



WHISTLEBLOWER POLICY

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1 OBJECTIVE

Iluka strongly encourages the reporting of any instances of potential or actual misconduct relating to Iluka. This Policy sets out how to report such concerns and how confidential reports will be protected.

In this Policy the word **Iluka** includes all subsidiaries except a subsidiary which has its own whistleblower policy.

This Policy is available on Iluka's public website and Iluka's intranet.

2 WHO CAN MAKE A REPORT?

Anyone can make a report under this Policy who is or has been:

- an officer or employee of Iluka;
- a supplier or contractor to Iluka (and any employee of that supplier or contractor);

and these people's relatives or dependents (including their spouse's dependents) (referred to in this Policy as **you**).

3 WHAT CAN I REPORT UNDER THIS POLICY?

You can report any suspected or actual misconduct (**Misconduct**), including:

- breach of the company Code of Conduct, policies or the law;
- dishonest, fraudulent, corrupt or unlawful conduct or practices;
- misleading or deceptive conduct, including improper or misleading accounting or financial reporting practices;
- coercion, harassment or discrimination;
- conduct within Iluka's control which is a significant danger to the environment;
- conduct endangering the health or safety of any person; or
- any other conduct or act which may cause significant loss (including financial and non-financial loss) to Iluka or which may otherwise be detrimental to Iluka.

Misconduct does not generally include personal work related grievances¹ unless they have significant implications for the Iluka Group. Iluka has HR procedures for raising these grievances (including the EEO, Bullying and Harassment Procedure) and

¹ Personal work-related grievances are grievances relating to your employment that have implications for you personally (such as a conflict between you and another employee or a decision about your promotion). If you are unsure whether the conduct falls under this Policy as Potential Misconduct, or alternatively is a personal work-related grievance, then you can report it under this Policy in the first instance.

encourages employees to do so. Please see your direct manager, HR Representative or Contact Officer for guidance.

4 TO WHOM CAN I REPORT MISCONDUCT?

For current employees, we encourage you to speak to your direct manager in the first instance or an HR Representative, outside of this Policy.

We know that sometimes you may prefer to make a report on a confidential basis or anonymously.

If you do, we encourage you to use STOPline. This is the best way for Iluka to ensure your report is dealt with promptly, securely and in accordance with this Policy. You can also report to the other persons set out below.

Nothing in this Policy restricts you from providing information to an appropriate government authority or seeking legal advice on your rights.

4.1 STOPline

You may make a report on a confidential basis or an anonymous report via the external independent whistle-blower service STOPline. Contact details are here: www.iluka.stoplينerreport.com. STOPline operators are not associated with Iluka, and are trained specialists in dealing with whistleblower matters.

4.2 Whistleblower Protection Officer (WPO)

If you would prefer, you can also report confidentially to a Whistleblower Protection Officer (**WPO**):

Benton Leins
Business Risk Manager

Phone: +61 8 9360 4964
Email: Benton.Leins@iluka.com

SRL: Zyna Cole
SRL Internal Audit Manager

Phone: +232 7680 1413
Email: Zyna.Cole@sierra-rutile.com

4.3 Other persons to whom you can report confidentially

You may also report confidentially to:

- the General Counsel and Company Secretary (**General Counsel**);
- an Executive team member;
- a Board member of a Group entity, if it is a tax matter, you may also raise it with a registered tax agent or BAS agent engaged by Iluka; or
- a member of internal audit or external auditors conducting an audit of Iluka.

5 HOW WILL I BE PROTECTED?

5.1 Protecting your identity

If you make a report on a confidential basis, Iluka will ensure your identity is not disclosed unless you give your consent or disclosure is allowed or required by law. If necessary in order to investigate your report, Iluka may disclose information (other than your identity) that could lead to someone identifying you, but it will take all reasonable steps to reduce this risk.

5.2 Protection from detriment

The Group does not tolerate any detrimental conduct to another person because of a belief or suspicion that the person has made, may have made, or could make a confidential report under this Policy.

Detrimental conduct includes discrimination, harassment, intimidation, dismissal, demotion, causing physical or psychological harm or personal or financial disadvantage to a person and damaging a person's property.

Anyone who believes they, or someone else, has been subject to detrimental conduct because of a report of Misconduct should report the matter through STOPline or to the WPO immediately.

5.3 Other protections available

The Group may provide additional support to you. The WPO will assess the need for additional support with you (unless you have reported anonymously) and take the steps necessary to provide that support.

The appropriate support will vary on a case by case basis, but may include:

- monitoring and managing the people and environment in which the Misconduct is allegedly occurring;
- temporarily changing working arrangements or places of work; and
- providing counselling or other assistance services.

Under Australian law, you may be entitled to additional legal protections in certain circumstances, including:

- protection from civil, criminal or administrative legal action for making the report;
- protection from contractual or other remedies being sought against you on the basis of the report;
- the information you provide may not be admissible in evidence against you in legal proceedings (unless you have provided false information); and

- if you are subject to detrimental conduct for speaking up, in some circumstances you may be entitled to compensation or another remedy.

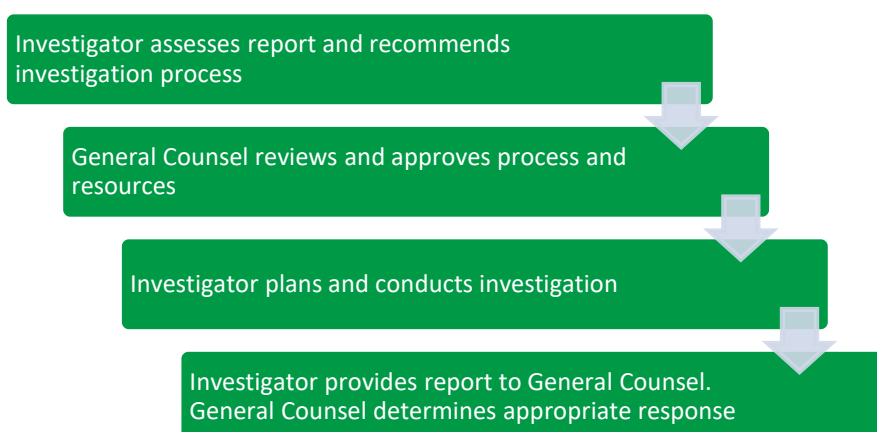
6 HOW WILL ILUKA INVESTIGATE?

All reports under this Policy are assessed by the WPO, and a timely decision will be made about whether it is appropriate to investigate.

Any investigation will be conducted objectively and fairly, in accordance with the confidentiality requirements in section 5, and otherwise as is appropriate having regard to the nature of the report. All employees and contractors must cooperate fully with any investigations and keep investigations confidential.

Where it is appropriate, persons to whom your report relates will be informed of the issues, and will be treated fairly including being given a chance to respond to any allegations made against them.

Investigations are overseen by the General Counsel. The choice of investigator will depend on the nature of the report but will always be someone independent to the subject matter of the investigation. If the matter relates to the General Counsel, the General Counsel will not be involved in the investigation process. The below diagram sets out the general steps for investigations.



Where possible and appropriate, you will be informed of the outcome of your report (subject to privacy and confidentiality considerations). You must maintain the confidentiality of all such reports.

7 MONITORING AND REPORTING

Compliance with this Policy will be monitored on an ongoing basis and biannual reports will be made to the Audit and Risk Committee about the operation of this Policy, including information on the number and type of disclosures, action taken and the outcome of any investigations (subject to privacy and confidentiality considerations). This Policy will be

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reviewed every 2 years to ensure it is operating effectively and determine whether any changes are required.

8 TRAINING

All employees will receive training on this Policy. All people listed in section 4 who may receive an anonymous or confidential report will also receive additional training on their obligations under this Policy.