

# Whistleblower Policy

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**Carbon Revolution Public Limited  
Company**

Adopted by the Board on August 22<sup>nd</sup> 2024

# Whistleblower Policy

## 1 What is the purpose of this Policy?

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The Company and its subsidiaries (**Company**) are committed to conducting business honestly, with integrity, and in accordance with its values and standards of expected behaviour.

The Board has approved this Whistleblower Policy (**Policy**) in order to:

- encourage people to report concerns if they become aware of Potential Misconduct;
- explain how to report concerns and what protections a discloser will receive;
- outline the Company's processes for responding to reports of Potential Misconduct; and
- promote a workplace environment in which everyone feels safe, supported and encouraged to report concerns of Potential Misconduct.

The Board will not tolerate anyone being discouraged from reporting concerns of Potential Misconduct or being subject to retaliation because they want to report concerns or they have done so. Disciplinary action, up to and including termination of employment or engagement, may be imposed on anyone shown to have retaliated against another person in connection with good faith reporting of concerns of Potential Misconduct.

## 2 Policy scope and overview

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This Policy is binding on employees, officers, directors and independent contractors of the Company.

Anyone with information about Potential Misconduct is encouraged to report that information to a Recipient.

The Recipients to whom you are encouraged to report concerns about Potential Misconduct with, are set out in section 5 below.

## 3 What is Potential Misconduct?

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**Potential Misconduct** is any suspected or actual misconduct or improper state of affairs or circumstances in relation to the Company. This will include, among other activities, conduct in relation to an employee or officer of the Company.

Potential Misconduct does **not** generally include **personal work-related grievances**.

Personal work-related grievances are grievances relating to your employment that have implications for you personally (such as a disagreement between you and another employee or a decision about your promotion).

Generally, these grievances should be raised via the Grievance Procedure to allow those issues to be resolved most effectively. In some cases, these grievances may qualify for legal protection.

Examples of Potential Misconduct include, but are not limited to:

- suspected violations of laws or regulations or fraudulent activities, including but not limited to:

- criminal or fraudulent activity;
- bribery or corruption
- anti-competitive conduct;
- insider trading;
- suspected violations of the Company's Code of Conduct or other Group policies, standards, procedures or codes, including but not limited to:
  - dishonest or unethical behaviour,
  - conflicts of interest,
  - unauthorised use of the Company's intellectual property or confidential information
  - bullying, victimisation or harassment
  - conduct likely to damage the Group's financial position or reputation;
- conduct endangering health and safety, or causing damage to the environment;
- questionable accounting, financial fraud or mismanagement, or violations of internal controls or any other auditing or financial matters, or the reporting of fraudulent financial information
- any other conduct likely to damage the Group's financial position or reputation
- deliberate concealment of the above

## 4 Who can report Potential Misconduct?

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Anyone with information about Potential Misconduct is encouraged to report it. This includes all of the Company's current and past employees, directors, suppliers and associates. It also includes a relative, dependant or spouse of current and past employees, directors, suppliers and business partners.

## 5 Who should I make a report to?

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The Company encourages you to report Potential Misconduct to one of the following **Recipients**:

- Your manager;
- Group General Counsel and Company Secretary;
- Head of the People & Culture department; or
- Chair of the Board or Chair of the Audit & Risk Committee (*if your concern relates to senior executives, or any Recipient named in this Policy, you are encouraged to feel comfortable contacting the Chair of the Board or Chair of the Audit & Risk Committee*);

The contact details of the Recipients can be found in the HR Manual, provided to all employees and available on Egnyte and Bonfyre. You can make your report by email, telephone or in person.

If you do not believe your concern is being adequately addressed, or you are not comfortable speaking with one of the above-noted contacts, report your concern using one of the methods listed below, through which you may choose to identify yourself or remain anonymous:

- by mail to Carbon Revolution Public Limited Company, 75 Pigdons Rd Waurn Ponds, VIC 3216, Australia, Attn: General Counsel;
- by email to david.nock@carbonrev.com; or
- via our ethics or reporting hotline by phone at +1 833-346-1860 or online at [www.whistleblowerservices.com/carbonrevolution](http://www.whistleblowerservices.com/carbonrevolution)

This Policy provides a mechanism for the Company to be made aware of any alleged wrongdoings and address them as soon as possible. However, nothing in this Policy is intended to prevent any employee from reporting information to federal or state law enforcement agencies when an employee has reasonable cause to believe that the violation of a national or local statute has occurred. A report to law enforcement, regulatory, or administrative agencies may be made instead of, or in addition to, a report directly to the Company through the ethics or reporting hotline or any other reporting method specified in this Policy.

## 6 What information should I provide?

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You should provide as much information as possible, including details of the Potential Misconduct, people involved, dates, locations and any evidence that may exist.

When reporting Potential Misconduct, you will be expected to have reasonable grounds to believe the information you are disclosing is true, but you will not be penalised if the information turns out to be incorrect. However, you obviously must not make a report that you know is not true or is misleading. Where it is found that a person has knowingly made a false or misleading report, this will be considered a serious matter and will result in disciplinary action.

As a Group employee, if you are aware of Potential Misconduct and do not report it according to this policy, your inaction may be considered a violation itself, which may result in disciplinary action, up to and including termination of your employment or any other relationship that you may have with the Group.

## 7 Can I make an anonymous report?

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The Company encourages the reporting of Potential Misconduct, however we appreciate that doing so can be difficult.

You can make an anonymous report if you do not want to reveal your identity. For example, you could write a letter and put it into the internal mail to one of the Recipients.

However, we encourage you to provide your name because it will make it easier to investigate and address your report.

If you do not provide your name, any investigation will be conducted as best as reasonably possible in the circumstances. However, an investigation may not be possible unless sufficient information is provided, and it may make it difficult to offer you the same level of practical support if we do not know your identity.

If you do provide your name, it will only be disclosed if you provide your consent, or, in exceptional circumstances, where the disclosure is allowed or required by law (e.g. in dealings with a regulator). If you have concerns about this, you can discuss this with the Recipient.

## 8 How will the Company respond to a report?

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All reports made under this Policy will be received and treated sensitively and seriously, and will be dealt with promptly, fairly and objectively.

- The Company's response to a report will vary depending on the nature of the report and the amount of information provided. Your report may be addressed and resolved informally (such as assisting employees to change their behaviour) or through formal investigation.
- The Recipient will promptly report to the Audit and Risk Committee reports of Potential Misconduct related to accounting or audit matters that were not initially directed to the Audit and Risk Committee.
- The Recipient will consider whether any "rapid response" actions are required and if so, will discuss with the Group General Counsel and Company

Secretary. For example, if safety is at risk or the matter could have implications from a continuous disclosure perspective.

- While reporting Potential Misconduct does not guarantee a formal investigation, all reports will be properly assessed and considered by the Company and a decision made as to whether they should be investigated.
- Any investigations commenced will be conducted in a timely manner and will be fair and independent from any persons to whom the report relates. All employees and contractors must cooperate fully with any investigations.
- When appropriate, a person being investigated will be provided with details of the report that involves them (to the extent permitted by law) and be given an opportunity to respond.
- Where an investigation identifies a breach of the Company's Code of Conduct or internal policies or procedures, appropriate disciplinary action will be taken. This may include, but is not limited to, terminating or suspending the employment or engagement of the person(s) involved in the misconduct.

## 9 What protections exist if I make a report under the Policy?

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### 9.1 Protecting your identity

The Company will look to protect the identity of people who make a report under this Policy. Your identity (and any information the Company has because of your report that someone could likely use to work out your identity) will only be disclosed if you give your consent to the Company to disclose that information or in exceptional circumstances where the disclosure is allowed or required by law.

### 9.2 Protecting you from retaliation

The Company strictly prohibits and does not tolerate unlawful retaliation against any employee, or officer or independent contractor for reporting Potential Misconduct in good faith or otherwise cooperating in an investigation of Potential Misconduct. All forms of unlawful retaliation are prohibited, including any form of adverse action, discipline, threats, intimidation, or other form of retaliation for reporting under or complying with this Policy. Examples of retaliation include discrimination, harassment, causing physical or psychological harm, damaging property, and varying an employee's role or duties.

You should tell a Recipient listed in section 5 if you or someone else, is being, or has been, subject to retaliation. The Company will treat this very seriously.

Any person involved in retaliation against another person for good faith reporting of Potential Misconduct will be subject to disciplinary action. In some circumstances, this may also be a criminal offence punishable by imprisonment.

### 9.3 Other protections available

The Company is committed to making sure that you are treated fairly and do not suffer retaliation because you report Potential Misconduct. The protections offered will depend on things such as the Potential Misconduct and people involved. Protections may include the following:

- monitoring and managing the behaviour of other employees;
- relocating employees (which may include the people alleged to have been involved in the Potential Misconduct) to a different division, group or office;
- offering you a leave of absence or flexible workplace arrangements while a matter is investigated;

- access to the Company's Employee Assistance Program (if you are a current employee) and additional support from the Company (such as counselling or other support services); and/or
- rectifying any retaliation that you have suffered.

In addition, the Company may appoint a Whistleblower Protection Officer to support and help protect you. The Whistleblower Protection Officer will be your point of contact. They can arrange additional support for you where needed and can escalate any concerns you have with how your report is being dealt with. The Company can only appoint a Whistleblower Protection Officer where you have agreed to share your identity with the Whistleblower Protection Officer.

The Company will look for ways to support all people who report Potential Misconduct , but it will of course not be able to provide non-employees with the same type and level of support that it provides to employees. In all cases, the Company will seek to offer as much support as practicable.

## 10 Reporting

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The Audit and Risk Committee will receive a summary of reports made under this Policy on regular basis. The Committee will be provided additional information about any material incidents raised.

## 11 Further information

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Any questions about this Policy can be referred to the head of the People & Culture Department or the Group General Counsel and Company Secretary.

This Policy will be available on the Company's public website. This Policy will be reviewed from time to time and amended as required.

This Policy does not form part of terms of employment and may be amended from time to time.