
ST5 – Reporting Misconduct Procedure

Purpose

- + Santos is committed to achieving high standards of ethical conduct and compliance with its legal obligations. This commitment includes creating and maintaining a working environment in which Santos Workers are able to freely raise concerns regarding actual or suspected unethical, unlawful or undesirable conduct and to protect Santos Workers from reprisal.
- + Where a Santos Worker has reasonable grounds to suspect reportable misconduct or some other improper state of affairs in relation to Santos or its related entities, the Santos Worker can make a Report under this Procedure.

Scope

- + This Procedure defines the Santos Whistleblower Policy, and the procedures for reporting and investigating reportable misconduct, and applies to all current and past Santos Workers.

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1 Reporting Misconduct

1.1 Reportable Misconduct

- 1.1.1 'Reportable Misconduct' means conduct by a Santos Worker that is illegal, unacceptable or undesirable, or concealment of such conduct and includes:
- + dishonest, fraudulent or corrupt behaviour;
 - + illegal acts, such as theft, violence, criminal damage to property, or other breaches of state or federal legislation relating to Santos' business;
 - + unethical, malicious or other serious improper conduct, which may represent a material breach of the Code of Conduct, policies or procedures or a breach of law generally;
 - + intentionally altering Santos' records or data, or failure to comply with statutory accounting and reporting requirements
 - + conduct that may cause financial loss or damage Santos' reputation or be otherwise detrimental;
 - + relates to potential misconduct or an improper state of affairs in relation to Santos.

1.2 Making a Report

- 1.2.1 Santos Workers can make a Report of any suspected or actual Reportable Misconduct:
- + directly to the General Counsel, Company Secretary, EVP People & Sustainability or the Head of Risk & Audit; or
 - + via the external, confidential 24-hour hotline run by Deloitte (**Reporting Misconduct Hotline**):
 - o By phone on:
 - 1800 629 632 (free within Australia)
 - 00180361184 (free within Indonesia)
 - +61 3 9667 5070 (other countries)
 - o Email: santos@deloitte.com.au
 - o Fax: +61 3 9691 8182
 - o Mail: Santos Reporting Misconduct, Reply Paid 12628 A'Beckett Street, Victoria, 8006
- 1.2.2 If a Santos Worker has made a Report through the external, confidential Reporting Misconduct Hotline (either by phone, email, fax or mail), the Report will be confidentially transferred by a representative of the External Hotline to the Protection Officer.

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2 Procedure (on receipt of a Report)

2.1 After a Report is made

- 2.1.1 On receiving a Report, the Protection Officer will, subject to section 3.2, forward the Report to the Investigations Officer for consideration and, if necessary, investigation.
- 2.1.2 The Protection Officer must ensure the identity of the reporting Santos Worker remains confidential and otherwise protect the Santos Worker in accordance with section 3 of this Procedure and as otherwise required by law.

2.2 Investigation

- 2.2.1 On receiving a Report, the Investigations Officer will determine if an Investigation should proceed or not, in consultation with the Protection Officer and, subject to any potential conflicts of interest, the Managing Director.
- 2.2.2 If a decision is made to investigate a Report, the Investigations Officer will conduct an Investigation to determine whether there is evidence to support or refute the Santos Worker's Report.
- 2.2.3 Subject to any potential conflicts of interest, the Investigations Officer will report the results of the Investigation and recommended actions to:
 - + the Protection Officer;
 - + the General Counsel;
 - + the EVP People & Sustainability;
 - + the Managing Director; and
 - + as required, the Chair of the Audit and Risk Committee.
- 2.2.4 The Protection Officer may provide feedback to the Santos Worker in a manner appropriate to the outcome of the investigation.

3 Protections

3.1 Protecting Santos Workers

- 3.1.1 Subject to 3.1.3, Santos will ensure that steps are taken to protect Santos Workers who make Reports under this Policy even if the reported information is subsequently determined to be incorrect or is not substantiated.
- 3.1.2 Santos will also take steps to provide similar protections to other Santos Workers who volunteer supporting information as part of any Investigation, or who have been requested to assist in an Investigation under this Policy.
- 3.1.3 Unsubstantiated allegations which are found to have been made maliciously without reasonable grounds to suspect, or to be knowingly false, will be viewed seriously with disciplinary actions applied in accordance with the **SMS-MS14 People - Counselling and Discipline Procedure**.

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- 3.1.4 All Personal Work-Related Grievances should be raised in accordance with **SMS -MS14 People – Issue Resolution Procedure** in the first instance, unless the conduct relates to the Santos Worker following a report under this Procedure.

3.2 Confidentiality

- 3.2.1 The identity of a Santos Worker who makes a report of Reportable Misconduct must remain confidential unless the Santos Worker consents to the disclosure of his or her identity or the disclosure is required by law.
- 3.2.2 Information that may lead to the identification of the Santos Worker who makes a report will also remain confidential unless the disclosure of the information is reasonably necessary for the purposes of investigating the Reportable Misconduct, in which case, the Protection Officer must take reasonable steps to reduce the risk that the Santos Worker will be identified.
- 3.2.3 Subject to any legal requirements, all employees, including a Santos Worker who makes a Report, must protect and maintain the confidentiality of the information disclosed in the Report, including the identity of any person they know or suspect may have made a Report or who are the subject of a Report.
- 3.2.4 Santos Workers are reminded of their obligation to treat any information obtained during the course of their work as confidential, whether it concerns Santos or its employees. Failure to maintain confidentiality is a serious matter and may be subject to disciplinary action and in some cases, criminal and/or other penalties may apply.

3.3 Victimisation prohibited

- 3.3.1 A Santos Worker must not cause or threaten to cause any Detriment to any other Santos Worker who that person believes or suspects has made, may have made, proposes to make or could make a Report under this Procedure.
- 3.3.2 A Santos Worker found to have engaged in Victimisation will be subject to disciplinary action which may include termination of employment.

3.4 Procedural Fairness

- 3.4.1 Subject to section 3.2, a Santos Worker who is the subject of a Report and who is being investigated will be afforded procedural fairness, including being:
- + informed of the substance of any allegations where there are any adverse comments, that may be included in a Report or other document, arising out of any such investigation; and
 - + given a reasonable opportunity to respond to any such allegations.

3.5 Protection

- 3.5.1 Santos is committed to ensuring that any Santos Worker, who raises a concern about suspected or actual Reportable Misconduct is not disadvantaged and is afforded Whistleblower Protections under relevant laws.

4 Roles and Responsibilities

4.1 Investigations Officer

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4.1.1 The role and responsibilities of the Investigations Officer include:

- + investigating the substance of Reports to determine whether there is evidence in support of the matters raised or, alternatively, to refute the Report made;
- + investigating the substance of Reports without bias and ensuring the confidentiality of the information obtained;
- + having direct, unfettered access to independent financial, legal and operational advisers as required; and
- + reporting to the Protection Officer on the outcome of an Investigation.

4.2 Protection Officer

4.2.1 The role and responsibilities of the Protection Officer include:

- + safeguarding the interests of the Santos Worker and ensuring compliance with, the policies of Santos, the terms on which the Santos Worker is employed or otherwise related to Santos and any applicable legislation;
- + receiving the initial Report from the External Reporting Misconduct Hotline;
- + reporting to the Investigations Officer;
- + maintaining the strictest confidentiality of the Santos Worker's identity;
- + having direct, unfettered access to independent financial, legal and operational advisers as required;
- + in limited circumstances assisting the Santos Worker at the direction of the Investigations Officer (such as taking action to safeguard the interests and the identity of the Santos Worker);
- + reporting to the Santos Audit and Risk Committee on the number, nature and outcomes of Investigations; and
- + taking reasonable steps to rectify any wrongdoing identified.

5 Internal Reporting

5.1.1 The Head of Risk & Audit will report as required on a periodic basis (but at least quarterly) a summary on the number, nature, treatment and outcome of Investigations made under this Policy, along with any insight generated from the information, first to the Managing Director and then to the Santos Audit and Risk Committee. Where individual Investigations relate to accounting, internal accounting control or auditing matters, these reports and findings will also be reported to the Audit and Risk Committee.

5.1.2 In circumstances where the Santos Board, the Protection Officer, or the Santos Audit and Risk Committee has been accused of Reportable Misconduct or where they have a close personal relationship with the person against whom any accusation is made arising from a Report under this Policy, they will be excluded from the reporting process.

6 Other Relevant Santos Policies and Codes

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- 6.1.1 Santos has other policies, procedures and guidelines in place which set out the manner in which Santos expects its directors, officers, employees and contractors to behave. While these policies, procedures and guidelines set out the types of behaviour that may necessitate reporting under this Policy, they also independently set out Santos policies on various matters (including employment practices, compliance with laws, foreign corrupt practices and conflicts of interest) breaches of which may or may not be open to be reported under this Policy.

7 Review

- 7.1.1 This Procedure will be periodically reviewed to ensure ongoing suitability and effectiveness.

8 Australian Standards

This procedure has been drafted to comply with;

8.1.1 Australian standards:

- + AS 8004-2003 Whistleblowers Protection Programs for Entities
- + AS 8001 – 2008 Fraud and Corruption Control
- + AS 8001 – 2008 Organisational Codes of Conduct
- + AS/NZS 4360:1995 Risk Management

8.1.2 Part 9.4AAA – Protection for Whistleblowers – *Corporations Act 2001* (Cth)

- + Santos Workers that make a Report to an Eligible Recipient will be afforded all of the rights and protections as set out in this Procedure.

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9 Key Terms

9.1.1 The following definitions provide clarity around key terms used in this Procedure:

Term	Definition
Code of Conduct	means the Santos Code of Conduct.
Detriment	means any adverse action(s) taken against a Santos Worker because they have made a Report under this Policy. For the purposes of this Policy, Detriment includes (but is not limited to): <ul style="list-style-type: none"> (a) dismissal or demotion; (b) any form of victimisation, intimidation or harassment ; (c) discrimination; (d) current or future bias; (e) action causing injury, loss or damage; or (f) threats (express or implied, conditional or unconditional) to cause detriment, as well as actually causing Detriment.
Eligible Recipient	means Eligible Recipient as defined in section 1317AAC(1) of the <i>Corporations Act 2001</i> (Cth).
Investigation	means a search of evidence connecting a person with conduct that is a breach of criminal law or the policies and standards set by Santos.
Investigations Officer	means an officer or employee of Santos who is authorised to receive disclosures of information that may qualify for protection under the Policy or who otherwise has the responsibility for conducting investigations into Reports made in accordance with this Policy.
Personal Work-Related Grievance	means a grievance about any matter in relation to the Santos employee's employment, having or tending to have implications for the Santos employee personally and which does not have significant implications for Santos and does not concern conduct or alleged conduct referred to in section 1.1.1 of this Policy. Examples of work related grievances include personal conflicts with the workplace, promotion or termination and/or ordinary workplace bullying dispute.
Protection Officer	means an officer or employee of Santos who is authorised to receive disclosures of information that may qualify for protection under the Policy and who otherwise has responsibility for protecting and safeguarding the interests of a Santos Worker who makes a Report in accordance with this Policy. Where a Report is made directly to the General Counsel, Company Secretary, EVP People & Sustainability or Head of Risk & Audit, they will be the Protection Officer for the purposes of that Report.
Report	means disclosure of information about suspected or actual Reportable Misconduct.
Santos Worker	means a director, employee, contractor, employee of a contractor or an individual who is an associate of Santos (and includes a relative or dependant of any such individual or the individual's spouse).
Victimisation	means any conduct that causes or threatens to cause Detriment to another person.
Whistleblower Protections	means Chapter 9, Part 9.4AAA– Protections for whistleblowers – <i>Corporations Act 2001</i> (Cth).