

**Infranexus Management Pty Ltd, SSSR Holdings Pty Ltd, Praeco Holdings Pty Ltd,
Western Liberty Group Asset Holdings Pty Ltd, Axiom Education Holdings Pty Ltd and
subsidiaries**

(together “the Company”)

Whistleblower Protection Policy and Procedure Document

Dated: 10 May 2019

This document (which is available to officers and employees via the Company’s intranet) sets out the Company policy on encouragement and protection of whistleblowers, a procedure for informing the Company of Reportable Conduct, and the measures in place to protect the interests and anonymity of Whistleblowers.

POLICY:

The Company is committed to:

- 1) providing an ethical culture and work environment for its employees and contractors;
- 2) encouraging the confidential and timely disclosure of information about fraudulent, illegal, corrupt or otherwise suspected Reportable Conduct in connection with the Company’s activities;
- 3) supporting and protecting the interests, welfare and as far as possible, the identity of individuals who come forward with such information in good faith for the benefit of the Company;
- 4) providing a confidential and secure method for employees to pass on information about Reportable Conduct; and
- 5) eliminating instances of fraudulent or corrupt business practices thereby safeguarding shareholders’ investment in the Company and protecting the Company’s business reputation with its stakeholders, customers and the community at large.

“Reportable Conduct” includes any conduct connected to the Company which is:

- dishonest;
- fraudulent;
- corrupt;
- illegal;
- in breach of Commonwealth or State laws;
- unethical;
- unsafe work practices; and
- any other conduct which may cause financial or non-financial loss (including reputational damage) to, or be otherwise detrimental to the interests of the Company.

This list of reportable conduct is not exhaustive, and should be used as a guide to determine what sort of matters should be reported. A Whistle-blower must, however, have objectively reasonable grounds to suspect misconduct or a contravention or an improper state of affairs or circumstances.

“Whistle-blower” means officers, employees, suppliers of an entity as well as family members of such persons who make a report of Reportable Conduct.

The Company will keep all information provided under the terms of this policy confidential and secure within the terms of the law.

The **Company** will do everything within its power to **protect the interests of a Whistleblower** who provides the Company with information about Reportable Conduct from:

- Dismissal
- Anonymity breaches
- Demotion
- Any form of harassment (including victimization or threats of victimization)
- Discrimination
- Current or future bias

If, however, an employee provides information knowing it is fictitious or malicious, that person will be subjected to disciplinary action which may include summary dismissal.

If a Whistleblower believes they have been subject to any of the above actions, they may seek assistance directly from any of the Contacts listed below.

PROCEDURE:

If you believe there is an occurrence of Reportable Conduct in connection with the Company, the following procedure should be adopted:

- 1) Ideally, any information regarding Reportable Conduct should be raised with the one of the Contacts detailed at the end of this policy. This should be in writing setting out as much detail as possible about the alleged incident/s.

In some cases, it will not be appropriate to raise this information with one of the Contacts. You should therefore provide the information to the other nominated Contact or another director of the board.

- 2) You should tell the person you provide the information to whether you wish the report to be anonymous. The source of the information you provide will be kept confidential, however, the information may be used in further investigations of the matters raised.
- 3) You may choose to provide information anonymously, however by doing so, you limit the use to which the Company can put the information.
- 4) Within 5 business days of your report, you will be provided with confirmation of receipt and you will be advised of the outcome of any investigation process.
- 5) Depending on the type of information provided, you may be entitled to additional assistance from the Company such as a period of absence during investigations. The entitlement and level of assistance provided will be determined on a case-by-case basis and will be at the sole discretion of the Chairman of the Board.

- 6) All information provided will be investigated. The depth of such investigation will depend on a number of matters. In all cases, however, employees will be treated with fairness and will be given an opportunity to respond to any allegations of misconduct.
- 7) Whenever possible, the Company will act on information provided about Reportable Conduct, take the necessary steps to eliminate the activity and deal with any perpetrators. If sufficient evidence is found to indicate the commission of criminal acts, this information, together with the results of the Company's investigation and other relevant material will be provided to law enforcement agencies or other proper authority. This is in addition to any disciplinary or recovery action the Company may take against its employees where sufficient evidence exists to point towards the commission of criminal offences.
- 8) In the event that at least 90 days have passed since a disclosure of Reportable Conduct has been made and reasonable steps have not been taken to address the alleged misconduct, or if there will be substantial and imminent danger to someone's health or safety, you may make protected "emergency" or "public interest" disclosures to journalists or members of Parliament.

CONTACTS:

1.	Chair	Julian Vella Email: chair@southerncrossstation.com.au
2.	Chair Audit & Risk Committee	Linda Sewell Email: FAR@southerncrossstation.com.au
3.	Company Secretary	Email: david.patience@infranexus.com.au Email: christy.wilkinson@infranexus.com.au

FURTHER QUESTIONS:

If you have any further questions regarding this policy or the procedures set out above, please contact the Company Secretary(s).