
WHISTLEBLOWER POLICY

1. BACKGROUND

Directors, officers and employees are expected to observe high standards of business and personal ethics in the conduct of their duties and responsibilities as set out in the Company's Code of Conduct. This policy supports the commitment of Redstone Resources Limited (**Redstone**) in creating and maintaining a culture of proper conduct and fair and honest dealing in its business activities.

Redstone encourages the reporting of any instances of suspected unethical, illegal, fraudulent, or undesirable conduct involving Redstone and provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation or reprisal.

This policy should be read in conjunction with other Redstone corporate governance policies, including the Code of Conduct.

This policy is effective from 1 January 2020.

2. PURPOSE

The purpose of this policy is to:

- (a) help detect and address Improper Conduct;
- (b) maintain a working environment in which Employees are able to raise concerns regarding instances of Improper Conduct (where there are Reasonable Grounds to suspect such conduct) without fear of intimidation, disadvantage or reprisal;
- (c) outline the procedures for reporting and investigating reported matters;
- (d) outline the measures in place to protect people who report Improper Conduct; and
- (e) comply with the Corporations Act requirement to have a whistleblower policy

It is expected that Employees will report known, suspected or potential cases of Improper Conduct. Failure to raise issues could result in disciplinary action including termination of employment.

3. DEFINITIONS

In this Policy:

Redstone means Redstone Resources Limited.

APRA means the Australian Prudential Regulation Authority

ASIC means the Australian Securities and Investments Commission.

Corporations Act means the *Corporations Act 2001* (Cth) as amended or modified from time to time.

Disclosing Person has the meaning given in Section 4.1 of this policy.

Employee means any employee, director, contractor or consultant of Redstone.

Improper Conduct means conduct that is illegal, unacceptable or undesirable, or the concealment of such conduct. It includes, but is not limited to, conduct that:

- (a) is against the law or is a failure by Redstone to comply with any legal obligation;
- (b) is dishonest, fraudulent or corrupt;
- (c) is potentially damaging to Redstone, an Employee or a third party, including unsafe work practices, environmental damage, health risks or substantial wasting of corporate resources;
- (d) is misleading or deceptive conduct of any kind, including questionable accounting or financial reporting practices;
- (e) involves bullying, harassment or discrimination; or
- (f) is unethical or breaches Redstone's policies, protocols or codes of conduct.

Reasonable Grounds means that a reasonable person in your position would also suspect the information indicates Improper Conduct.

Section means a section of this policy.

Whistleblower Protection Officer means a person nominated by Redstone whose key responsibilities include protecting Disclosing Persons who report concerns under this policy. The current Whistleblower Protection Officer nominated by Redstone is Miranda Conti, Company Secretary.

4. REPORTING PROCEDURE

4.1 Who is Covered by this Policy?

This Policy applies to reports of Improper Conduct (referred to as a “**Reportable Matter**”) which are made by individuals who are, or have been, any of the following:

- (a) a director, officer or employee of Redstone;
- (b) a contractor or supplier of Redstone;
- (c) an employee of a contractor or supplier of Redstone;
- (d) an individual who is an associate of the Redstone, for example a director of a related company of the Redstone; and
- (e) a relative, dependent or spouse (or that spouse's dependents) of an individual referred to at (a) to (d) above.

In this policy, each person in the categories listed above is referred to as a “**Disclosing Person**”.

4.2 What is a Reportable Matter?

A Reportable Matter consists of information where a Discloser has Reasonable Grounds to suspect:

- (a) misconduct or an improper state of affairs or circumstances in relation to any entity within Redstone; or
 - (b) indicates that Redstone or any of its officers or employees has engaged in conduct that:
 - (c) breaches the Corporations Act;
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- (d) breaches other financial sector laws enforced by ASIC or APRA;
- (e) constitutes an offence against other law of the Commonwealth that is punishable by imprisonment for a period of 12 months; or
- (f) represents danger to the public or the financial system.

Examples of what may be disclosed include a breach of any legal or regulatory requirement, the Redstone Code of Conduct or any other Redstone policy, including, amongst other things:

- (a) fraud, dishonesty or corruption;
- (b) negligence;
- (c) criminal offences;
- (d) financial loss to Redstone, reputational damage or conduct otherwise detrimental to Redstone's interests;
- (e) potential misconduct or an improper state of affairs or circumstances in relation to Redstone's tax affairs;
- (f) failure to comply with legal obligations of Redstone as a company listed on the ASX; and
- (g) unethical or corrupt conduct.

Legal protections apply in favour of a Disclosing Person even if the allegations he or she makes are wrong, provided that the Disclosing Person had Reasonable Grounds for making the allegations.

4.3 What Matters Are Not Covered By This Policy

Generally, disclosures that solely concern the Disclosing Person's personal work-related grievances do not qualify for protection under the Corporations Act. A Reportable Matter does not include personal work-related grievances, such as matters which directly affect an individual personally (and only that individual) in the context of their current or past employment, but have no other significant implications for Redstone.

Examples of disclosures regarding personal work-related grievances that may not qualify for protection under whistleblower laws and this policy include:

- (a) an interpersonal conflict between the Disclosing Person and another employee;
- (b) a decision relating to the engagement, transfer or promotion of the Disclosing Person;
- (c) a decision relating to the terms and conditions of engagement of the Disclosing Person; or
- (d) a decision to suspend or terminate the engagement of the Disclosing Person, or otherwise discipline the Disclosing Person.

However, a report about a personal work-related grievance may still be covered if it includes information about a Reportable Matter beyond the Disclosing Person's personal circumstances, or the Disclosing Person is being threatened with some detriment for making a report.

4.4 Reporting a Reportable Matter

Anyone filing a report concerning a Reportable Matter must have Reasonable Grounds for believing the information disclosed indicates Improper Conduct. It is a serious disciplinary offence to make allegations that prove to be unsubstantiated and made maliciously or known to be false.

The law gives certain protections to a Disclosing Person who reports Improper Conduct on Reasonable Grounds to:

- (a) ASIC;
- (b) APRA (although that is unlikely to be relevant given the nature of Redstone's business);
- (c) the ATO (for Improper Conduct relating to tax matters);
- (d) a Commonwealth authority specified in regulations (at present no authority has been specified); or
- (e) an "eligible recipient" as listed below.

An eligible recipient is:

- (a) any person authorised by Redstone to receive disclosures of Improper Conduct that may qualify for protection. Redstone authorises the nominated Whistleblower Protection Officer listed below:

Company Secretary

Miranda Conti

T: +61 8 9328 2552

E: mirandac@redstone.com.au

- (b) an external auditor or actuary of Redstone; and
- (c) an officer or director of Redstone.

4.5 How to Report to An Eligible Recipient

A Disclosing Person may report Improper Conduct to an eligible recipient by:

- (a) post to PO Box 8646, Perth Business Centre Perth WA 6849 (marked as private and confidential to the attention of the Whistleblower Protection Officer); or
- (b) email mirandac@redstone.com.au; or
- (c) telephone +61 8 9328 2552.

The Disclosing Person may choose to remain anonymous (and will still have the same legal protections) or may disclose their name, which will be kept confidential subject to certain exceptions referred to in Section 5 of this policy.

4.6 Legal Advice and Communicating with a Lawyer

Before or after making a report of Improper Conduct, a Disclosing Person is entitled to discuss their concerns about Improper Conduct with their lawyer and get legal advice from a lawyer about how the whistleblower laws apply to them. Generally, the legal protections referred to below also apply to such communications between a Disclosing Person and their lawyer.

5. CONFIDENTIALITY AND ANONYMITY

A Reportable Matter, whether made in the Disclosing Person's name or anonymously, will be kept confidential and details of the report, or the Disclosing Person, will only be released to those necessarily involved in the investigation, unless the Disclosing Person consents or Redstone is obliged or allowed by law to disclose, such as disclosures to ASIC, the Australian Federal Police, or a legal practitioner for the purpose of obtaining advice about the application of the Disclosing Person's protections.

Redstone will ensure that any records relating to a report of Improper Conduct are stored securely and confidentially and are able to be accessed only by Redstone employees who are authorised to access the information for the purposes of the investigation.

Unauthorised disclosure of:

- (a) the identity of the Disclosing Person who has made a report of Improper Conduct; or
- (b) information from which the identity of the reporting person could be inferred, may be an offence under Australian law and will be regarded as a disciplinary matter.

6. PROTECTIONS AND SUPPORT

Redstone is committed to protecting and respecting the rights of any Disclosing Person who reports Improper Conduct in accordance with this policy.

Redstone will not tolerate any reprisals against any person suspected of making a report of Improper Conduct, or against that person's colleagues, employer (if a contractor), relatives or any other person where the reason for the detrimental conduct relates to the suspicion that a Disclosing Person has made a report of Improper Conduct.

Any such retaliatory action may be an offence and will be treated as serious misconduct and will be dealt with in accordance with Redstone's disciplinary procedures.

In addition to the above, under Australian law, a Disclosing Person who has Reasonable Grounds for suspecting that Improper Conduct has taken place, and who reports the matter to an appropriate person or agency as referred to in Section 4, may be entitled to additional legal protections in certain circumstances, including:

- (a) they may be protected from civil, criminal or administrative legal action for making the report;
 - (b) no contractual or other right may be exercised against the Disclosing Person for making the report;
 - (c) the information they provide may not be admissible in evidence against them in legal proceedings (unless they have provided false information); and
 - (d) anyone who causes or threatens to cause detriment to a Disclosing Person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and may be liable to pay damages to the Disclosing Person for any loss suffered by him or her as a result.
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7. INTERNAL INVESTIGATION PROCEDURE

Whether an internal investigation is required, and the investigation processes undertaken, will vary depending on the precise nature of the alleged Improper Conduct. Any investigation will be conducted in a manner that is fair and objective to all people involved. The time that an investigation takes will depend on the particular facts of each case but Redstone will conduct any internal investigation as quickly as practicable.

The Whistleblower Protection Officer is responsible for investigating Reportable Matters made under the Whistleblower Policy. The Whistleblower Protection Officer has access to independent financial, legal and operational advisors as required, and for serious matters, will be assisted by the Board of Redstone.

An investigation will generally involve making enquiries and collecting evidence for the purpose of assessing whether the Reportable Matter can be substantiated.

Redstone employees about whom Reportable Matters are made will generally be given an opportunity to respond to the relevant allegations made in the Improper Conduct report. Feedback will be provided to the Disclosing Person, if appropriate, on the progress of the investigation, unless they have remained anonymous.

Generally, the Whistleblower Protection Officer will decide whether to escalate any Reportable Matter and the findings of any investigation, and to whom the report and findings should be escalated for any decision. This will depend on the facts and seriousness of each case.

8. REVIEW OF THIS POLICY

This policy will be reviewed from time to time to ensure it remains effective and meets best practice standards and the needs of Redstone. This policy can only be amended by resolution of the Board.

This policy can be accessed via the Redstone website at:

<http://www.redstone.com.au/corporate/corporate-governance>.
