



### Why do we have this policy?

Goodman is committed to conducting its business in a culture of integrity, compliance and ethical behaviour. This Policy is designed to encourage the reporting of any unethical, unlawful or improper behaviour (“Improper Conduct”). This Policy outlines the way in which Goodman will address reports of Improper Conduct and will protect those who raise concerns in good faith about Improper Conduct.

### Definitions

+ **Improper Conduct** for the purposes of this policy can be defined as:

- + Conduct which is dishonest, fraudulent, corrupt, illegal or unethical by an employee or Director/ Officer at Goodman, contractor or agent or any other third party (including Government officials);
- + A breach of Goodman’s Code of Conduct or another Goodman policy (including but not limited to Dealing with Public Officials, Securities Trading, Workplace Bullying and Harassment and Conflicts of Interest);
- + An unsafe work practice; or
- + Any other conduct that may cause loss to Goodman or may damage Goodman’s reputation or interests.

### What does this policy cover?

This policy sets out the common principles and minimum standards for the reporting and investigation of Improper Conduct. This policy aims to make those who raise concerns about Improper Conduct feel confident about reporting by Goodman providing mechanisms to protect those who report Improper Conduct from any reprisal or disadvantage.

### How do we apply this policy?

#### Raising concerns

Employees are encouraged to raise any concerns of Improper Conduct with their direct manager, regional CEO or regional Legal, Risk or HR Executive in the first instance. Employees can also report the conduct to the Group Legal, Risk or HR Executive. External parties can also report any concerns of improper conduct to these people including, contractors, customers, capital partners or Government officials.

Employees and external parties can also raise any concerns to Goodman, via the Contact us+ form on the Goodman website, which can be made anonymously. Concerns can also be emailed to [ethicalconcerns@goodman.com](mailto:ethicalconcerns@goodman.com).

#### Ethical Concerns Policy

Policy Owner: Group Legal and Risk

Effective Date: 16 November 2016

Key Contact: Group Head of Legal & Company Secretary and Group Corporate Executive

It is important that the concerns are genuine and not based on hearsay, gossip or rumour. Alleging improper behaviour on the part of another person can be damaging to that person and others so it is important that any allegations can be supported with facts. Goodman can take disciplinary action against an employee who makes a false and dishonest disclosure of Improper Conduct. However, no action will be taken where the report was made in good faith.

### **Protection for those who report Improper Conduct**

Goodman is committed to protecting persons who disclose Improper Conduct under this policy in good faith, including the identity of the person. Goodman also encourages reporting by those who may have been involved in the Improper Conduct and this disclosure will be taken into account in the context of any response or disciplinary action.

Where Improper Conduct is disclosed in good faith in accordance with this policy, Goodman will take all reasonable steps to prohibit reprisal or disadvantage such as dismissal, demotion, victimisation, discrimination, harassment or current or future bias. If an employee reports improper Conduct in accordance with this policy and feels that they or anyone else has been disadvantaged as a result, they should contact their direct manager, regional CEO or regional Legal, Risk or HR Executive. External parties are also encouraged to report any reprisal or disadvantage.

### **Initiating Reports**

Where direct managers or other person(s) receive a report about Improper Conduct from an employee or external party this information should be forwarded to the regional Legal, Risk or HR Executive as soon as practicable after the report is made. The regional Legal, Risk and HR Executive will work with the Group Legal, Risk and HR Executives to investigate the matter.

All those who receive an initial disclosure should deal with those disclosures on a confidential basis. Unnecessary breach of confidentiality is a serious matter and may be subject to disciplinary actions.

### **Investigating Reports**

The regional and Group Legal, Risk and HR Executives, as appropriate will undertake a review of the matter reported and perform any necessary investigation (both internal and external). The direct manager of a person that is subject to a concern will generally be notified unless there are special circumstances. During the investigation process reasonable steps will be taken to ensure that the person reporting the matter is treated fairly and afforded confidentiality.

Where appropriate and practicable, the person who reported the matter will be contacted to confirm that the matter has been investigated. The matter will also be recorded on the Ethical Concerns Register and reported to the Risk and Compliance Committee.

### **Future Actions**

Where Improper Conduct has occurred, Goodman is committed to changing our processes and taking action in relation to those who have behaved improperly. This action may include disciplinary action up to and including termination of employment, or in cases involving criminal conduct, the disclosure of this to external authorities.

### **Governance**

Goodman is committed to complying with the laws and practices in relation to reporting of Improper Conduct. This Policy should also be read in conjunction with Goodman's other core policies including the Code of Conduct.

This policy has been approved by the Risk and Compliance Committee and is effective from 16 November 2016. Goodman undertakes to review this Policy including its effectiveness every two years.