

GENEVA FINANCE LIMITED

WHISTLEBLOWER POLICY

Version History

| Version | Date | Owner | Approver | Amendments |
|---------|------------|--------------------------|----------|--------------------------|
| 1.0 | 30.01.2023 | Head of Risk & Assurance | Board | New Whistleblower Policy |

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1. BACKGROUND & PURPOSE

GFL's Whistleblower Policy has been developed so that you can freely and without fear of detriment raise concerns regarding situations where you believe that GFL, including any of its controlled entities or related bodies or anyone connected to the GFL Group, have acted in a way that constitutes misconduct (as set out below). The Whistleblower Policy is vitally important in helping to identify misconduct that may not be uncovered unless there is a safe and secure means for disclosing misconduct.

2. PRINCIPLES

1. Speak Up and Report It!

If you are a current employee of GFL, please consider whether you would prefer to report your concern via another channel such as your line manager, skip line manager, the Risk, Compliance, or Internal Audit.

2. Protection from Detrimental Conduct

GFL does not tolerate detrimental conduct, that causes or is intended to cause harm to you because of the fact that you or someone else has made, or intend to make, or are suspected as having made a report (or because you or someone else might or could make a report).

3. Confidentiality and Consent

GFL will maintain confidentiality of all reports made under this Policy and your identity as a reporter to the fullest extent possible. While GFL encourages you to identify yourself to the Whistleblower Policy, you can also report on an anonymous basis.

4. GFL's expectations of you

GFL expects you to act honestly and ethically, and to make a report on reasonable grounds.

5. Investigations and Outcomes

All investigations will be conducted in a timely manner, in accordance with the principles of fairness and natural justice and appropriately documented. Where appropriate, GFL will update you on the status and outcome of your report.

6. Higher Standard

This Policy is designed to comply with GFL's legal obligations. If anything in this Policy is inconsistent with any law imposed on GFL, that legal obligation or the "higher standard" will prevail over this Policy.

Related Legislation:

- Protected Disclosures (Protection of Whistleblowers) Act 2022
- Privacy Act 2020
- Human Rights Act 1993
- Employment Relations Act 2000

7. Regulators

You have the right to communicate with regulators and law enforcement authorities at any time in relation to your concerns or any matter relating to this Policy.

Some of these Principles are further explained throughout this Policy.

3. SCOPE

A. CAN I MAKE A REPORT UNDER THIS POLICY?

1. You can make a report under this Policy if you are a current or former:
 - a) employee of the GFL Group (Including subsidiaries);
 - b) person who is providing, or has provided goods or services to the GFL Group, whether paid or unpaid (e.g. volunteering), and this includes contingent workers and suppliers;
 - c) employee or a sub-contractor of a person identified in (b) above;
 - d) officer or an associate of the GFL Group, for example, a director or secretary of GFL or of a related body corporate of GFL; AND
 - e) Your concern is not one of the Excluded Matters outlined below:

Examples of what might constitute misconduct include:

1. Breaches of GFL's Code of Conduct;
2. Practices or behaviours of concern relating to compliance with policies, procedures or the law (i.e. including anything you think may be illegal);
3. Unethical or unprofessional behaviour, including conduct that does not meet GFL's commitment to do the right thing by its customers, third parties, regulators, shareholders and or the community;
4. Issues of honesty or integrity, including internal fraud, theft, bribery and corruption;
5. Conflicts of interest, including those relating to outside business interests, relationships, improper payments and donations;
6. Breaches of privacy or confidentiality, including in relation to GFL and customer information;
8. Concerns that pose a risk to public safety, or the stability of, or confidence in the financial system;
9. Misconduct or an improper state of affairs in relation to the GFL Group;

B. EXCLUDED MATTERS

While everyone is encouraged to speak up and report any concerns to GFL, not everyone nor all types of concerns are intended to be covered by this Policy. Examples of the matters that are not intended to be covered by this Policy are:

Exclusion 1: Customer Complaints

If you are a customer and are concerned with the way GFL has handled any matter, product, or service, including an existing complaint, please contact GFL with your concern via phone, email, complaints@genevafinance.co.nz

Exclusion 2: Personal Work-related Grievances

If you are a current or former employee of GFL and want to report a grievance that directly affects you personally (and only you) in the context of your current or past employment, please contact Risk & Compliance Manager or Manager of Internal Audit.

4. HOW DO I MAKE A REPORT OR FIND OUT MORE INFORMATION ABOUT THE PROCESS?

You can make a report via email below. The Whistleblower Team will assess your report and arrange for an investigation, if appropriate.

WHISTLEBLOWER TEAM (WBT)

You can contact a WBT directly to make a report. A WBT is a group within GFL who has specific responsibilities under this Policy including protecting those who make a report. In all cases, one of the below WBTs will be assigned to your report so that it is assessed and where appropriate, investigated:

- a) Risk & Compliance Officer
- b) Manager Internal Audit
- c) Head of Risk & Assurance

You can contact the WB Team directly via email:

whistleblower@genevafinance.co.nz

A. WHAT SHOULD I INCLUDE IN THE REPORT?

Please provide as much detailed information as possible so that your report can be investigated. Some useful details include:

- Date, time & location;
- Names of person(s) involved, roles and their business group;
- Your relationship with the person(s) involved;
- The general nature of your concern;
- How you became aware of the issue;

- Possible witnesses; and
- Other information that you have to support your report

5. I HAVE MADE A REPORT UNDER THIS POLICY. WHAT NEXT?

A. PROTECTION FROM DETRIMENTAL CONDUCT (PRINCIPLE 2)

GFL does not tolerate any detriment that is inflicted on you because you or someone else has made a report, or due to someone suspecting that you or someone else might make a report, regardless of whether you have or are intending to do so. GFL will take all reasonable steps to protect you from detrimental conduct and will take appropriate action where such conduct is identified.

Examples of what may be considered detrimental conduct include:

- a) retaliation, dismissal, suspension, demotion, or having your employment or engagement with GFL otherwise terminated;
- b) harassment, threats, or intimidation;
- c) discrimination, being subjected to current or future bias, or derogatory treatment;
- d) injury or harm, including psychological harm;
- e) damage or threats to your property, business, financial position, or reputation;
- f) revealing your identity as a Whistleblower without your consent or contrary to law; or
- g) threatening to carry out any of the above actions.

These protections apply to you regardless of whether any concerns raised in a report are substantiated, provided that you are acting honestly and ethically and made the report on reasonable grounds. These protections also apply to individuals conducting, assisting, or participating in an investigation.

If someone at GFL, including any supplier to GFL, engages in detrimental conduct against you, please immediately contact the WBT, either directly or through Whistleblower Reporting Service (contact details above).

Reports of detrimental conduct will be treated confidentially. Anyone engaging in detrimental conduct may be subject to serious consequences, including disciplinary action and/or termination of employment, engagements or contracts, as applicable.

They may also be subject to legal consequences in the form of civil and criminal penalties.

It is important to note, that GFL also views the misuse of the Whistleblower channel seriously and a disclosure that is deliberately dishonest could give rise to disciplinary action.

FALSE OR MISLEADING DISCLOSURES

When making a disclosure, you will be expected to have reasonable grounds to suspect the information you are disclosing is true, but you will not be subject to a penalty if the information turns out to be incorrect.

However, *you must not make a report that you know is not true or is misleading*. This may be a breach of our Code of Conduct and 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.

B. CONFIDENTIALITY AND CONSENT (PRINCIPLE 3)

In general terms, you can select one of three options below for protecting your Identity. Regardless of the option you choose, GFL will keep information in relation to your Identity and your report confidential to the fullest extent possible:

- **Confidential** - this means that you consent to the WB Team knowing your Identity and for the Team to disclose your identity for the purposes of investigating, and for reporting to relevant stakeholders i.e. Board Committee's.
This is the preferred option because GFL will be best placed to fully investigate the matter and provide you with ongoing protection and support.
- **Partially Anonymous** - this means that you have consented to only the WB Team knowing your Identity. This approach may create some limitations for investigative purposes.
- **Anonymous** - this means you have not identified yourself to the WB Team. You can choose to remain anonymous at the time of making a report, over the course of the investigation and after the investigation is finalised.

You can refuse to answer questions that you feel could reveal your Identity at any time, including during follow-up conversations and you can omit information from your report that you are concerned may reveal your Identity.

GFL welcomes anonymous reports when you are not comfortable to disclose your Identity, but they can present some challenges, as GFL may not be able to seek further information from you, update you, and in some circumstances, it could be difficult to investigate the matter fully or even at all.

Note that for legal and regulatory reasons, where your Identity is known to GFL, GFL may need to disclose your Identity to lawyers, regulators and or law enforcement authorities, regardless of the level of consent you have provided.

To help protect you and your Identity, please do not share details of the matter, your report, or what GFL tells you with others outside of the WBT. Of course, you have the right to communicate with regulators and law enforcement authorities at any time (see Principle 7 in Part 2 above).

C. INVESTIGATION AND OUTCOMES (PRINCIPLE 5)

After receiving a report from you, GFL will:

- Assign a WBT member to your report;
- Assess your report to determine if it will be managed under this Policy;
- Determine whether and how to investigate;
- Consider any conflicts of interest prior to investigating; and

Investigations are to be conducted in a timely, fair and impartial manner, and investigators are required to act independently and competently and to treat all those involved in a report fairly so that each case is evaluated on its merits.

Where appropriate, individuals who are accused of misconduct in a report (a Respondent) will have an opportunity to respond to allegations before any adverse findings of fact in any investigation are made and before any disciplinary action (if appropriate) is taken.

The Whistleblower Investigator / Team member where necessary and subject to confidentiality obligations, may also need to speak to other individuals who may have relevant information regarding the matters reported.

If you have not provided your consent to be contacted, or if you decline or cannot provide further information, this may limit GFL's ability to investigate the matter fully, and in some circumstances, could mean that an investigation is not possible.

The report and any investigation records will be securely retained.

For investigated reports, the WP Team / Investigator will provide you with updates on progress and any investigation outcomes. These updates may be written or verbal, depending on the circumstances. There may be circumstances where it is not appropriate to provide details of the outcome of the investigation to you.

Each report will have a **unique identifier** which will be provided to you so you can liaise with the WBT/investigator assigned to you in order to seek feedback on the status or outcome of your report.

Note that information / findings from the Whistleblower report will be reported to the Board & or Board Audit Risk Committee to assist with ensuring any adverse events have an appropriate oversight with treatment plans / learnings put in place to ensure future events do not reoccur or mitigated.