



# Code of Conduct

## SMS-POL-COC-PD05 – 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 (or other Eligible Whistleblowers) are able to freely raise concerns regarding actual or suspected unethical, unlawful or undesirable conduct and to protect Santos Workers (or other Eligible Whistleblowers) from reprisal.

Where a Santos Worker (or other Eligible Whistleblowers) 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 (or other Eligible Whistleblowers) can make a Report under this Procedure.

### Scope

This Procedure:

- outlines the process for reporting and investigating Reportable Misconduct;
- forms Santos' whistleblower policy for the purposes of section 1317AI of the *Corporations Act 2001* (Cth); and
- applies to all Santos Workers and other Eligible Whistleblowers.

### Document Control

|                  |   |                 |     |
|------------------|---|-----------------|-----|
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| Version Changes: | <ul style="list-style-type: none"> <li>• N/A – First version</li> <li>• 1.1 Change to scope to include a statement to protect privilege of documents produced in accordance with the Procedure.</li> <li>• 1.2 Changes to incorporate changes implemented by the <i>Amendment to Treasury Laws (Enhancing Whistleblower Protections) Act</i>.</li> <li>• 1.3 Changes to clarify reporting process under the Procedure and application to Eligible Whistleblowers.</li> <li>• 1.4 Changes to contact numbers, Eligible Recipients and Document Owner.</li> <li>• 1.5 Update to Eligible Recipients and Document Owner position titles</li> </ul> |                 |     |

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## Reporting Misconduct Procedure

# 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 (or any other Eligible Whistleblower) can make a Report of any suspected or actual Reportable Misconduct:

- directly to the Group General Counsel & Executive Vice President Environment and Governance, Executive Vice President People & Culture, or the Company Secretary & Head of Business Integrity; or
- to any other Eligible Recipient; or
- via the external, confidential 24-hour hotline run by Deloitte (**Reporting Misconduct Hotline**):
  - By phone on:
    - 1800 629 632 (free within Australia)
    - +61 3 9667 3071 (other countries)
  - Email: [santos@deloitte.com.au](mailto:santos@deloitte.com.au)
  - Website: [www.santos.deloitte.com.au](http://www.santos.deloitte.com.au)
  - Fax: +61 3 9691 8182
  - Mail: Santos Reporting Misconduct, Reply Paid 12628 A'Beckett Street, Victoria, 8006

1.2.2 If a Report is made through the external, confidential Reporting Misconduct Hotline, the Report will be notified by the External Hotline to a Protection Officer.

# 2. Requirements (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 2.1.2 and 3.2, forward the Report to the Group General Counsel & Executive Vice President Environment and Governance and Executive Vice President People & Culture, who will, as soon as practicable, inform the Chief Executive Officer & Managing Director of the complaint, including:

- whether an investigation is required;
- who the Investigation Officer shall be; and
- the scope of the Investigation (including whether the investigation will be conducted internally or externally).



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- 2.1.2 The Protection Officer must ensure the identity of the reporting Santos Worker (or other Eligible Whistleblower) remains confidential and protect the Santos Worker (or other Eligible Whistleblower) in accordance with section 3 of this Procedure and as otherwise required by law.

## 2.2 Investigation

- 2.2.1 If a decision is made to investigate a Report, the Investigation Officer will conduct an Investigation to determine whether there is evidence to support or refute the Report of the Santos Worker (or other Eligible Whistleblower).
- 2.2.2 The Investigation Officer will report the results of the Investigation and recommended actions to:
- the Protection Officer;
  - the Group General Counsel & Executive Vice President Environment and Governance;
  - the Executive Vice President People & Culture;
  - the Company Secretary & Head of Business Integrity; and
  - the Chief Executive Officer & Managing Director.
- 2.2.3 The Protection Officer may provide or arrange for feedback to be provided to the Santos Worker (or other Eligible Whistleblower) 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 (or other Eligible Whistleblowers) 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 take steps to provide similar protections to other Santos Workers (or other Eligible Whistleblowers) 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 to Santos Workers in accordance with the **SMS-PEO-OS02-PD02 - Counselling and Discipline Procedure**.
- 3.1.4 For Santos Workers, all Personal Work-Related Grievances should be raised in accordance with **SMS-PEO-OS02-PD06 – 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 (or other Eligible Whistleblower) who makes a report of Reportable Misconduct must remain confidential unless the Santos Worker (or other Eligible Whistleblower) consents to the disclosure of his or her identity or the disclosure is required by law.



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3.2.2 Information that may lead to the identification of the Santos Worker (or other Eligible Whistleblower) 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 (or other Eligible Whistleblower) will be identified.

3.2.3 Subject to any legal requirements, all Santos Workers (or other Eligible Whistleblowers), including a Santos Worker (or other Eligible Whistleblower) 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. Failure to maintain confidentiality of a person's identity may be subject to disciplinary action and/or civil and criminal penalties may apply under relevant laws.

### 3.3 Victimization Prohibited

3.3.1 A Santos Worker (or other Eligible Whistleblower) must not cause or threaten to cause any Detriment to any other Santos Worker (or other Eligible Whistleblower) 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 Victimization will be subject to disciplinary action which may include termination of employment and for both Santos Workers and other Eligible Whistleblowers, civil and criminal penalties may apply under relevant laws.

### 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 (or other Eligible Whistleblower), who raises a concern with any Eligible Recipient about suspected or actual Reportable Misconduct is not disadvantaged and is afforded Whistleblower Protections.

## 4. Roles and Responsibilities

### 4.1 Investigation Officer

4.1.1 The role and responsibilities of the Investigation 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, in accordance with the approved scope of the Investigation;
- investigating the substance of Reports without bias and ensuring the confidentiality of the information obtained;
- having access to independent financial, legal, and operational advisers as required; and



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- reporting to the Protection Officer, Group General Counsel & Executive Vice President Environment and Governance, Executive Vice President People & Culture, Company Secretary & Head of Business Integrity and Chief Executive Officer & Managing Director on the outcome or recommendations 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 (or other Eligible Whistleblower) 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;
- if applicable, receiving the initial Report from the External Reporting Misconduct Hotline;
- maintaining the strictest confidentiality of the identity of the Santos Worker (or other Eligible Whistleblower); and
- having access to independent financial, legal, and operational advisers as required.

## 5. Internal Reporting and Conflicts of Interest

5.1.1 The Company Secretary & Head of Business Integrity 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 Chief Executive & 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 be separately reported in detail to the Audit and Risk Committee (still on a periodic basis, but not in summary form).

5.1.2 In circumstances where the Santos Board, the Protection Officer, the Santos Audit and Risk Committee, any of the persons referred to in section 2.2.2 or any other Eligible Recipients have 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. Santos Management System

6.1.1 There are a number of other policies, procedures and guidelines in place as part of the Santos Management System which set out the manner in which Santos Workers are expected to behave and consequences for failure to meet these standards, including how breaches should be reported and investigated. Breaches of these other policies, procedures and guidelines may or may not constitute Reportable Misconduct to be reported and investigated under the Reporting Misconduct Procedure. If they do not constitute Reportable Misconduct, the reporting and investigation processes outlined in the relevant policies, procedures or guidelines will be applied.

## 7. Review & Availability

7.1.1 This Procedure will be:

- periodically reviewed to ensure ongoing suitability and effectiveness; and
- made available on both the Santos intranet and company website.

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## Definitions

| Term or acronym                        | Definition  |
|--|---|
| <b>Code of Conduct</b>                 | means the Santos Code of Conduct.   |
| <b>Detriment</b>                       | 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"> <li>(a) dismissal or demotion;</li> <li>(b) any form of victimisation, intimidation, or harassment;</li> <li>(c) discrimination;</li> <li>(d) current or future bias;</li> <li>(e) action causing injury, loss, or damage; or</li> </ul> threats (express or implied, conditional, or unconditional) to cause detriment, as well as actually causing Detriment.  |
| <b>Eligible Recipient</b>              | has the meaning given by section 1317AAC(1) of the <i>Corporations Act 2001</i> (Cth).  |
| <b>Eligible Whistleblower</b>          | has the meaning given by section 13717AAA of the <i>Corporations Act 2001</i> (Cth)   |
| <b>Investigation</b>                   | 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.   |
| <b>Investigation Officer</b>           | 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.   |
| <b>Personal Work-Related Grievance</b> | 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.   |
| <b>Protection Officer</b>              | 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 Group General Counsel & Executive Vice President Environment and Governance, Executive Vice President People & Culture, or Company Secretary & Head of Business Integrity, they will be the Protection Officer for the purposes of that Report. A Protection Officer is classified as an Eligible Recipient for the purposes of the <i>Corporations Act 2001</i> (Cth). |
| <b>Report</b>                          | means disclosure of information about suspected or actual Reportable Misconduct.  |
| <b>Santos Worker</b>                   | means a director, employee, contractor, employee of a contactor or an individual who is an associate of Santos (and includes a relative or dependant of any such individual or the individual's spouse). A Santos Worker is classified as an Eligible Whistleblower for the purposes of the <i>Corporations Act 2001</i> (Cth).   |
| <b>Victimisation</b>                   | means any conduct that causes or threatens to cause Detriment to another person.  |
| <b>Whistleblower Protections</b>       | means the legal rights and protections afforded to Eligible Whistleblowers under Chapter 9, Part 9.4AAA– Protections for Whistleblowers, <i>Corporations Act 2001</i> (Cth).  |