

# DGO Gold Limited

## Whistleblower Policy

June 2020

## **Introduction and Purpose**

DGO Gold Limited (“DGO Gold” or “the Company”) promotes a positive and open culture with high standards of business conducts and ethics whilst complying with all applicable Government laws, rule and regulations.

The purpose of the Whistleblower Policy (“the Policy”) is to

- encourage disclosure of wrongdoing if they have reasonable grounds to suspect disclosable conduct;
- make the discloser feel comfortable, protected and supported about raising concerns and ensure disclosures are dealt with appropriately and on a timely basis;
- support Company’s values and fulfil legal and regulatory obligations

## **Application of the Policy**

The Policy applies to persons who are, or have been, any of the following:

- An officer or an employee of the Company (including current and former employees who are permanent, part time, fixed term or temporary, interns, secondees, managers, directors and secretary);
- Supplier of services or goods to the Company (whether paid or unpaid) including their employees (e.g. current and former contractors, consultants, service providers and business partners);
- Associates of the Company; or
- A Relative, dependent or spouse of any individual above.

## **Matters the Policy applies to:**

### Disclosable Conduct

DGO Gold encourage disclosers to report any matter/ information pertaining to:

- Illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property;
- Fraud, money laundering or misappropriation of funds;
- Offering or accepting a bribe;
- Financial irregularities;
- Failure to comply with, or breach of, legal, regulatory requirements or Company Policies;
- 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; or
- Any other conduct or behavior which may cause a material loss to the Company.

Personal work-related grievances are not governed by this Policy and are not protected by the Whistleblower Laws.

Personal work-related grievances may include:

- An interpersonal conflict between the discloser and another employee;
- A decision relating to an employment, transfer or promotion of the discloser;
- A decision about the terms and conditions of engagement of the discloser;
- A decision to suspend or terminate employment of the discloser, or otherwise to discipline the discloser.

### Deliberate False Reporting

In an instance where a person has made a false report without reasonable grounds, such report shall be considered a serious breach of Company Policy and the person responsible may be subject to appropriate disciplinary action.

### **Reporting Disclosable Conduct**

#### How to make a report and who to?

For the purposes of this Policy, reports on disclosable conduct can be made to an Eligible Recipient outlined below:

- Direct line manager;
- The Directorate Executive;
- The Executive Chairman;
- DGO Gold's nominated Whistleblower Protection Officer ("WPO")

#### Whistleblower Protection Officer ("WPO")

DGO Gold has nominated the Chief Financial Officer as the Company's Whistleblower Protection Officer who will receive reports on Disclosable Conducts and will take appropriate action.

WPO will ensure the Discloser's interest is protected at all times and the investigation is properly conducted.

#### Whistleblower Investigation Officer ("WIO")

The WIO will be responsible for substantiating the complaint and will investigate in an independent manner. If required, the WIO may engage an external investigator to conduct the investigation. For the purposes of this Policy, Michael Ilett will be engaged as the Company's WIO.

The WPO and WIO are independent of each other and the responsibilities of these roles do not reside with one person.

The Disclosers are given an opportunity to submit their reports for Disclosable Conduct under this Policy either verbally or in writing to the WPO.

DGO Gold will take certain measures to maintain the confidentiality by communicating through anonymous email addresses or the use of pseudonyms.

The report must include the grounds for reporting, supporting documentation and relevant facts.

### Anonymity

The Discloser may choose to remain anonymous and the Company will make every possible endeavour to protect the identity of the Discloser and to ensure the Discloser does not suffer retaliation.

### Protection against Detrimental Treatment

DGO Gold is committed to protect the rights of the Discloser and will ensure the Discloser will not be victimised by any of the following actions because of their disclosure of disclosable conduct:

- Dismissal as an employee;
- Injury of an employee;
- Alteration of an employee's position or duties to his or her disadvantage;
- Discrimination between an employee and other employees;
- Harassment or intimidation of a person;
- Damage to a person's property, reputation, business or financial position.

However, DGO Gold notes that the following actions will not be considered to be a detrimental conduct:

- Administrative action that is reasonable to protect a Discloser from detriment;
- Management of a Discloser's unsatisfactory work performance.

### Protection against Legal Action

Disclosers are protected under the Whistleblower Laws, including criminal prosecution, civil litigation or administrative action.

A person will be entitled to seek compensation if the courts find the Company liable.

### **Investigations of a Disclosable Conduct**

All incidents reported under this Policy will be investigated in a timely manner which is fair and objective to all individuals involved.

Once a concern is reported to the Eligible Recipient, it will then be forwarded to the WPO who will review and advise the course of action and keep the Discloser informed of developments, progress and outcome of the investigation.

Depending on the complexity of the Disclosable Conduct, the matter will either escalate to the WIO or dismiss the claim if believed to be unquestionably trivial or vexatious.

The WIO will review the Disclosable Conduct, identify evidence to support or refuse the allegation and then make appropriate recommendations to the Board.

All reasonable efforts will be made to preserve the confidentiality of the discloser during the investigation. If the investigation relates to a Company's Director or the Chief Financial Officer, it will be directed to the Chair of the Board.

### **Review of the Policy**

The Board shall review the Whistleblower Policy, its processes and procedures annually to ensure the effectiveness and compliance with its legal obligations.

A copy of the Policy is available on the Company's website, [www.dgogold.com.au](http://www.dgogold.com.au).