



GRIEVANCE & WHISTLE-BLOWER POLICY



Duxton Farms Limited
ABN 45 129 249 243



GRIEVANCE AND WHISTLE-BLOWER POLICY

KEY INFORMATION

POLICY DETAILS

Purpose	This Policy sets out the Company's policy for handling of grievances and any parties reporting wrongdoing.
Last reviewed	May 2023
Current version	May 2024
Next review	May 2025
Prepared by	Caspar Peter
Approved by	Duxton Farms Board of Directors

KEY PERSONNEL

Duxton Farms Chairman	Ed Peter
General Manager	Bryan Goldsmith
Company Secretary	Katelyn Adams
Portfolio Manager	Caspar Peter
Finance Manager	Michael Amey
Analyst	Jackson Kalz
Backup Analyst	Samuel Tierney

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Chairman of Duxton Farms Limited

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1. INTRODUCTION

This Policy is one of a number of Policies and Codes that promotes a culture of compliance, honesty, and ethical behaviours within Duxton Farms Limited ("**Duxton Farms**" / "**Company**"). The Company's aim is to encourage staff to report any wrongdoing in good faith and in an environment free from victimisation so that the Board and Duxton Capital (Australia) Pty Ltd ("**DCA**" / "**Investment Manager**") can adequately manage risk and cultural issues within the Company.

1.1. Scope

The Policy applies to all officers, staff, consultants, and contractors working for or with the Company. It sets out the minimum acceptable requirements for the Company.

1.2. Rationale

The Board of Directors and Investment Manager encourage all officers, staff, consultants, and contractors to report wrongdoing. Every party working for or with Duxton Farms should feel confident and comfortable about reporting wrongdoing.

The Board of Directors and Senior Management are committed to protecting and supporting the dignity, wellbeing, career and good name of anyone reporting wrongdoing ("**Whistle-blower**").

2. IDENTIFYING AND REPORTING WRONGDOING

2.1. What is Wrongdoing?

Examples of wrongdoing include, but are not limited to, the following (whether actual or suspected):

- A breach of regulations or laws;
- A breach of Duxton Farms' Policies and Codes;
- Dishonest or corrupt behaviour, including soliciting, accepting or offering a bribe, facilitation payments or such other benefits;
- Insider trading;
- Fraudulent activity;
- Illegal activity (including theft, drug sale / use, violence or threatened violence and property damage);
- Impeding internal or external audit processes;
- Improper behaviours relating to accounting, internal accounting controls, actuarial, or audit matters;
- An activity that poses a substantial risk to the environment;
- A serious impropriety;
- Conduct endangering health or safety;
- A substantial mismanagement of Duxton Farms' resources;
- Conduct that is detrimental to Duxton Farms' financial position or reputation;
- Bullying, intimidating or harassing behaviour; and
- Concealment of or attempts to conceal wrongdoing.

2.2. Reporting Wrongdoing

A Whistle-blower can report wrongdoing to a direct line of Management. Depending on the nature of the wrongdoing, the Whistle-blower is encouraged to first discuss their concern with their Manager. Any staff member that submits or receives a report must treat the matter confidentially.

If the Whistle-blower does not feel comfortable speaking with their Manager, they can raise a wrongdoing with the General Manager and/or Investment Manager. A Whistle-blower may report wrongdoing anonymously, but this may impact the ability to investigate the matter properly and communicate with the Whistle-blower about the report.

The Policy does not prevent a Whistle-blower from reporting wrongdoing to a regulator under an applicable law or prudential standard.

3. Dealing With Wrongdoing

3.1. Investigating Wrongdoing

Investigations of wrongdoing will be conducted by the General Manager in a manner that is confidential, fair and objective. The investigation processes will vary depending on the nature of the wrongdoing and the amount of information provided. For a report to be investigated, it must contain sufficient information to form a reasonable basis for investigation.

A Whistle-blower will always be informed of the outcome of the investigation. In cases where the Whistle-blower Investigator has not substantiated the allegations, an appropriate explanation will be made to the Whistle-blower, subject to any privacy and confidentiality rights.

3.2. Whistle-blower Protection

A Whistle-blower reporting wrongdoing can seek advice from the General Manager and/or Chairman of the Audit and Risk Management Committee prior to or after making a report.

The Company will take action, where possible under this Policy to ensure that the Whistle-blower is not victimised for making your report victimisation may include loss of employment, demotion, harassment, discrimination, bias or unfair treatment. The General Manager and /or Chairman of the Audit and Risk Management Committee can protect the Whistle-blower in a number of ways including, but not limited to, the following:

- Ensuring confidentiality in the investigation;
- Protecting, as far as legally possible, the staff member's identity;
- Offering a staff member leave or absence while a matter is investigated;
- Reassigning the staff member or other staff to different work within the Company, or relocating the staff member or other staff to a different department.

In making a report under this Policy it should be done in good faith and the Whistle-blower should exercise due care to ensure the accuracy of the information. If the Whistle-blower makes a report of wrongdoing under this Policy that is malicious, knowingly untrue or with the intention it will benefit the Whistle-blower by doing so, the Whistle-blower may be subject to disciplinary action which could include termination of their employment or engagement with the Company.

4. Policy Review

This Policy and its effectiveness will be reviewed at least annually by the Board. The Policy will be made available to Duxton Farms shareholders upon request. A copy of this Policy will be made available on Duxton Farms' website.



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