whistleblower has consented otherwise.

STEP 2 The Whistleblower Protection Officer or a Designated Officer will determine whether the report is eligible and covered by this Policy and, if appropriate, appoint an investigator with no personal interest in the matter to conduct an investigation. If required, an external investigator will be appointed to ensure the investigation is handled fairly and independently or where specialist skills or expertise are necessary.

STEP 3 The investigator(s) will conduct the investigation in an objective and fair manner, ensuring that they give any employee who is mentioned in the report an opportunity to respond to the allegations prior to any adverse findings being made against them. Those employees are also be entitled to access the support services referred to in section 7.6.

If the whistleblower can be contacted (including through anonymous channels), the Company will give the whistleblower regular updates on the status of the investigation as appropriate, with the frequency and timing of such updates depending on the nature of the report.

The Company will aim to conclude the investigations within three (3) months of receiving a report, however, that time may vary depending on the nature of the Reportable Matter.

STEP 4 The outcome of the investigation will be reported to the Board (protecting the whistleblower's identity, if necessary) and may, if the Whistleblower Protection Officer considers appropriate, be shared with the whistleblower and any persons affected.

The Company encourages discussion with the Whistleblower Protection Officer on any of the Steps outlined above and on any aspect of this Policy. It is acknowledged that additional steps may need to be taken on a case by case basis, as agreed to by the Whistleblower Protection Officer on behalf of the Company.

9. Board Reporting and Oversight

The Whistleblower Protection Officer will provide the Board at least quarterly, if applicable, all active whistleblower matters, including information on:

- the number and nature of reports made in the last quarter (for example, who to and matter type);
- how reports were raised;
- the status of any investigations underway;
- the frequency of communications with whistleblowers;
- the outcomes of completed investigations and actions taken; and
- the timeframes for responding and investigating reports.

The Board (or its delegated committee) will also be immediately informed promptly by the Managing Director (MD)/CEO of any material incidents reported under this Policy, including any information that may be materially price sensitive in accordance with Medallion's Continuous Disclosure Policy.

10. How this Policy Interacts with Whistleblower Laws

10.1 Australian whistleblower laws

By making a Speak-Up Report in accordance with this Policy, a whistleblower may be protected under the Australian whistleblower laws if the type of matter raised is protected by those laws.

While this Policy principally deals with internal reports, the protections afforded by the Australian whistleblower laws (as set out in section 7) also include some types of disclosure made to external parties, such as:

- legal representatives to obtain advice or representation about the Australian whistleblower laws;
- ASIC, APRA or the ATO; or
- Members of Parliament (MPs) or journalists, where there are reasonable grounds to believe that making the further disclosure would be in the public interest or the information concerns a substantial and imminent danger to the health or safety to one or more persons or to the natural environment, but only where prior disclosure has been made to ASIC, APRA or the ATO and the Company in certain circumstances. It is important to note that strict criteria apply and the Company recommends personnel seek legal advice before making a disclosure to one of these people or organisations.

For more information about the Australian whistleblower laws (including how to make a disclosure directly to ASIC or the ATO), see the information available on the ASIC website (including Information Sheet 239 *How ASIC handles whistleblower reports*) and the ATO website.

11. Non-compliance with this Policy

Any breach of this Policy by personnel will be taken seriously by the Company and may be the subject of a separate investigation and/or disciplinary action.

A breach of this Policy may also amount to a civil or criminal contravention under the Australian whistleblower laws, giving rise to significant penalties.

The Company encourages personnel to raise any concerns about non-compliance with this Policy with the Whistleblower Protection Officer in the first instance.

12. Review of this Policy

This Policy must be reviewed by the Board or its delegated committee with the assistance of the Whistleblower Protection Officer at least once every two (2) years to ensure it is operating effectively. Any recommended changes must be approved by the Board or its delegated committee.

Annexure A – Speak-Up Report Form

Speak-Up Report Template: Medallion Metals Limited

This template can be used by any personnel and is intended to assist in submitting a Speak-Up Report in relation to the Company or an officer or employee of Medallion Metals Limited.

Use of this form (including provision of all information requested in it) is optional and it is open to you to complete and submit a report in another way, including by telephone.

You can submit this form to the Whistleblower Protection Officer (or a Designated Recipient if appropriate) by email, post or hand.

Speak-Up Report Form: Medallion Metals Limited

SECTION A: CONSENT	
<input type="checkbox"/>	I consent to my identity being shared in relation to this report; OR
<input type="checkbox"/>	I wish for my identity to remain anonymous <i>(If you wish to remain anonymous, you do not need to complete section B and Section C)</i>
<input type="checkbox"/>	I consent to being contacted about my report <i>(If so, please complete Section C)</i>
<input type="checkbox"/>	I wish to receive updates about my report <i>(If so, please complete Section C)</i>
SECTION B: PERSONAL DETAILS	
Name:	
Address:	
Location (if applicable):	<input type="checkbox"/> Australia <input type="checkbox"/> Other Country, please advise: _____
Department / Team (if applicable):	
Role / Position:	
SECTION C: CONTACT DETAILS	
Preferred telephone/mobile no: <i>(this may be a private number; please include country and area code)</i>	
Preferred email address: <i>(this may be a private email address)</i>	
Preferred contact method: <i>(phone / mobile/ email / in person)</i>	<input type="checkbox"/> Phone/mobile <input type="checkbox"/> Email <input type="checkbox"/> Mail <input type="checkbox"/> In person
Best time to contact you:	

SECTION D: DISCLOSURE

All questions are optional – however, the more information that you provide, the easier it will be for us to investigate and address your concerns.

1	<p>A description of your concerns, including:</p> <ul style="list-style-type: none">• <i>Location</i>• <i>Time</i>• <i>Persons involved</i> <p>(You are encouraged to include with this report any supporting evidence you may hold – you can use box 7 or a separate page if you run out of space)</p>	
2	<p>How did you become aware of the situation?</p>	
3	<p>Who was involved in the conduct, including any names, departments and position?</p>	

4	<p>Does anyone else know about the matters you are concerned about?</p> <p><i>(If yes, please describe any steps you have taken to report or resolve your concern and the outcome, if applicable)</i></p>	
5	<p>Do you have any concerns about you or any other person being discriminated against or unfairly treated because of this report?</p>	
6	<p>Do you think the reported conduct might happen again?</p>	
7	<p>Please include any other details which you believe are relevant</p>	

DATED: _____