

WHISTLEBLOWER POLICY

This Policy covers Diatreme Resources Limited ACN 061 267 061 and its Related Body Corporate (collectively, **‘Diatreme, we or our’**). We are committed to doing business in an open and accountable way through supporting a culture of honest and ethical behaviour. We recognise that an important aspect of this is that individuals feel confident about reporting any concerns they may have about suspicious activity or wrongdoing in relation to our business activities without fear of harm or reprisal. This Policy supports Diatreme’s company values and Diatreme’s Code of Conduct.

The purpose of this Policy is to set out:

- the processes and procedures for the disclosure, investigation and resolution of suspicious activity or wrongdoing; and
- the guidelines for the support and protection of individuals who wish to raise concerns about reportable conduct.

This Policy applies to all employees and officers, and all others who work for, act on behalf of, or represent Diatreme, including contractors and consultants.

We do not tolerate reportable conduct and urge anyone who becomes aware of known or suspected reportable conduct to make a disclosure in accordance with this Policy.

You will also be eligible for certain protections, as an eligible whistleblower, under the Corporations Act or Tax Act (if the reportable conduct relates to tax avoidance behaviour or other tax issues) if you make a disclosure in accordance with this Policy and you are (or have ever been) any of the following:

- an officer or employee;
- a supplier of goods or services (whether paid or unpaid) including their employees;
- a relative of an officer, employee, a supplier of goods or services and their employees; or
- a dependant of an officer, employee, a supplier of goods or services and their employees, or of that individual’s spouse or relative

MAKING A DISCLOSURE

To be eligible for the protections under the Corporations Act, you must:

- be an eligible whistleblower;
- be an eligible recipient; and
- have ‘reasonable grounds to suspect’ any form of reportable conduct in relation to the company, meaning a mere allegation with no supporting information is not likely to be considered as having ‘reasonable grounds to suspect’. Instead, there should be information or evidence that supports the allegation. The allegation however does not need to be proven, but you are encouraged to provide evidence in support of your disclosure it is safely available, and eligible whistleblowers will still qualify for protection even where their report is incorrect or unsubstantiated.

DISCLOSURES WHICH WILL BE DEALT WITH UNDER THIS POLICY

Reportable conduct refers to any matter that you know, or have reasonable grounds to suspect:

- misconduct (including fraud, negligence, default, breach of trust or duty);
- an improper state of affairs or circumstances in relation to Diatreme, or in relation to the tax affairs of Diatreme;
- Diatreme (including employees or officers) have engaged in conduct that constitutes an offence against, or a contravention of, a provision of any of the following Commonwealth laws:
 - the Corporations Act;
 - the Superannuation Industry (Supervision) Act 1993 (Cth);
 - the ASIC Act 2001 (Cth);
 - the Banking Act 1959 (Cth);
 - the Financial Sector (Collection of Data) Act 2001 (Cth);
 - the Insurance Act 1973 (Cth);
 - the Life Insurance Act 1995 (Cth); or
 - the National Consumer Credit Protection Act 2009 (Cth),
- an offence was committed against any other Commonwealth law punishable by imprisonment for a period exceeding 12 months; or
- there is a danger to the public or financial systems.

For example, reportable conduct may refer to, but is not limited to:

- illegal conduct;
- insider trading;
- fraud, money laundering or misappropriation of funds;
- dishonest or unethical behaviour and practices;
- offering or accepting a bribe;
- financial irregularities;
- failure to comply with, or breach of, legal or regulatory requirements;
- health, safety and environmental issues;
- conduct which indicates a significant risk to public safety or the stability of, or confidence in, the financial system (even if it does not involve a breach of a particular law); or
- 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 under this Policy, regardless of whether they are an eligible whistleblower.

Disclosures made about tax avoidance behaviour or other tax issues in relation to Diatreme or its Related Body Corporate will only be eligible for protection under the Tax Act if you consider the information in your disclosure may assist the recipient to perform their duties under a tax law in relation to Diatreme.

Diatreme may deal with any actions or consequences arising from the confirmed allegations under other relevant policies, procedures, codes and guidelines. Complaints or concerns about conduct, that do not qualify as reportable conduct as defined in this Policy, will be managed in accordance with Diatreme's other relevant policies, procedures, codes and guidelines.

Matters which are or relate to solely personal work-related grievances are generally not reportable conduct and should instead be raised in accordance with an employee's direct manager or with Lauren Phelps (People and Development Coordinator). A personal work-related grievance refers to a matter which concerns your employment (or former employment) which may have implications for you personally but does not have significant implications

for us or our business and does not involve allegations of misconduct or an improper state of affairs or circumstances. Personal work-related grievances might involve:

- an interpersonal conflict with another employee;
- a decision by us that does not involve a breach of workplace laws;
- a decision about your engagement, transfer or promotion;
- a decision about the terms of your employment;
- a decision to suspend or terminate your employment; or
- a disciplinary decision.

However, in certain circumstances your concerns about personal work-related grievance should still be raised as a disclosure under this Policy, such as if:

- the personal work-related grievance includes information about reportable conduct, or your concerns about reportable conduct includes or is accompanied by a personal work-related grievance;
- the personal work-related grievance concerns tax avoidance behaviour or other tax issues;
- you know or have reasonable grounds to suspect that the personal work-related grievance concerns a breach of employment or other laws punishable by imprisonment for a period of 12 months or more, represents a danger to the public or otherwise suggests misconduct beyond your personal circumstances; or
- you are suffering from or have been threatened with detriment for making a disclosure in accordance with this Policy, or for seeking legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act or Tax Act (as applicable).

WHO TO CONTACT TO MAKE A DISCLOSURE

Disclosures can be made at any time to an Authorised Disclosure Officer. Neil McIntyre (Chief Executive Officer) is the Authorised Disclosure Officer at Diatreme.

If you become aware of reportable conduct and wish to seek additional information before formally making a disclosure, you should contact Diatreme's Authorised Disclosure Officer, ASIC or seek independent legal advice.

Disclosures made by eligible whistleblowers will be protected under the Corporations Act or Tax Act (as applicable) if they are made to:

- an Authorised Disclosure Officer;
- ASIC;
- APRA;
- a legal practitioner, provided that the disclosure is made for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Corporations Act;
- if the reportable conduct relates to tax avoidance behaviour or other tax issues, to, in addition to those persons listed in this section above:
 - the Commissioner of Taxation (i.e. the Australian Taxation Office (ATO));
 - a registered tax agent or BAS agent who provides tax agent or BAS services to Diatreme or any of its Related Body Corporate; or
 - any other employee or officer of Diatreme or any of its Related Body Corporate who has functions or duties that relate to the tax affairs of Diatreme;

- a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory or a journalist on the grounds of public interest, known as making a public interest disclosure, provided that:
 - you have previously made a disclosure to ASIC, APRA or another prescribed Commonwealth body in accordance with this Policy;
 - at least 90 days have passed since your previous disclosure was made;
 - you do not have reasonable grounds to believe that action is being, or has been, taken to address the matters to which your previous disclosure related;
 - you have reasonable grounds to believe that making a further disclosure would be in the public interest;
 - you have provided the party you made the previous disclosure to (i.e. ASIC, APRA or another prescribed Commonwealth body) with written notice that:
 - includes sufficient information to identify the previous disclosure; and
 - states that you intend to make a public interest disclosure; and
 - the extent of the information disclosed is no greater than is necessary to inform the recipient of the reportable conduct;
- a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory or a journalist on the grounds of an emergency disclosure, known as making an emergency disclosure, provided that:
 - you have previously made a disclosure to ASIC, APRA or another prescribed Commonwealth body in accordance with this Policy;
 - you have reasonable grounds to believe that the disclosure concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;
 - you have provided the party you made the previous disclosure to (i.e. ASIC, APRA or another prescribed Commonwealth body) with written notice that:
 - includes sufficient information to identify the previous disclosure; and
 - states that you intend to make an emergency disclosure; and
 - the extent of the information disclosed is no greater than is necessary to inform the recipient of the substantial and imminent danger; or
- any other person in accordance with any relevant law, regulation or other requirement.

Public interest disclosures and emergency disclosures will not be protected under the Tax Act if the reportable conduct relates to tax avoidance behaviour or other tax issues. Before making a public interest disclosure or an emergency disclosure, you should contact an independent legal adviser.

ROLES AND RESPONSIBILITIES RELATING TO THIS POLICY

Authorised Disclosure Officer: The Authorised Disclosure Officer is authorised to receive disclosures at Diatreme. This role is currently held by **Neil McIntyre** (Chief Executive Officer).

Whistleblower Protection Officer: The Whistleblower Protection Officer is responsible for safeguarding the interests of eligible whistleblowers and ensuring compliance with any applicable laws and regulations in accordance with this Policy. The Whistleblower Protection Officer is usually also responsible for completing a preliminary review of any disclosure. The Whistleblower Protection Officer will be responsible for appointing the Whistleblower Investigation Officer in relation to a matter. This role is currently held by **Lauren Phelps** (People and Development Coordinator) or, if the disclosure concerns (or may concern) that person, an alternative will be identified.

Whistleblower Investigation Officer: The Whistleblower Investigation Officer carries out or supervises the investigation of any disclosure made in accordance with this Policy to determine whether there is enough evidence

in support of the matters raised or, alternatively, to disprove the disclosure. This role is currently held by **Kara Keys** (Director) or, if the disclosure concerns (or may concern) that person, an alternative will be identified.

The Whistleblower Protection Officer and Whistleblower Investigation Officer act independently of each other, and the responsibilities of these roles must not reside with one person.

Board: The Board governs and it responsible for the ultimate decision-making power regarding disclosures made under this Policy.

MAKING AN ANONYMOUS DISCLOSURE

If you do not feel comfortable including details of your identity, you can make an anonymous disclosure. If you decide to remain anonymous over the course of and after the investigation, no investigations will be carried out to try and identify you. It is illegal for anyone to identify a discloser or disclose information likely to lead to the identification of the discloser.

If you make a disclosure that includes details of your identity, or any other information which could be used to identify you, the Authorised Disclosure Officer who received your disclosure will ask you to consent to this information being disclosed to the relevant parties who will be responsible for investigating your disclosure. This may include:

- the Whistleblower Protection Officer;
- the Whistleblower Investigation Officer;
- other members of the Board; and/or
- an external investigator.

If you do not wish for this information to be included, your disclosure will be de-identified before it is escalated for investigation. Please note however that this may affect the ability of that party to complete their investigation.

However, it is important that you understand that it may be difficult for us to investigate your disclosure properly if it is made anonymously and we are not able to contact you. If you feel comfortable doing so, we suggest making an anonymous disclosure using an anonymised email address so we can ask you follow up questions or provide you with updates about the status of our investigation.

If you are an eligible whistleblower, you can make an anonymous disclosure and still be eligible for protection under the Corporations Act or Tax Act (as applicable).

You may refuse to answer questions if you feel that the answer could reveal your identity at any time.

ASSESSMENT AND INVESTIGATION OF DISCLOSURES

Disclosures will initially be referred to the Whistleblower Protection Officer, who will carry out an initial assessment of the disclosure, in particular:

- the scope and nature of the disclosure and potential investigation into the disclosure;
- the issues raised by the disclosure, including whether the disclosure falls within this Policy;
- the actual risks of detrimental conduct faced by all individuals involved in the disclosure (and, where appropriate, take action as and where is required);
- identify any technical, financial or legal advice that may be required to support the potential investigation into the disclosure;

- the time frame for the potential investigation into the disclosure; and
- the appropriate steps for both responding to the disclosure and your welfare.

If the disclosure is covered by this Policy and further investigation of the matters raised in the disclosure is considered warranted, your disclosure will be referred to a Whistleblower Investigation Officer.

The objective of an investigation of a disclosure is to determine whether there is enough information to substantiate or refute the matters reported in the disclosure.

Where an investigation needs to be undertaken, we will ensure it is objective, fair and independent. Therefore, any Whistleblower Investigation Officer appointed to investigate your disclosure will be independent of you and any individuals who are the subject of your disclosure, as well as any connected staff members.

The Whistleblower Investigation Officer has received training on how to investigate disclosures. If, however it is considered that additional specialist skills or expertise are necessary or if the disclosure concerns any member of the Board or any senior managers, an external investigator may be appointed to conduct the investigation, either in conjunction with, or independently of, an internal Whistleblower Investigation Officer.

Unless you have chosen to remain anonymous and cannot be contacted, after the Whistleblower Protection Officer has completed their initial assessment of your disclosure, they will discuss with you what kind of support you need. For instance, an eligible whistleblower may request that Diatreme:

- grant the eligible whistleblower a leave of absence during the investigation;
- provide alternative employment arrangements (such as working from home);
- provide independent professional counselling or other professional services for the distress caused by the reportable conduct which led to the disclosure being made by you;
- ensure any risks of isolation, harassment or conflicts are addressed; and
- assistance in developing strategies to help you minimise and manage stress, time or performance impacts, or other challenges resulting from your disclosure or its investigation.

Diatreme will give due consideration to the granting of such requests wherever it is reasonably practicable to do so.

Unless you have chosen to remain anonymous and cannot be contacted, we will (through the Whistleblower Protection Officer):

- confirm receipt of the disclosure by the Whistleblower Investigation Officer and to establish a process, including expected timeframes, for reporting to you the progress of the investigation;
- contact you as soon as practicable after the disclosure has been referred to the Whistleblower Investigation Officer to discuss whether you require any additional support;
- inform you at the earliest possible opportunity if the Whistleblower Investigation Officer determines that there is insufficient information to warrant further investigation;
- where appropriate and permissible to do so, and subject to confidentiality, provide you with feedback regarding the process of the investigation; and
- inform you of the final outcome of the investigation.

REPORTING INVESTIGATIONS

Depending on the nature of the disclosure, at the end of an investigation, the Whistleblower Investigation Officer will submit a de-identified report to the Board. The report will summarise the conduct of the investigation and the evidence collected, draw conclusions about the extent of any reportable conduct and recommend an appropriate course of action to remedy any non-compliance, and recommend actions that may be taken by Diatreme to ensure such scenario does not re-occur, whilst still ensuring the confidentiality of the eligible whistleblower is preserved.

The eligible whistleblower will also receive a summary of any findings of the investigation into their disclosure, assuming the eligible whistleblower can be contacted, except in circumstances where it is not appropriate to provide the details of the outcome of the investigation to the eligible whistleblower.

Where an eligible whistleblower is unsatisfied with the outcome of the investigation into their disclosure, a review of the investigation on the disclosure may be conducted by an officer of Diatreme who was not involved in the investigation of the disclosure, to ensure all investigation processes outlined in this Policy have been adhered to. These findings will then be provided to the Board.

Diatreme is not obliged to reopen an investigation, nor does the investigation need to be reopened. It may be concluded in the review that the investigation into the disclosure was conducted properly, or no new information is available to change the outcome of the investigation.

Eligible whistleblower's who are not satisfied with the outcome of the investigation of their disclosure may also lodge a complaint with a regulator, such as ASIC or APRA.

The Board will be provided with confidential reports on the number and type of whistleblowing incidents, so that any issues may be addressed. Such reports will be on a 'no name' basis to maintain confidentiality in accordance with this Policy.

ENSURING FAIR TREATMENT OF INDIVIDUALS MENTIONED IN A DISCLOSURE

All disclosures will be treated confidentially, regardless of whether or not you are an eligible whistleblower. Your identity and any information you disclose will not be provided to anyone who is not involved in the investigation of your disclosure unless permitted by law (such as if we disclose such details to ASIC, the Australian Federal Police or a legal practitioner), or you have consented to us doing so.

The Whistleblower Protection Officer will also ensure that, subject to any relevant laws, regulations and procedural fairness:

- if practical and appropriate to do so, the details of individuals mentioned in the disclosure are handled confidentially and kept protected;
- any person who is the subject of a disclosure will be advised about the subject matter and particulars of the disclosure as and when required by principles of natural justice and procedural fairness and before any action is taken; and
- any person who is the subject of a disclosure and individually named in the disclosure will be provided the opportunity to be heard and respond to any complaint raised against them (including by providing any information, material or documentation in support of their response);
- any person who is the subject of a disclosure will be given the opportunity to:
 - nominate any witness they wish to be interviewed; and
 - respond to any new evidence which is significant or allegations that emerge during the investigation;

- any person who is the subject of a Disclosure receives appropriate support services.

Procedural fairness protects the rights of individuals and enhances confidence in the disclosure process. The time frame for conducting investigations will differ depending on the complexity of the disclosure, however, all disclosures will be investigated as promptly as is reasonably practicable.

All documents and other materials relating to your disclosure will be stored and dealt with securely.

PROTECTION OF WHISTLEBLOWERS

This Policy is designed to ensure that no person will be subject to, or threatened with, detrimental conduct (whether by act or omission) by us, our employees or anyone else whose conduct is within our control if that person believes or suspects that another person has made, may have made, proposes to make, or could make a disclosure, and the belief or suspicion is the reason, or part of the reason, for their conduct towards that person.

It is against the law for us to fail to take reasonable precautions to protect you from actual or threatened detrimental conduct. It is also against the law for us to breach your confidentiality if you are an eligible whistleblower.

Where detrimental conduct has occurred following a disclosure, you may lodge a complaint to Kara Keys (Director), where not involved in the disclosure, who will investigate the complaint of detrimental conduct as a separate matter to the disclosure, with the investigation findings to then be provided to Neil McIntyre (Chief Executive Officer).

Examples of detrimental conduct could include:

- dismissal as an employee or contract for services;
- injury in the course of the person's employment;
- alteration of a person's position or duties within their employment to their disadvantage;
- discrimination between the person and other employees;
- harassment or intimidation;
- harm or injury, including psychological harm;
- damage to the person's property;
- damage to the person's reputation;
- damage to the person's business or financial position; or
- any other damage,

but will not include situations where the conduct is appropriate in the circumstances, such as:

- administrative action that is reasonable for the purpose of protecting the person from detrimental conduct (such as the actions detailed above); and
- managing unsatisfactory work performance, if the action is in line with our performance management framework.

You can seek compensation and other remedies through the courts if:

- you suffer damage, injury or loss from detrimental conduct because of a disclosure (whether or not it was you who made the disclosure); and
- we fail to take reasonable precautions and exercise due diligence to prevent that detrimental conduct,

In these circumstances, we encourage you to seek independent legal advice.

If you are an eligible whistleblower, you are also protected from any of the following in relation to your disclosure:

- civil liability (e.g. any legal action against you for breach of an employment contract, duty of confidentiality or another contractual obligation);
- criminal liability (e.g. attempted prosecution of you for unlawfully releasing information, or other use of the disclosure against you in a prosecution (other than for making a false disclosure)); and
- administrative liability (e.g. disciplinary action for making the disclosure).

However, it is important that you understand that these protections do not apply in relation to any misconduct you have engaged in that is revealed in your disclosure.

OBJECTIVES AND OPERATIONS

Our corporate governance oversees our commitment to ensuring our employees, contractors, customers and suppliers not only understand reportable conduct, but take action to minimise reportable conduct risks.

We have a range of existing policies and procedures we have implemented, which assist in addressing reportable conduct risks. Such policies and procedures include our Code of Conduct, which outlines our expectations around employee, contractor and director's standards and behaviour, our Modern Slavery Policy and other relevant policies and procedures.

COMMUNICATION, ENGAGEMENT AND TRAINING

This Policy will be published on Diatreme's website, on Employment Hero and provided to all suppliers and contractors upon request.

Employees and contractors must read, understand and comply with this Policy.

A copy of this Policy will be made available to new employees and contractors as part of their onboarding process.

We will also ensure that all individuals with roles and responsibilities under the Policy, including but not limited to the Whistleblower Protection Officer, Whistleblower Investigation Officer and Board, receive induction and ongoing training in relation to receiving and handling disclosures, including training relating to confidentiality and the prohibitions against detrimental conduct. We will be conducting training sessions to ensure process and policies and rights and obligations are understood by employees, with any updates provided to employees at such training sessions.



Neil McIntyre

Chief Executive Officer

Diatreme Resources Limited

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