



## BBX Whistle Blower Policy

BBX's Code of Conduct emphasises the importance of speaking up as a key component of our business expectations. You are encouraged to speak up if you observe or suspect conduct that concerns you. BBX will support you throughout raising a concern over suspect conduct and will not tolerate any form of retaliation or victimisation as a result of you speaking up in accordance with the Company's policy. The policy aims to provide clarity on how the Company will support you so that you:

- You are encouraged to speak up on issues that are of a concern
- Know what happens when you speak up
- Know that you will feel safe when you express your concerns

This Whistle blower policy applies to employees, (including Directors) contractors, suppliers, auditors, brokers and others that have a connection to the Company.

BBX operates in Australia and Brazil and is subject to local laws which may take precedence in that jurisdiction.

### **Policy Statement**

This policy provides details the processes and protections provided by BBX in regard to disclosure of Reportable Conduct. BBX must comply with its obligations relating to protection of whistleblowers in the Corporations Act 2001 (Cth) and equivalent legislation in Brazil.

### **Reportable Conduct**

Under the policy you may make a report if you have reasonable grounds to suspect that a BBX director, officer, employee, contractor, supplier, or any other person who has an association with BBX has engaged in conduct that:

- Is dishonest, corrupt or fraudulent
- Is involved in bribery
- Is involved in any other illegal activity (theft, harassment, violence, criminal or other breaches of state, federal, or countries law)
- Is in breach of BBX's policy's (bribery & corruption) and code of conduct and could be damaging to BBX its interests and reputation

- Could be an abuse of authority and damaging including unsafe work practices, environmental damage including health risks.

### **Reporting Channels.**

BBX has several channels that employees may use if they become aware of a reportable act.

- |                            |                                    |
|----------------------------|------------------------------------|
| 1. Chief Executive Officer | T +64 22 3421271                   |
| a. Jeff McKenzie           | E jeff.mckenzie@bbxminerals.com.au |
| 2. Board Chairman          | T +5521988780282                   |
| a. Mike Schmulian          | E Mlschmulian@gmail.com            |
| 3. Company Secretary       | T +61 400207614                    |
| a. Simon Robertson         | E simon@slrconsulting.com          |

Reports can be sent by courier or post to the Company's registered office 50 Angove Street North Perth 6006

If the employee does not wish to use the three channels indicated, they may also contact the Company's legal advisor

Mr Roger Steinepreis +618 9321 4000  
Senior Partner Steinepreis Paganin

BBX will investigate all matters reported under this policy as soon as practicable after the matter has been reported. BBX is likely to appoint an independent person with your consent, to assist in the investigation of a report. Where appropriate, BBX will provide feedback to you regarding the investigation's progress and/or outcome (subject to considerations of the privacy)

The investigation will be required to be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Reportable Conduct and the circumstances.

While the particular investigation process and enquiries adopted will be determined by the nature and substance of the report, in general, as soon as practicable upon receipt of the report, if the report is not anonymous, the independent person will contact you to discuss the investigation process including who may be contacted and such other matters as are relevant to the investigation.

Where a report is submitted anonymously, BBX will be required to conduct the investigation and its enquiries based on the information provided to it.

## Whistleblowers Protection

BBX is committed to ensuring 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.

### (a) Protection against detrimental conduct

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report.

If you are subjected to detrimental treatment as a result of making a report under this policy, you should:

- Inform the CEO, Chairman or Company Secretary immediately under the whistleblower policy; or
- raise it in accordance with reporting channels of this policy.

### (b) Protection of your identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this policy, BBX will only share your identity as a whistleblower or information likely to reveal your identity if:

- you consent;
- the concern is reported to the Australian Securities and Investments Commission ("ASIC"), the Australian Prudential Regulation Authority ("APRA"), the Tax Commissioner or the Australian Federal Police ("AFP"); or local police in Brazil.
- the concern is raised with a lawyer for the purpose of obtaining legal advice or representation. If BBX needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk.

Any disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.

### (c) Protection of files and records

All files and records created from an investigation will be retained securely.

Unauthorised release of information to someone not involved in the investigation (other than the CEO or directors who need to know to take appropriate action, or for corporate governance purposes) without your consent as a whistleblower will be a breach of this policy.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with under BBX's code of conduct procedures.

The Corporations Act gives special protection to disclosures about breaches of that Act, provided certain conditions are met –

The Taxation Administration Act 1953 (Cth) ("Taxation Administration Act") also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met –

### **Duties of Employees in Relation to Reportable Conduct**

It is expected that employees of BBX who become aware of actual or suspects on reasonable grounds, potential cases of Reportable Conduct will make a report under this policy or under other applicable BBX policies.

The Board of Directors will receive copies of all whistleblower reports, and whistleblower reports from the CEO, Chairman or Company Secretary (as appropriate). In addition, serious and/or material Reportable Conduct will be referred immediately to the Board of Directors.

### **Amendments to this Policy**

This policy cannot be amended without approval of the BBX Board. It will be reviewed from time to time to ensure that it remains effective and meets best practice standards and the needs of BBX