

The Steamships Group adheres to the highest standards of business ethics and corporate governance. We believe in dealing appropriately with our employees, those with whom we do business and the communities in which we operate. We therefore encourage our employees, suppliers, contractors and third parties to report suspected or actual improprieties involving Steamships Trading Company and its subsidiaries (and their respective directors, officers, employees and any of its suppliers, contractors, agents, and other third parties who are acting for or on behalf of a company within the Steamships Group.

Purpose

The purpose of the Steamships Whistleblowing procedure is to provide guidelines for any individual (whistle-blower) who wants to raise concern on unethical conduct, fraud, perceived wrongdoings, or violation to any provisions of the Steamships Code of Conduct (“Improper Conduct”). This procedure is a supplement to Clause 19 of the Code of Conduct.

Application

The procedure applies to all employees of the Steamships Group (the Group) and related parties where Steamships has business dealings (suppliers, contractors, agents and other third parties who deal with such companies). Associated and joint venture companies are encouraged to establish whistleblowing policies comparable to this Policy. All individuals are encouraged to be vigilant and raise a bona fide concern in good faith to the appropriate personnel without fear of losing their jobs, business dealings or becoming a victim of intimidation and harassment. The Group will maintain strict confidentiality of the reported matters.

Whistleblowing and improprieties’

Whistleblowing is where a Relevant Person or a Third Party (each a **Whistle blower**) who, in good faith, has reasonable cause to believe that anyone acting for or on behalf of Steamships anywhere in the world has acted, or is now or may be intending to act illegally, improperly or in a manner which is contrary to applicable laws or regulations, including policies and practices Steamships may issue from time to time, raises those concerns to the relevant Steamships Division.

Improper conduct includes misconduct, malpractice, and unethical behaviour.

For the purpose of this procedure, Improper Conduct is defined as:

- a) Corrupt, fraudulent, or other illegal conduct or activity; or
- b) Conduct that is contrary to, or a breach of, Steamships Codes and policies; or
- c) A substantial mismanagement of the Group’s resources; or
- d) Conduct involving substantial risk to public health or safety; or
- e) Conduct involving substantial risk to the environment that would, if proven, constitute by the Group or its employees is a criminal offence; or
- f) Reasonable grounds for dismissing or dispensing with, or otherwise terminating, the services of a Steamships employee/s who was, or is, engaged in that conduct; or
- g) Reasonable grounds for disciplinary action.

Improprieties include harassment, discrimination, and workplace bullying, which can be reported under Steamships’ Equality, Diversity & Inclusion Policy.

Procedure Guidelines

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A. Staff Education

1. HR and Leadership teams are responsible for staff education of the Steamships Code of Conduct and the parameters of whistleblowing
2. Commitment to the Steamships Code of Conduct is mandatory for any relevant person and must be made at the point of joining during inductions and refreshing on an annual basis. It is during this time of which whistleblowing and this procedure shall be highlighted in the conversation as the avenue to report improper conduct or any other breaches of the Code of Conduct.
3. Proof of commitment shall be documented by way of a signed and updated Code of Conduct declaration form by relevant persons.

B. Confidential Reporting Channel

1. Both the identity of the Whistleblower and any person named in any report should be protected to the extent practicable from any disclosure that may prove harmful to the interest or reputation of the parties.
2. All information received from a Whistleblower will be kept confidential, except where there is a legal or regulatory requirement to disclose it (including stock exchange rules or for audit purposes) or where it is disclosed to law enforcement or comparable authorities. In addition, the identity of a Whistleblower may need to be disclosed to investigate the concern raised by the Whistleblower.
3. The Whistleblower must, except where there is a legal or regulatory requirement to disclose, keep confidential the existence and subject matter of the report and the identities of all those mentioned in the report.
4. **The contents of a report**
 - 4.1 Reports made by Whistleblowers should include details of the suspected or actual impropriety (including names of those involved and relevant times, dates, and places), reasons for the report and any available supporting documentary and other evidence. Full evidence is not expected, provided the report is made in good faith, but the more that can be provided, the easier it will be to investigate the matter.
5. **How to make a report**
 - 5.1 To report a genuine concern, the matters should be initially reported to the direct manager. If the Whistleblower is uncomfortable to report the matters through normal reporting procedures or no satisfactory actions are taken the matter must be escalated to the Steamships Internal Audit (STCIA). All emails to this address are also viewed by John Swire & Sons internal audit manager to ensure appropriate action is taken
 - 5.2 **This Procedure is not designed to deal with general employment grievances and complaints.** Any report treated in accordance with this Procedure must be for one of the Improper Conduct as outlined above. All general employment complaints or grievances will be forwarded to the respective divisional manager or Head of Human Resources to address.
6. Individuals may report their concern through various channels:
 - 6.1 Via email at stcia@steamships.com.pg.
 - 6.2 A text message can be sent to the dedicated Mobile Number 71004481
 - 6.3 Postal Address at Group Internal Auditor, Steamships Limited, P.O. Box 1, Port Moresby, National Capital District, Papua New Guinea.
7. **Anonymous reports**
Whistleblowers are strongly encouraged to provide their names and contact details, so that clarification of their reports and further information can be obtained from them. However, Whistleblower who are not comfortable identifying themselves may report anonymously, although in such instances our ability to investigate the allegations and/or follow up with the Whistleblower may be seriously restricted.

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C. Case Management and Response System

1. STCIA conducts the initial assessment of cases raised directly to them. An acknowledgement of the issue is formally made via the same medium of which the report was made by the Whistleblower.
2. If the disclosures are made in good faith (namely a sincere belief that the disclosure is true), STCIA will gather information and undertake an appropriate investigation. A summary of actions to be taken is communicated to the whistleblower.
3. Recommendations on the outcome will be given to the appropriate senior management authority to address the matter. The decision is communicated to the Whistleblower.
4. Where STCIA is implicated, the Finance Director shall assume the responsibilities of enforcing and overseeing this procedure.
5. Where required, STCIA, or the Finance Director may escalate to the Managing Director. If required, the Whistleblower, or STCIA, may escalate directly to the Chair of the Audit & Risk Committee. At all times, the Whistleblower may contact the authorities if that is appropriate.
6. The appointed independent auditors (be these JS&S or others) will also receive all emails sent to stcia@steamships.com.pg.
7. All whistleblowing instances are to be reported to the Audit & Risk Committee with details of action undertaken (to date)
8. Confidentiality is to be always preserved during assessment and investigations. Confidentiality shall be explicitly expressed to the whistleblower as a critical responsibility of theirs with each update received. The disciplinary process shall apply to whistleblowers failing to maintain confidentiality during an ongoing investigation.
9. This process is to be documented from opening to closing of each case. Responsibility of documentation and record keeping lies with the STCIA.

D. User Protection

1. People reporting genuine cases of improper conduct must be protected from all forms of retaliation, with transparent procedures for investigation retaliation complaints.
2. User protection is also extended to people making inaccurate disclosures in honest error.
3. In contrast, protection will not be extended to those found to have knowingly made a false complaint.
4. Investigation retaliation may include, but is not limited to:
 - a. Physical Retaliation by the individuals under investigation
 - b. Disadvantage or discrimination in the workplace
 - c. Retribution by dismissal, probation, and other job sanctions
 - d. Punitive transfers
 - e. Harassment
 - f. Reduced duties or hours
 - g. Withholding of promotions or training
 - h. Loss of status and benefits
 - i. Verbal or written threats of such actions
5. Investigation retaliation complaints will be treated separately under the Disciplinary Procedure and may result in instant dismissal.
6. Retaliation against or victimisation of a Whistleblower who acts in good faith will not be tolerated. Nor will a Whistleblower suffer any detriment as an employee (for example demotion or an unwanted transfer). Disciplinary action will be taken with respect to any instance of retaliation.

Retention

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All records of reports or complaints made, including results of any investigation, shall be retained for a period of not more than seven years following completion of the investigation (if any) or closure of the matter.

Policy Review

This policy will be reviewed annually by the STCIA and the Audit & Risk committee or more frequently if changes to legal or regulatory requirements dictate. The STCIA may periodically seek independent external advice in relation to the review process and recommendations regarding such advise will be made to the Board for approval.

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