Micro-X Limited ACN 153 273 735

Whistleblower policy

1. Purpose

Micro-X Limited (ACN 169 464 706) (**the Company**) is committed to a culture of corporate compliance and ethical behaviour.

The purpose of this policy is to:

(a) identify who is an eligible whistleblower;

(b) explain what conduct is reportable;

(c) encourage disclosure from eligible whistleblowers;

(d) outline how eligible whistleblowers can make a disclosure;

(e) detail protections available to eligible whistleblowers who make a disclosure;

(f) explain how Micro-X will investigate disclosures; and

(g) satisfy regulatory and legal obligations.

2. Eligible Whistleblowers

This policy applies to anyone who is currently, or who has previously been:

(a) employed or engaged by Micro-X, including employees (full-time, part-time, fixed term or temporary) contractors, consultants and directors;

(b) a supplier of goods or services to Micro-X; and

(c) a spouse, dependant or other relative of a person listed above;

together referred to as '**Eligible Whistleblowers**'.

3. Reporting

3.1 Reportable conduct

An Eligible Whistleblower may make a disclosure under this policy if they have reasonable grounds to suspect misconduct or an improper state of affairs in relation to the Company. Examples of misconduct or improper affairs by an officer or employee of the Company, or other person doing business with the Company includes:

(a) dishonest, fraudulent and/or corrupt behaviour

(b) illegal activities (including theft, dealing in or use of illicit drugs, violence or threatened violence, or criminal damage against the Company's assets or property);

(c) discrimination, vilification, sexual harassment, harassment, bullying and victimisation;

(d) acts or omissions in breach of commonwealth or state legislation or local authority by-laws;

(e) unethical behaviour dealing with a customer or employee;

(f) other serious improper conduct (including gross mismanagement, serious and substantial waste of the Company's resources, or repeated breaches of administrative procedures);

(g) unsafe work-practices;

(h) any other conduct which may cause financial or non-financial loss to the Company or be otherwise detrimental to the interests or reputation of the Company, or any of its employees; or

(i) the deliberate concealment of information tending to show any of the matters listed above;

together referred to as '**Reportable Conduct**'.

This Policy does not apply to personal work-related grievances. Personal work-related grievances include:

(a) Interpersonal conflict between Eligible Whistleblowers;

(b) Decisions regarding promotion or terms of employment; or

(c) Decision to suspend or terminate an employment contract.

If you have a personal work-related grievance, please raise this with your supervisor or your local/ the human resources officer.

3.2 Whistleblower Officers: General

In order to qualify for the statutory protections for whistleblowers, Eligible Whistleblower must disclose Reportable Conduct to a an eligible recipient identified below.

Eligible Whistleblowers are encouraged to make a disclosure in the first instance to:

(a) a director of the Board; or

(b) a member of the leadership team;

together referred to as '**Whistleblower Officers**'.

Eligible Whistleblowers may also make a disclosure to the company's external auditors at the time or the Australia Securities Investment Commission.

3.3 Whistleblower Officers: Emergency and Public Interest Disclosure

For emergency and public interest disclosures, an Eligible Whistleblower may also disclose Reportable Conduct to a journalist and members of the Commonwealth, state or territory parliaments. The Company recommends Eligible Whistleblowers speak with a Whistleblower Officer and/or seek independent legal advice regarding the criteria for making an emergency or public interest disclosure. General information on these disclosures is included in the materials published by ASIC at: https://asic.gov.au/about-asic/contact-us/how-to-complain/whistleblower-protections/#public

3.4 Reporting procedure

Micro-X encourages Eligible Whistleblowers who have reasonable grounds to suspect that Reportable Conduct has occurred, to disclose the conduct to a Whistleblower Officer:

(a) in person or by hand;

(b) by phone [using our Whistleblower hotline XX] or [using your local number and requesting to speak with a Whistleblower Officer]

(c) by email to: whistleblower@micro-x.com.au ??

(d) by post to your workplace address;

All disclosures in accordance with this policy must:

(a) provide specific and adequate information such as names and job titles of relevant persons or those who can substantiate the disclosure, dates, places, and other relevant information or evidence regarding the Reportable Conduct, that will assist with investigation.

(b) Indicate whether whistleblower wishes to remain anonymous or consents to their name being disclosed by the Whistleblower Officer to relevant persons such as other Whistleblower Officers or external legal advisors. Where disclosures do not clearly indicate that they are to be anonymous, the Company will assume the Eligible Whistleblower consents to their identity being disclosed to relevant persons as required.

(c) Please remember that all disclosures in accordance with this policy are treated on a confidential basis and Eligible Whistleblowers are encouraged to disclose their identities, to obtain the legal protections afforded to them. If the claim is:

(d) submitted on an anonymous basis, there will be no meeting or follow-up with the whistleblower regarding the disclosure and the Company will be unable to communicate with the whistleblower if more information is required, or if the matter is to be referred to external parties for further investigation.

(e) not submitted on anonymous basis, the relevant Whistleblower Officer will acknowledge receipt of the disclosure and may initiate a follow-up meeting with the whistleblower.

3.5 False Disclosure

An Eligible Whistleblower must not make a disclosure that they know is not true or misleading (False Disclosure). If an Eligible Whistleblower knowingly makes a False Disclosure, it will be considered a serious matter that may result in disciplinary action, or have legal consequences.

An Eligible Whistleblower will not be penalised if you have reasonable grounds to suspect Reportable Conduct has taken place but the disclosure turns out to be incorrect.

4. Micro-X procedure following disclosure

Once a disclosure of Reportable Conduct has been received from an Eligible Whistleblower , the Whistleblower Officer will confirm receipt of the disclosure assuming the whistleblower can be contacted.

Micro-X will commence an investigation regarding the allegation as soon as practicable to determine whether there is enough evidence to substantiate the disclosure.

If the disclosure has not been raised with the Board in the first instance, where appropriate, the disclosure will be reported to the Board, as well as any outcome o any investigations and any necessary action that follows the investigation.

4.1 Investigations

Whistleblower Officers will conduct the investigations promptly and fairly with regard for the nature of the allegation and the rights of all persons named within the disclosure and engaged as part of the investigation.

The Whistleblower Officer and/or the Board will determine the appropriate method for the investigation. If appropriate, the Whistleblower Officer and/or the Board may ask for assistance from an internal employee or an external specialist as required.

During the investigation, the Whistleblower Officer will have access to all relevant materials, documents, and records necessary to appropriately investigate the disclosure. All directors, officers, employees and agents of the Company must cooperate fully with the Whistleblower Officer investigating the disclosure.

4.2 Report of findings

At the conclusion of the investigation, the Whistleblower Officer will prepare a report of the findings for the Board. If the final report indicates that the Reportable Conduct has occurred, the final report must include recommendations for steps to be taken to prevent that conduct from occurring in the future. It must also outline any action that should be taken to remedy any harm or loss arising from the conduct. This may include disciplinary action against the person responsible for the conduct, and/or referring the matter to the appropriate authority, as is deemed necessary by the Whistleblower Officer and/or the Board.

4.3 Board requirements

Subject to the confidentiality requirements below or otherwise required by law, the outcome of all investigations will be reported to the Board.

The Board will keep record of all disclosures made in accordance with this policy, including the date the report was received, a description of the issues raised, the disclosure (unless anonymous), the status and results of any investigation.

5. Communications to the whistleblower

If the report was not submitted anonymously, the Company must ensure that the whistleblower is kept informed of the outcomes of the investigation arising from the disclosure, subject to the privacy of anyone mentioned in the disclosure and other legal confidentiality requirements.

6. Legal Protections for Whistleblowers under the Corporations Act

The Corporations Act provides Eligible Whistleblowers various protections including protection against detrimental conduct, litigation and identity and confidentiality. Employees who participate, or assist, in an investigation are also protected. We have included a summary here, and more information can be found at: https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/whistleblower-rights-and-protections/

6.1 Protection against detrimental conduct and victimisation

Eligible Whistleblowers that make a disclosure in accordance with this policy must not be victimised by detrimental conduct. Detrimental conduct includes:

(a) dismissal or demotion of an employee;

(b) unfavourable treatment;

(c) physical injury or psychological harm during their employment;

(d) Discrimination, harassment or intimidation; and

(e) Damage to property, reputation, business or financial position.

It may be a civil and/or criminal offence to victimise an Eligible Whistleblower because of a report made in accordance with this policy. If an Eligible Whistleblower suffers damage, they may make a claim for compensation from the offender.

Any Detrimental Conduct against a whistleblower to be a serious breach of this policy and will likely to result in disciplinary measures.

6.2 Protection against Litigation

Eligible Whistleblowers that make a disclosure in accordance with this policy will not be subject to any civil, criminal or administrative liability for making the disclosure. Additionally, no contractual or other remedy may be enforced or exercised against the Eligible Whistleblower on the basis of the disclosure.

6.3 Protection of Identity and Confidentiality

The Company will take all reasonable steps to protect the identity of the whistleblower and will adhere to any statutory requirements in respect of the confidentiality of Eligible Whistleblowers.

After receiving a disclosure under this Policy, the Company will only share the identity of an Eligible Whistleblower or information likely to reveal their identity if:

(a) The Eligible Whistleblower consents; or

(b) the Company reports the matter to ASIC, APRA, the Tax Commissioner (ATO) or the Australian Federal Police (AFP); or

(c) the Company discloses the Eligible Whistleblower’s identity to a lawyer for the purpose of obtaining legal advice or representation about the whistleblower provisions in the Corporations Act.

Unless one of these exceptions applies, disclosure of the Eligible Whistleblower's identity, or information that could lead to them being identified, is an offence under the Corporations Act which carries serious penalties.

6.4 Protection of Employment

If the Company terminates an Eligible Whistleblower's employment as a result of the disclosure in accordance with this policy, the whistleblower can seek orders from the court to reinstated their original position or another position at a comparable level with the Company.

7. Communication and Training

This policy is available to Directors, employees and contractors upon the start of their employment or engagement with the Company, and is on the Company's intranet platform and website.

The Company will provide training to its Directors and employees about this Policy and their rights and obligations under it.

The Company will also provide training of the Board and Whistleblower Officers about their rights, obligations and how to respond to disclosures.

Directors and employees are encouraged to contact a Whistleblower Officer regarding any questions about this policy and its application.

8. Review

The Board will review this policy periodically to check that it is operating effectively and to consider whether any changes are required.

9. Approved and adopted

This policy was approved and adopted by the Board on XX June 2025