

SAI Global Group Whistle blowing Policy (“Policy”)

1 Introduction

SAI Global Limited and its controlled entities (“SAI” or “the Company”) are committed to operating at the highest ethical and legal standards. The Board of Directors and management of SAI recognise that upholding these standards requires confidence on the part of all staff, contractors and suppliers that issues of concern can be raised and addressed with confidence.

It is the responsibility of each SAI Global employee to understand and abide by the company’s Code of Business Conduct. When Code violations are known, it is the employee’s duty to take the appropriate action. Such action may differ slightly depending on the local laws. Employees will not be retaliated against for making reports of wrongdoing. Such reports may be made to a direct supervisor, to the Company Secretary, to the Group Director, Human Resources, or through the Listen Up anonymous and confidential process described herein.

This policy forms an integral part of SAI’s commitment towards providing a safe and ethical work environment, and meeting its obligations to its stakeholders, the community and the environment.

The Audit & Risk Committee of the Board provides oversight of this policy.

2 Goals, Purpose and Benefits

This policy aims to:

- foster a culture of compliance and responsible & ethical decision making at SAI
- describe the process for making and investigating disclosures described in section 3.2
- give staff, contractors and suppliers confidence to make such disclosures
- ensure that no one will be victimised or suffer retribution because of a disclosure made in connection with this Policy
- ensure fairness for all parties, including the subject of the complaint

3 How the Policy Works

3.1 Who Can Make a Report

Any employee of SAI of any rank or employment status, any contractor working for or with SAI, or any supplier of goods or services to SAI (collectively referred to in this Policy as “you”) may make a disclosure. Customers are encouraged to provide feedback through client service managers and focused surveys. All reports made in good faith by interested parties will be taken seriously.

3.2 When to Make a Report

You are encouraged to make a disclosure of any actions or behaviour you genuinely believe may be:

- dishonest
- fraudulent
- corrupt
- illegal
- bullying or harassing
- represent a serious conflict of interest
- involve a misuse of sensitive or confidential information
- a miscarriage or denial, or likelihood thereof, of natural justice
- a violation of SAI Global’s Code of Business Conduct

3.3 What is Expected When Making a Report

Generally, you are encouraged to make a report as early as possible. SAI does not expect that you will be an expert on the law nor should you conduct your own investigation. However, all reports must be made in good faith. Whether you raise an issue directly with your supervisor or submit a report via the Listen Up helpline as outlined below, you will be expected to disclose relevant facts about the situation to aid management in taking appropriate action.

3.4 How to Make a Report

- I. It is ideal to raise your concern with your immediate supervisor or contact at SAI on an identified basis. Our policy is to treat every submission with respect, to honour requests for confidentiality, and not to retaliate against submitters. We understand that for a variety of reasons employees may choose to use one of the alternate means of making a report as described below.

- II. Call the Company Secretary at +61 8206 6130.

- III. Contact the Listen Up helpline service:
- Call toll-free 24x7

Country	Phone Number
Australia	1-800-987-636
China - North	10-800-713-0606
China - South	10-800-130-0614
India	000-800-100-3273
Japan	0053-113-0898
Korea (South)	0030-813-1350
Thailand	00-1800-132-040-052
United Kingdom	0800-032-5546
France	0800-909-260
Spain	900-977-663
Italy	800-787-115
Germany	0800-182-4524
Mexico	001-866-287-0244
Canada	888-789-6627
US	1-866-398-0010

- Make a web submission: www.listenupreports.com

The Audit & Risk Committee of the Company's Board of Directors will oversee the process of handling all reports, and will be regularly apprised of investigations and other actions taken pursuant to this Policy.

3.5 What to Expect in Making a Report

Whether you choose to speak out on an identified basis, contact the Company Secretary directly, or use the Listen Up ethics reporting helpline, your report will be taken seriously. All issues are logged into a tracking system and monitored by the Company Secretary. The Company Secretary will delegate the handling of the issue to one of a small group of designated managers at SAI Global depending on the nature of the issue. For example, issues relating to a hostile work environment might be passed to the Group Director of Human Resources for investigation and handling.

Using Listen Up

Listen Up is an outsourced helpline service offered by SAI to its compliance clients as a result of SAI's acquisition of Syrus Global in 2009. When used in conjunction with training and other components of an effective ethics and compliance program, it is a valuable risk management tool.

The Listen Up call centre activities are outsourced, meaning that your call will be answered by Listeners at a call centre in the Midwest US; they are not SAI employees. The Listeners are



available every minute of every day of the year to take your toll-free call. You will be treated with respect, put at ease, and asked questions such as you would expect any investigator to pursue.

Listen Up's web submission site is accessible in 16 languages, and is very easy and quick to use.

Whether you use the phone or the web, you may remain anonymous and confidential, or you may choose to identify yourself to facilitate the investigation process. No caller IDs or computer IP addresses are captured. If you elect anonymity, the company will not attempt to learn your identity. There are extenuating circumstances in every country's laws which could require the company to identify a submitter, but these are the exception based on helpline experience.

The Listen Up submitter receives a 7-digit case number which uniquely identifies the case. This case number is used to anonymously (if selected) follow up, and facilitates a confidential dialog between the submitter and management. For example, after a caller or a web user submits a report, he or she may call back or visit the submission website in 3-5 days, supply the case number, and receive management's response. In the response, management may ask additional questions, the answers to which will aid in resolving the issue. The management response may also provide expectations for what will happen next or simply express appreciation for speaking up.

4 What Happens After I Make a Report?

4.1 Investigation Process

If your report is made directly to your supervisor or someone else within the organization, it will be entered into a case tracking system. If your report is made using the Listen Up helpline, the report will be automatically logged into the same case tracking system and the Company Secretary or designated region personnel will be notified that a new report has been received. The Company Secretary or designee will access the case tracking system, read the case, and may choose to handle the issue immediately, or may involve others among a small group of designated managers at SAI to investigate and handle the issue. Such a group is a "review team."

The review team will decide whether to commence an investigation into the disclosure. The review team may seek further information from the submitter or other persons in the course of the investigation but must remember at all times the importance of protecting the identity of whistleblowers who request anonymity.

The outcome of an investigation will depend on the nature of the disclosure and could involve liaison with external investigators or subject matter experts. In extreme circumstances, the police, corporate regulators or industry accreditation bodies may be brought in.

4.2 Protection of Whistleblowers

Maintaining the confidentiality of a whistleblower who elects anonymity is paramount. SAI Global and its personnel, including each of the review team involved in investigating a disclosure or dealing with a whistleblower will do everything reasonably possible to ensure that this person's identity will remain confidential and will not be disclosed unless required by law.

Where, because of the nature of the disclosure, or because of cooperation with law enforcement authorities, it is not possible to maintain a whistleblower's confidentiality, the review team will inform the whistleblower as soon as possible and work with them to minimise the impact of the loss of confidentiality.

The assistance SAI may be able to provide to the whistleblower includes:

- a leave of absence
- relocation to another role or office whilst maintaining pay and seniority
- provision of counselling services.

4.3 Commitment to Keep Whistleblower Informed

The Company Secretary or the review team will provide regular feedback to a whistleblower concerning the progress of the investigation and any action taken in relation to his or her disclosure.

4.4 No Recriminations against Whistleblowers

Whistleblowers will not suffer recriminations as a result of their disclosure. Some examples of recrimination include:

- loss of job
- physical or psychological abuse or threats
- demotion of role, pay or entitlements
- current or future bias within the company
- loss or risk of loss of contracts or business with SAI

SAI cannot provide immunity from any civil or criminal legal liability resulting from the actions of a person making a disclosure under this Policy.

4.5 Consequences of Making Malicious Misuse of Reporting Process

The effectiveness of this Policy rests on the good faith and high ethical standards from all stakeholders. Any disclosure must be made in good faith. Any person found to have made a disclosure with the deliberate, malicious intent of harming another person or organisation may lose benefits available under this Policy, or be subject to disciplinary or legal action.

5 Review of Program

SAI will review the operation of the policy periodically to ensure that it meets its goals and remains effective.

6 Compliance with Local Laws

SAI will comply with local laws in the conduct of this Policy.

7 Complementary Documents

This policy complements SAI Global's Code of Business Conduct, SAI Global's (Anti) Harassment Policy and SAI Global's Purpose, Vision and Values.