

PURPOSE OF THE POLICY

Orica Limited and its subsidiaries (Orica or Group) are committed to our values – safety, respect, together, integrity and excellence. Orica encourages speaking-up and reporting conduct that does not reflect these values, align to our Code of Business Conduct or which may be unlawful.

This Whistleblower Policy outlines Orica’s commitment to encouraging speaking-up and protecting those who report. It explains what types of matters are reportable, who is authorised to receive reports and how Orica will respond and protect whistleblowers. It also outlines the protections available to whistleblowers under the law.

APPLICATION OF THIS POLICY

This Policy applies to all entities within the Group, and everyone who works at, or with, Orica, including in the supply of goods and services. If anything in this Policy is inconsistent with any law of any country in which Orica operates, that legal obligation will prevail over this policy to the extent of the inconsistency.

Anyone with information about potential misconduct is encouraged to “speak up” and make a report. This includes all of Orica’s current and past employees, directors, suppliers and associates, including their family members or dependents.

REPORTABLE MATTERS COVERED BY THIS POLICY

Reportable misconduct is any suspected or actual misconduct, improper state of affairs or circumstances in relation to Orica. Some examples of reportable matters include:

- breaches of Orica's Code of Business Conduct;
- practices or behaviours amounting to non-compliance with policies, standards, procedures or the law (i.e. including anything that may be illegal);
- unethical or unprofessional behaviour, including conduct that does not meet Orica’s commitment to its customers, regulators, shareholders and or the community;
- issues of dishonesty, including internal fraud, theft, bribery and corruption;
- conflicts of interest, including those relating to outside business interests, relationships, improper payments and donations;
- breaches of privacy or confidentiality, including in relation to Orica and customer information;
- concerns that pose a danger to the public or the financial system, including issues relating to the security of our products;
- misconduct or an improper state of affairs or circumstances in relation to Orica generally, including the tax affairs of Orica.

Potential misconduct does not generally include personal work-related grievances. Personal work-related grievances are those relating to employment that have a personal implication (such as a disagreement with another employee or promotion decision). These grievances should be reported to the person’s Line Manager or Orica’s Human Resources team. In some cases, these grievances may qualify for legal protection (see Attachment 1 for further information).

SOURCES OF ADVICE AND INFORMATION

People considering whether to report can obtain advice about this Policy and the protections available for whistleblowers from Orica’s Manager Business Conduct or the Whistleblower Protection Advisor. This includes information about:

- practical steps that Orica can take to protect them from retaliation and support their wellbeing;
- escalating their concerns if they have not been responded to in accordance with this policy or where retaliation or detriment has occurred; and
- how whistleblowers can access more information about protections that are available under this Policy and the law.

WHO CAN RECEIVE REPORTS

People who wish to raise a concern about a reportable matter can do so to the following authorised individuals within Orica:

- Manager, Business Conduct;
- Whistleblower Protection Advisor;
- Members of the Business Conduct Committee or the Executive Committee;
- Company Secretaries;
- the Vice President of Risk & Assurance or members of Internal Audit;
- the Chief Compliance Officer or members of the Ethics & Compliance team; and
- Vice Presidents or Senior Managers of Human Resources.

Reports can also be made through the externally hosted Speak-Up service. This service is available in multiple languages, at any time of the day. Whistleblowers can choose to remain anonymous when reporting through the Speak-Up service.

People who wish to raise a concern about a reportable matter to a Director of Orica Limited should make their report through the Speak-Up service.

The contact details for the recipients listed above can be found on the intranet (The Globe). If the reporter is NOT an employee, reports can be made to:

| | |
|----------------------------------|---|
| Manager, Business Conduct | Email: codeofconduct@orica.com Post: Manager, Business Conduct GPO Box 4311 Melbourne Victoria 3001 |
| Whistleblower Protection Advisor | Email: whistleblower@orica.com Post: Whistleblower Protections Advisor GPO Box 4311 Melbourne Victoria 3001 |
| External Speak-up Service | Australia 1800 319 493 or the toll-free number for |

| | |
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| (Anonymity is available) | other locations listed in the Code of Business Conduct. www.orica.ethicspoint.com available in multiple languages. |
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PROTECTIONS FOR WHISTLEBLOWERS

Orica is committed to ensuring that anyone can raise a concern freely, without fear of reprisal or intimidation, and that any concerns are dealt with fairly, thoroughly, confidentially and in a timely manner. The protections offered will include the following:

PROTECTING A WHISTLEBLOWER'S IDENTITY

Orica will look to protect the identity of people who report concerns. A person's identity (and any information Orica has, because of the report, that could be used to work out an identity) will only be disclosed if consent to disclose that information is provided or, in exceptional circumstances, where the disclosure is required by law (e.g. in dealings with a regulator).

PROTECTION FROM DETRIMENT

No person may cause detriment to someone else, or threaten detriment, because they believe the person has or will make a report. Examples of detriment include discrimination, harassment, causing physical or psychological harm, damaging property and varying an employee's role or duties.

Any person involved in detrimental conduct will be subject to disciplinary action. In some circumstances, this may also be a criminal offence punishable by imprisonment.

OTHER PROTECTIONS AVAILABLE

Depending on the information reported and the circumstances, other protections may also be appropriate including:

- monitoring and managing the behaviour of other employees;
- relocation (which may include the people alleged to have been involved in the misconduct) to a different division, group or office;
- offering a leave of absence or flexible workplace arrangements while a matter is investigated;
- access to an Employee Assistance Program or similar for current employees, or additional support from Orica such as counselling or other support services; and/or
- rectifying detriment that you have suffered.

Orica will look for ways to support all people who make a report, but it will not be able to provide non-employees with the same type and level of support that it provides to employees. In all cases, Orica will seek to offer as much support as practicable.

Depending on the location, there may be a range of specific protections and remedies available to whistleblowers. These are explained in Attachment 1 below.

HANDLING AND INVESTIGATING A DISCLOSURE

Orica's framework, including the principles and responsibilities for responding to reports made under this Policy are explained in our [Code of Business Conduct](#).

CONFIDENTIALITY AND CONSENT

Orica will maintain confidentiality of reports and a whistleblower's identity to the fullest extent possible. While Orica encourages whistleblowers to identify themselves, reports can also be made on an anonymous basis. If a person does not identify themselves, an investigation will still be conducted, but may be limited by that circumstance. Additionally, it may be difficult to offer the same level of practical support or protection if Orica does not know the identity of the whistleblower.

If a whistleblower does provide their name when making a report or during an investigation, it will only be disclosed if we have consent, or in exceptional circumstances where it is required by law.

INVESTIGATIONS AND OUTCOMES

After receiving a report Orica will determine what action is necessary, including whether to investigate. Investigations will be completed promptly and fairly by an authorised, impartial investigator who is independent of the business area concerned and any person who is the subject of the reportable conduct. All employees and contractors must cooperate fully with any investigations.

Where a person is being investigated, the details of the report involving them will be communicated to them (to the extent permitted by law) to provide an opportunity to respond.

WHISTLEBLOWER PROTECTION ADVISOR

In addition to providing information and assistance to whistleblowers or people considering reporting, the Whistleblower Protection Advisor (WPA) will also:

- review and provide advice to investigators on how to implement practical steps to protect whistleblowers from detriment; and
- escalate matters appropriate to the Business Conduct Committee.

BREACH OF THESE PRINCIPLES AND THIS POLICY

A breach of this Policy is considered a breach of the Orica Code of Business Conduct, and may have serious consequences including termination of employment, engagement or services. Legal consequences in the form of civil and criminal penalties could also result.

Any employee who in any way retaliates against a whistleblower for making a report under this Policy will be subject to disciplinary action (up to and including termination of employment).

FURTHER INFORMATION

This Policy will be made available on the [Orica website](#) and on the intranet ([The Globe](#)) for Orica staff. Individuals with a specific role under the Policy will be required to complete training. The Policy will periodically be reviewed to check that it is operating effectively and whether any changes are required.

ATTACHMENT 1:

INFORMATION ON PROTECTIONS PROVIDED BY LAW

You are encouraged to speak up and make reports in accordance with the Policy. However, this attachment explains how the law enables you to also make a protected disclosure in other ways, that still entitle you to legal protection.

Please contact the Whistleblower Protection Advisor (WPA) if you would like more information about legal protections.

PROTECTED DISCLOSURES

Specific types of information that is disclosed to certain people or organisations is protected by law. Examples of this information and recipients are outlined in the following table.

| Information reported or disclosed | Recipient of disclosed information |
|---|--|
| <ul style="list-style-type: none"> • Information about actual or suspected misconduct, or an improper state of affairs or circumstances in relation to Orica or a related body corporate. This includes information that Orica or any officer or employee of it or a related body corporate has engaged in conduct that: <ul style="list-style-type: none"> – contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act); – represents a danger to the public or the financial system; or – constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for 12 months or more | <ul style="list-style-type: none"> • A person authorised by Orica to receive protected disclosures – i.e. Recipients under this Policy • An officer or senior manager • An auditor, or a member of an audit team conducting an audit, of Orica or a related body corporate • An actuary of Orica or a related body corporate • ASIC or APRA • A legal practitioner for the purpose of obtaining legal advice or legal representation |
| <ul style="list-style-type: none"> • Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Orica or an associate, which the employee considers may assist the recipient to perform functions or duties in relation to the tax affairs of Orica or an associate. | <ul style="list-style-type: none"> • An auditor, or a member of an audit team conducting an audit, of Orica or a related body corporate • A registered tax agent or BAS agent who provides tax services or BAS services to Orica or related body corporate • A director, secretary or senior manager • An employee or officer of Orica or related body corporate who has functions or duties that relate to the tax affairs of Orica or related body corporate |
| <ul style="list-style-type: none"> • Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to Orica. | <ul style="list-style-type: none"> • Commissioner of Taxation |

The law also protects certain disclosures made in “emergency” and “public interest” situations, in which case disclosures can be made to additional recipients following a special process under the law (including members of parliament and professional journalists).

PERSONAL WORK-RELATED GRIEVANCES

Legal protection for disclosures that are solely about personal employment related matters is only available under the law in limited circumstances. A disclosure of a personal work-related grievance will remain protected if, in summary it:

- concerns detriment to a person because they have, or are considering, making a report; or
- is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistleblowers.

Under the law, a grievance is not a personal work-related grievance if it:

- has significant implications for an entity regulated under the law that does not relate to the whistleblower;
- concerns conduct, or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws;
- concerns conduct that represents a danger to the public or financial system; or
- concerns conduct prescribed by the regulations.

SPECIFIC PROTECTIONS AND REMEDIES

Additional legislative protections may also be available, including but not limited to:

- compensation for loss, damage or injury suffered as a result of detrimental conduct;
- an injunction to prevent, stop or remedy the effects of the detrimental conduct;
- an order requiring an apology for engaging in the detrimental conduct;
- reinstatement of a position if the detrimental conduct wholly or partly resulted in the termination of an employee's employment; or
- any other order the court thinks appropriate.

The law also states that if you make a protected disclosure:

- in some circumstances (e.g. if the disclosure has been made to a regulator) the information you provide is not admissible in evidence against you in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information;
- you are not subject to any civil, criminal or administrative liability for making the disclosure; and no contractual or other remedy may be enforced or exercised against you on the basis of the disclosure.

**Approved by
Orica Limited Board
October 2019**

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