



Whistleblower Policy

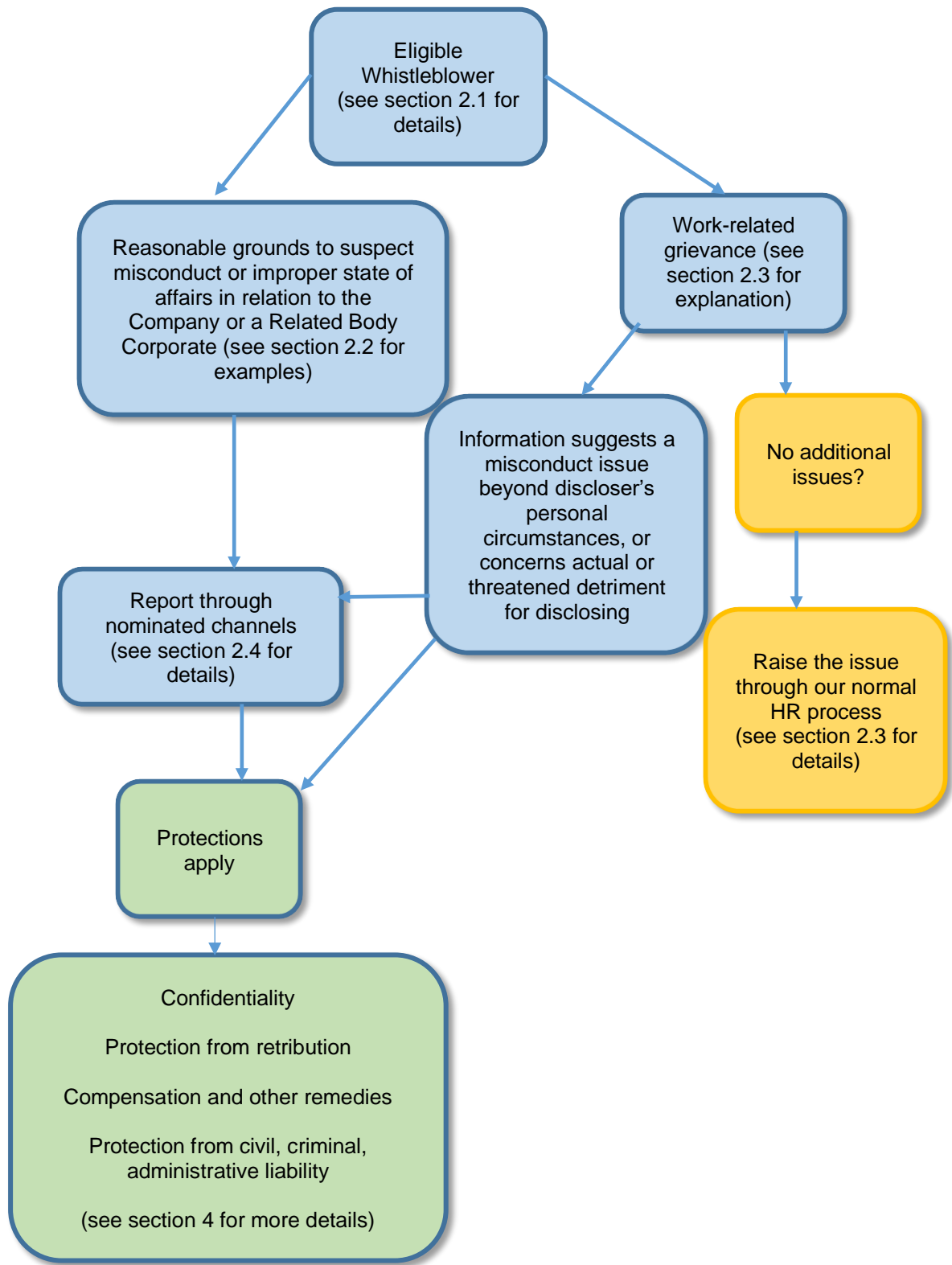
The Board of Directors of InterK Peptide Therapeutics Limited (Company) has adopted this Charter and Code of Business Conduct ("Code") to:

- promote honest and ethical conduct, including fair dealing and the ethical handling of conflicts of interest;
- promote full, fair, accurate, timely and understandable disclosure;
- promote compliance with applicable laws and governmental rules and regulations;
- promote prompt internal reporting of violations of the Code to an appropriate person;
- ensure the protection of the Company's legitimate business interests, including corporate opportunities, assets and confidential information;
- deter wrongdoing; and
- promote accountability for adherence to the Code.

The Company encourages its employees, directors, officers, contractors (including employees of contractors), suppliers and consultants ('Personnel') to promptly report an issue if they have grounds to believe someone has violated the Code or engaged in other serious wrongdoing with respect to the Company.

This Policy describes how Personnel can report an issue, the protections for Eligible Whistleblowers, and the process the Company will follow when it receives a report.

Here's how the key elements of our Whistleblower Policy fit together:



1. Purpose

The purpose of this Policy is to:

- (a) encourage Personnel to raise concerns and report an issue if they genuinely believe someone has engaged in serious wrongdoing with respect to the Company;
- (b) explain how Personnel can lodge a report;
- (c) explain how the Company will investigate the report;
- (d) explain the legal protections for whistleblowers under the *Corporations Act, 2001* (Cth) (**Corporations Act**) and *Taxation Administration Act, 1953* (Cth) (**TAA**); and
- (e) explain how in practice the Company will protect a whistleblower.

2. Overview of our Reporting Process

2.1 Who can report?

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

- (a) employed or engaged by the Company, including employees (whether permanent, part time, fixed term or temporary), contractors, consultants, secondees and directors;
- (b) a supplier of goods or services to the Company (including their employees); or
- (c) a spouse, dependent, or other relative of a person listed above.

2.2 What can I report?

You may make a report under this Policy if you have reasonable grounds to suspect misconduct or an improper state of affairs or circumstances in relation to:

- (a) the Company; or
- (b) a related body corporate of the Company.

This can include information about the company, or an officer or employee of the company, or a contractor, supplier, tenderer or other person in business dealings with the Company, engaging in conduct with respect to the Company that:

- (c) breaches the Corporations Act;
- (d) breaches other financial sector laws enforced by the Australian Securities and Investments Commission (**ASIC**) or Australian Prudential Regulation Authority (**APRA**);
- (e) amounts to an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months;
- (f) breaches the InterK Peptide Therapeutics Code of Conduct; or
- (g) represents a danger to the public or the financial system.

The Company's Board expects that employees of the Company who become aware of actual or potential cases of Reportable Events will make a report under this Policy or under other

applicable policies. Employees are encouraged to raise concerns about any issue or reasonable suspicion at the earliest possible date.

2.3 What if I have a grievance about a work-related matter that affects me personally?

- (a) A Reportable Event generally does not include a **personal work-related grievance** in relation to your employment, or former employment, with the Company that has implications for you personally (such as a dispute about your terms of employment, interpersonal conflict with other employees, disciplinary or performance management processes or termination of employment).
- (b) Disclosures that are not about Reportable Events do not qualify for protection under the Corporations Act. A disclosure about a **personal work-related grievance** may still qualify for protection if:
 - (i) it suggests misconduct beyond your personal circumstances, such as the Company breaking the law; or
 - (ii) you are experiencing or threatened with negative consequences for making a disclosure.
- (c) If you have a grievance that is not a Reportable Event, you may still report the grievance to one of the Protected Disclosure Officers listed in section 2.4. We encourage our employees to seek legal advice about their rights and protections and to seek assistance from a Protected Disclosure Officer to resolve personal work-related grievances.

2.4 How do I make a report?

- (a) If you become aware of any issue or behaviour which you consider to be a Reportable Event, please report the matter to the Company Secretary, or, in his absence, the Chairman (each of whom is a **Protected Disclosure Officer** for the purpose of this Whistleblower Policy):

Name of Protected Disclosure Officer	Position	You may report by
Stephen Parker	COO, Business Development and Commercialisation, and Company Secretary	Post: PO Box 417 St Leonards NSW 1590 Email: stephen.parker@interk.com.au Telephone: +61 (0)418 212 254
Michael Agrez	Chairman	Post: PO Box 417 St Leonards NSW 1590 Email: michael.agrez@interk.com.au Telephone: +61 (0) 408 685 316

- (b) While we encourage disclosers to report to the Company's Protected Disclosure Officers in the first instance, you may also report to:
 - (i) the Company's auditor, or a member of the Company's audit team;
 - (ii) another director of the Company; or

(iii) ASIC.

- (c) Certain disclosures made in 'emergency' or 'public interest' situations can be made to additional recipients. Those recipients include members of parliament and professional journalists. We strongly recommend you seek legal advice before disclosing to one of these persons, as the disclosure can only be made after you have already notified ASIC, APRA or another Commonwealth body nominated by regulation, and other criteria apply.

2.5 What do I include in a report?

- (a) If you report by email or letter, please make clear in the subject of the email or letter that it is a report under this Policy, so that we treat it as confidential.
- (b) However you report, please indicate whether you consent to the recipient of the report disclosing your identity to other relevant persons, such as a designated investigation team (if one is established), Company officers and the Company's external legal advisors. **Unless you positively indicate you wish to remain anonymous, we will assume your consent to your identity being shared to these limited persons.**
- (c) If you elect to remain anonymous we will respect your right not to identify yourself, and you will still have the benefit of any protections that apply under the Corporations Act. However, it may mean that our investigation will be limited. Anonymity can also be limited to particular circumstances (i.e. '*I do consent to you sharing my identity with an external investigator but not to employees or officers of the Company*').
- (d) We do not expect an initial disclosure to include absolute proof of misconduct. However, where possible please provide:
- (i) the name, job title and workplace address of the person the subject of the disclosure;
 - (ii) details of the misconduct including dates and places;
 - (iii) names of anyone who may substantiate the disclosure; and/or
 - (iv) any other evidence that supports the disclosure such as emails or other documents.
- (e) If you wish, you may contact a Protected Disclosure Officer with high level information, or to ask questions about the process, and then follow up with further detail later.

2.6 What if I provide incorrect information?

- (a) You must have reasonable grounds to believe the information you are disclosing is true, but you will not be penalised if the information turns out to be incorrect. However, you must not make a report that you know is not true or is misleading.
- (b) If you knowingly made a false report, this will be considered a serious matter that may result in disciplinary action. There may also be legal consequences if you make a knowingly false report.

3. How will the Company respond?

3.1 How will my report be investigated?

- (a) The Company will investigate all matters reported under this Policy as soon as practicable after the matter has been reported. The investigation process will vary depending on the nature of information provided and severity of allegations made.
- (b) All investigations will be conducted in a way that is thorough, objective and fair, and will have regard to any conflict of interests and other factors that require confidentiality.

3.2 Who will conduct the investigation?

- (a) The investigation will be conducted by a Protected Disclosure Officer who may appoint a person to assist in the investigation.
- (b) Unless you have made an anonymous report, the Protected Disclosure Officer will:
 - (i) contact you to acknowledge receipt;
 - (ii) contact you to discuss the investigation process including who else they may appoint to assist them, and who may be contacted in the course of the investigation; and
 - (iii) keep you informed of any outcome of the investigation arising from your report, subject to considering the privacy of anyone mentioned in your report and other legal confidentiality requirements.
- (c) Where a report is submitted anonymously, the Company will conduct the investigation as it sees appropriate based on the information provided to it.

3.3 Board accountability and record-keeping

- (a) Subject to any confidentiality requirements set out in paragraph 4 of this Policy, or as otherwise required by the *Corporations Act* or *TAA* the outcome of investigations conducted will be reported to the Company's Board. Any other material concerns raised under this Policy will also be reported to the Board.
- (b) The Board will keep records of all reports made under this Policy, including information regarding the date the report was received, a description of the issues raised, the discloser (unless they have requested anonymity), and the status and results of any investigation.

4. Protection of Whistleblowers under the Corporations Act

The Corporations Act provides for a number of protections for whistleblowers. In this Policy we summarise the protections available to you. More information can be found at:

<https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/whistleblower-rights-and-protections/>

The Company is committed to ensuring that whistleblowers receive the benefit of these protections including confidentiality in respect of all matters raised under this Policy, and that those who make a report are treated fairly and do not suffer detriment.

4.1 Protection of your identity and confidentiality

(a) Legal protection

After receiving a report under this Policy, the Group will only share your identity as a whistleblower or information likely to reveal your identity if:

- (i) you consent; or
- (ii) the Company reports the matter to ASIC, APRA, the Tax Commissioner (**ATO**) or the Australian Federal Police (**AFP**); or
- (iii) the Company discloses your 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 your identity, or information that could lead to your being identified, is an offence under the Corporations Act which carries serious penalties.

(b) How the Company puts this into practice:

- (i) The Company will ensure that all files and records created from an investigation are held securely.
- (ii) Unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know in order to take appropriate action, or for corporate governance purposes) without your consent as a whistleblower will be a breach of this Policy and, in the case of a breach by an employee, may be the subject of disciplinary action.
- (iii) If the Company needs to investigate a report, the Company may disclose information that could lead to your identification, but unless you have consented to your identity being disclosed in these circumstances:
 - (A) the Company will not disclose your identity, and will only disclose information necessary for investigating the disclosure; and
 - (B) the Company will take all reasonable steps to reduce the risk of your identity being discovered through that information, for example by using gender-neutral language and by removing references to other personal information such as your role in the company.

4.2 Protection against detrimental conduct

(a) Legal protection

Whistleblowers are entitled to protection from detrimental treatment by any person in connection with making the report. Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment in connection with making a report.

(b) How the Company puts this into practice

If you are subjected to detrimental treatment as a result of making a report under this Policy you should inform a Protected Disclosure Officer, or other officer or senior manager of the Company.

The Company does not tolerate any detrimental conduct against persons who ask questions or report concerns under this Policy. Any person involved in detrimental conduct may be subject to disciplinary action. In some circumstances, this may also be a criminal offence, and the Company may refer any person that has engaged in detrimental conduct to law enforcement authorities for further investigation.

4.3 Corporations Act protection for whistleblowers against litigation

If you are an eligible whistleblower, the Corporations Act protects you against civil, administrative and criminal litigation for protected disclosures.

4.4 Corporations Act protection: Reinstatement of employment

If the Company terminates your employment as a result of a protected disclosure, you may ask the court for an order to reinstate you either in your original position, or in another position at a comparable level in the Company.

4.5 Corporations Act protection for whistleblowers against victimisation

It may be a civil and/or criminal offence to victimise you because of a protected disclosure made by you, as an eligible whistleblower.

If you suffer damage because of such victimisation, you can claim compensation for that damage from the offender.

5. Additional protections for disclosures on tax matters

The *Taxation Administration Act 1953* (Cth) also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met. Information can be found here: <https://www.ato.gov.au/general/gen/whistleblowers/>

6. Fair treatment of Employees who are mentioned in disclosures

In order to protect all persons involved, including employees that are named in a disclosure, the Company will ensure that:

- (a) disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;
- (b) each disclosure will be assessed and may be the subject of an investigation;
- (c) the objective of any investigation is to determine whether there is enough evidence to substantiate or refute the matters reported;
- (d) when an investigation needs to be undertaken, the process will be objective, fair and independent;
- (e) an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure and given an opportunity to respond to any allegations as and when required by principles of natural justice and procedural fairness; and
- (f) an employee who is the subject of a disclosure may contact the Company's support services.

7. Communication and training

- (a) This Policy will be made available to Personnel upon the start of their employment or engagement with the Company, and will be placed on the Company website.
- (b) The Company will provide training to its Personnel about this Policy and their rights and obligations under it.
- (c) The Company will also provide training of its managers and Protected Disclosure Officers who may receive whistleblower reports about how to respond to them.
- (d) The Company encourages Personnel with questions about this Policy and its application to contact a Protected Disclosure Officer for that purpose.

8. Status and Review of Policy

The Board of InterK Peptide Therapeutics Ltd is committed to continuously reviewing and updating its policies and procedures.

The Board may change this Policy at its discretion. This Policy does not form part of any contract of employment.

This policy was last reviewed on 22nd January 2020. The Board will review this policy annually, to check that it is operating effectively and to identify any changes required due to updates to the law or changes in the Company's circumstances.