

Whistleblower Policy

Ziptel Ltd ACN 108 042 593 (Company)

Report and Investigation Officer: Salvatore Vallelonga

1 Purpose

Directors, officers and employees of the Company 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*. All directors, officers and employees of the Company must conduct themselves with integrity, honesty and fairness in all business practices and observe the rule and spirit of the legal and regulatory environment in which the Company operates.

The purpose of this Whistleblower Policy is to encourage the reporting of violations (or suspected violations) of the Company's *Code of Conduct* and provide effective protection from victimisation or dismissal to those reporting by implementing systems for confidentiality and report handling.

2 Reporting responsibility

It is the responsibility of all directors, officers and employees to comply with the Company's *Code of Conduct* and report violations or suspected violations in accordance with this policy.

3 No retaliation

No director, officer or employee who in good faith reports a violation under this policy shall suffer detriment, either actual or threatened, harassment, retaliation or adverse employment or engagement consequence. If a director, officer or employee retaliates against someone who has reported a violation in good faith they will be subject to disciplinary action, which may include termination of your employment or engagement with the Company.

4 Reporting violations

This policy is intended to encourage and enable directors, officers and employees and others to raise serious concerns within the Company.

In most cases, you should approach your supervisor first as they may be in the best position to address a concern.

If you are not comfortable speaking to your supervisor or not satisfied with your supervisor's response, you are encouraged to speak with anyone in management whom you are comfortable in approaching.

Supervisors and managers are required to report suspected violations of the Company's *Code of Conduct* to the Report and Investigation Officer, who has specific and exclusive responsibility to investigate all reported violations.

5 Report and Investigation Officer

The Report and Investigation Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Company's *Code of Conduct*. At their discretion, the Report and Investigation Officer will advise the Chair and Managing Director and/or the Audit Committee or its equivalent.

The Report and Investigation Officer has direct access to the Audit and Risk Committee and, is required to report to the Audit and Risk Committee at least annually on compliance activity.

If any person is not comfortable speaking with the Report and Investigation Officer on a particular matter, or if they are unavailable and the matter is urgent, they should contact the Chair or another member of the Board.

6 Accounting and auditing matters

The Audit and Risk Committee will address concerns raised in relation to corporate accounting practices, internal controls or auditing. The Report and Investigation Officer is responsible for notifying the Audit and Risk Committee of any such complaint and must work with the committee to resolve the matter.

7 Acting in good faith

Anyone filing a complaint concerning a violation or suspected violation of the Company's *Code of Conduct* must act in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Company's *Code of Conduct*. It is a serious matter to make allegations that prove to be unsubstantiated, or are made maliciously or known to be false and any person doing so may be subject to disciplinary action including termination.

8 Confidentiality

Reports of violations or suspected violations will be kept confidential and may only be disclosed to ASIC, APRA, a member of the Australian Federal Police or to someone else with the consent of the discloser to the extent possible, consistent with the need to conduct an adequate investigation.

9 Handling of reported violations

The Report and Investigation Officer will notify the person who reported the alleged violation and acknowledge receipt of the report within 5 business days. All reports will be promptly investigated and, if warranted, appropriate corrective action will be taken. In conducting investigations, the Report and Investigation Officer must ensure they observe the confidentiality obligations and in particular must not disclose the information reported, the identity of the person making the disclosure or any information that is likely to lead to the identification of the person making the disclosure.