Whistleblower Policy

Policy Owner: Company Secretary
Reviewed and Approved: 17 June 2025

Making a sustainable future possible together

1. Introduction

The Cleanaway Waste Management Limited **(Cleanaway or Company)** Code of Conduct, policies and procedures have been developed to ensure high standards of conduct and ethical behaviour in all of Cleanaway's business activities. Cleanaway's Executive Team and Board are committed to preventing and detecting deviations from the Code of Conduct, our Guiding Principles, policies and procedures. To assist in detecting deviations, Cleanaway has implemented a fully independent Whistleblower service called FairCall.

This Whistleblower Policy (Policy) has been adopted to ensure that employees and stakeholders can raise concerns confidentially and/or anonymously regarding any actual or suspected contravention of our group Code of Conduct, policies, procedures and non-adherence to applicable Laws and Regulations without fear of reprisal or feeling threatened by doing so.

This Policy aims to:

- encourage employees and stakeholders to report an issue if they genuinely believe someone has engaged in misconduct or improper business conduct or contravened our Code of Conduct, policies or the law;
- highlight that Cleanaway takes these matters seriously and will investigate all reported misconduct or unethical behaviour; and
- assist in ensuring that serious misconduct or unethical behaviour is identified, and appropriate action taken should the allegations be proven.

The implementation of this Policy is overseen by General Counsel and Company Secretary and the Board.

In the remainder of this Policy, Cleanaway or Company means Cleanaway Waste Management Limited and its related bodies corporate.

2. Who does this policy apply to?

This Policy applies to any former or current:

- Employees and officers of Cleanaway;
- Contractors and suppliers of Cleanaway, and their employees;
- An individual who is an associate of Cleanaway; and
- Dependants, spouses and relatives of any of the above (and dependants of such an individual's spouse).

3. What can I report and who can I report to?

You can whistleblow and obtain the protection under the Corporations Act 2001 (Corporations Act) if you have reasonable grounds to suspect that the information you disclose concerns any misconduct or an improper state of affairs or circumstances in relation to the Company, including if it indicates that the Company or any of its officers or employees has engaged in conduct that is:

- a breach of the Corporations Act and other specified Acts (for example, insider trading, illegal conflicts of interest, misuse of confidential information, misleading disclosure, anti-competitive behaviour);
- an offence against a Commonwealth law, punishable by imprisonment of at least 12 months (for example, money laundering, tax evasion); or
- a danger to the public (for example, health and safety policy breaches, uncontrolled discharge of toxic chemicals, illegal dumping).

(Eligible Report)

Examples of misconduct that may be the subject of an Eligible Report include:

- dishonest, fraudulent, corrupt or other unlawful conduct or practices;
- financial, accounting or tax irregularities;
- conduct endangering health, safety or the environment;
- any instances of modern slavery;
- actual or intended giving or taking of bribes; or
- actual or threatened detrimental conduct against a person who has made (or is believed or suspected to have made) a protected disclosure.

To obtain the protections under the Corporations Act, you need to disclose and report the matter to one of the following recipients **(Eligible Recipients):**

- An officer (i.e. Directors and Company Secretaries) of Cleanaway, a member of Executive Team;
- The external auditor or an external audit team member who is conducting an audit of Cleanaway;
- an actuary of Cleanaway; or
- FairCall – further details are set out in Section 5 of this Policy.

In certain circumstances, a protected disclosure may be made to a legal practitioner (if the report is made for the purpose of obtaining legal advice or representation in relation to the Whistleblower laws), the Australian Securities & Investments Commission (ASIC), Australian Taxation Office (ATO), Australian Prudential Regulatory Authority (APRA) or other prescribed Commonwealth bodies.

In certain circumstances concerning public interest or emergencies, you may also make a protected disclosure to a journalist or parliamentarian. These circumstances are set out in section 1317AAD of

the Corporations Act and include (for a public interest disclosure) a requirement that 90 days must have passed since the initial Eligible Report was made. You should obtain legal advice prior to making a public interest or emergency disclosure.

There are no requirements to reveal your identity when making a report to an Eligible Recipient i.e. you can remain anonymous and still be protected under the Corporations Act. You can also refuse to answer questions if you feel the answers may reveal your identity.

4. Personal work-related grievances

If you have a personal work-related grievance (eg issue arising from a performance management process, an interpersonal conflict between you and another employee, disagreement about the terms and conditions of your employment, or other issues that relate to your employment and has implications for your personally), generally speaking, you will not be given protections under the Corporations Act.

You should talk to your Supervisor or a HR Business Partner if you wish to raise or discuss any personal work-related grievances. If you feel that it would not be appropriate to talk to your Supervisor or a HR Business Partner in relation to a personal work-related grievance and would like to discuss how this policy applies, you should contact a member of the Legal or Company Secretarial team or the Head of Audit and Risk.

A disclosure about, or including, a personal work-related grievance may still qualify for protection if:

- it also includes a disclosure about a breach of law or misconduct which would otherwise be an Eligible Report (ie a 'mixed report');
- the whistleblower suffers, or is threatened with detriment, for making a disclosure; or
- the whistleblower seeks legal advice or representation about the statutory whistleblower protections under the Corporations Act.

5. What are the protections to whistleblowers?

Some of the protections provided under the Corporations Act when the conditions in Section 3 are met, are:

- The whistleblower cannot be subject to legal liability or administrative liability (such as disciplinary action) for making the report but can still be liable for misconduct they have engaged in that is revealed as part of their disclosure;
- It is unlawful for anyone to victimise or cause detriment to a person (or threaten to do so) because of a belief that the person has made a report. Anyone who does so (including the Company) may be liable for civil and/or criminal penalties, and the person may be able to seek legal recourse against them. A termination of contract on the basis of a disclosure can also constitute a breach of contract;
- A person who obtains information about a whistleblower's identity directly or indirectly because of an Eligible Report commits an offence if they disclose the whistleblower's identity, or information that is likely to lead to the identification of the whistleblower, without the

whistleblower's consent, to anyone except the Australian Securities and Investments Commission, the Australian Federal Police, the Australian Prudential Regulatory Authority, or a legal practitioner for the purposes of obtaining legal advice and representation; and

- a right to seek compensation and other remedies if the whistleblower suffers loss because of an eligible disclosure or Cleanaway fails to take reasonable precautions to prevent such loss.

Examples of detrimental conduct to a whistleblower which is prohibited by the Corporations Act include:

- dismissal from employment;
- alteration of the employee's positions or duties to their disadvantage;
- discrimination, harassment or intimidation;
- harm or injury including psychological harm; and
- damage to the whistleblower's property, reputation or financial position.

The exclusion from legal liability for the whistleblower referred to above includes:

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

6. How do I make a report through FairCall?

FairCall is an independent, 3rd party service provider which specialises in handling sensitive and confidential reports. You can make a report to FairCall, including outside business hours, by:

- Calling 1800 500 965 (Australia Toll-free number)
- Sending an email to faircall@kpmg.com.au
- Faxing the information to a secure fax number: 02-9335 7466
- Mailing the report or additional call information to a secure mailbox at the following address:

  The FairCall Manager
  PO Box H67
  Australia Square
  Sydney NSW 1213 Australia

7. What happens after a report is made?

Once a disclosure is made to an Eligible Recipient, a report will be prepared which will then be provided to the Head of Audit and Risk, who will inform relevant members of the Executive Team as required. If a report relates to a member of the Executive Team, it will not be provided to them. The report will be reviewed by the relevant members of the Executive Team. The report will not contain any information regarding the whistleblower's details or identity unless that person has expressly given their consent for their details or identity to be revealed.

Cleanaway will assess each disclosure to determine whether it qualifies for protection and a formal, in-depth investigation is required. Disclosures requiring investigation will be investigated as soon as practicable after the matter has been reported. Cleanaway may not be able to undertake an investigation if it is not able to contact the whistleblower (eg to clarify material details in the disclosure).

Cleanaway will provide feedback to the whistleblower about the status of the investigation and/or if further information is required. If you want to remain anonymous but also be updated by the Company regarding the progress of your Eligible Report, you will need to notify the Company regarding how you should be contacted for this purpose.

Investigation processes will vary depending on the precise nature of the conduct being investigated. All investigations will be conducted independently, in a manner that is fair and objective to all people involved. For example, a report will not be investigated by someone who is implicated in the matter reported. In some circumstances, it may not be appropriate to provide details of the outcome of an investigation to the discloser.

An employee who is the subject of a disclosure may be notified about the subject matter of the disclosure to ensure procedural fairness. Any such disclosure will be made in a manner that protects the identity of the whistleblower (if this is known).

8. How will you be protected as a Whistleblower?

Cleanaway maintains confidentiality in relation to reports raised under this Policy. Subject to law, your identity and the fact that you have made a report and the contents of the report will be kept confidential. Some of the measures Cleanaway adopts to ensure confidentiality include (as appropriate):

- No details of your participation in this process will be included in your personnel file or performance review.
- All personal information or reference to the whistleblower will be redacted as required;
- The whistleblower will be referred to in a gender-neutral context;
- Where possible, the whistleblower will be contacted to help in addressing aspects of the disclosure that could inadvertently identify them; and
- material relating to the disclosure will not be disclosed to anyone except to those that are actively involved in investigating the matters raised in the report.

A summary of the report, including outcomes, will be provided to Cleanaway's Audit and Risk Committee, however it will not include any details on the identity of the whistleblower nor will it contain information that could lead to the identification of the whistleblower. The information in the report may be used to address underlying issues or improve performance at Cleanaway, including to improve our whistleblowing processes and ensure whistleblowers are protected.

You will not be discriminated against or disadvantaged in your employment with Cleanaway for making a report in accordance with this Policy. Cleanaway will implement procedures that are appropriate in the context of the report to ensure that any person that makes a report in accordance with this policy is protected from retaliation and victimisation. This protection applies if the matter is proven or not. Cleanaway will ensure fair treatment of employees who are mentioned in a report, or to whom such reports relate.

Some of the procedures Cleanaway has in place to protect whistleblowers from detriment include:

- assessing the risk of detrimental conduct as soon as possible after receiving an Eligible Report and then implementing appropriate strategies to manage that risk;
- training and advising eligible recipients on the whistleblower protections and the obligations in respect of detrimental conduct; and
- subject to confidentiality obligations, supporting the whistleblower throughout the process in accordance with the Company's policies and procedures and the law.
- Whistleblowing is not about airing a personal work-related grievance. It's about reporting real or perceived misconduct or unethical behaviour. A report should not be made with the intention of damaging the career prospects or reputation of people who are the subject of serious allegations.

9. Seeking assistance

If you have any questions in relation to the application of this policy, please contact a member of the Legal and Company Secretarial team for guidance. If you are dissatisfied with how a report has been handled, you can raise this with General Counsel and Company Secretary.

10. Access to this policy

This Policy will be available at all sites for display on common notice boards and is accessible on Cleanaway Portal and website.

This policy will be reviewed periodically, or as otherwise required.

Reviewed and approved by the Board of Directors on 17 June 2025

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