Whistleblowing policy

Australia

Key principles

Bunge (hereinafter also referred to as "we", "us" or "our") is committed to creating a culture where employees, contractors, directors, officers and third parties such as customers, suppliers or other stakeholders (hereinafter referred to as "you" or "your") feel comfortable reporting concerns without fear of retaliation. We are also committed to ensuring that concerns are treated seriously and handled and/or investigated in a manner that protects a Whistleblower's identity.

Rationale and Purpose

Identification of concerns allows us to take appropriate action that could prevent further misconduct and limit potential financial, reputational and other impacts. This document sets out our approach in respect of the reporting, escalating, handling/investigating and remedying of reportable concerns related to our business under Australian legislation.

This document is intended to encourage and support you to report reportable concerns with the knowledge that we take your concerns seriously, handle and/or investigate them appropriately and respect your confidentiality.

Furthermore, this document aims to:

- reassure you that Bunge will not tolerate any retaliation made against you for reporting a reportable concern, even if it turns out that the reportable concern cannot be substantiated;
- guide you on how to report a reportable concern; and
- provide you with information in respect of the protections, processes and requirements when reporting certain types of reportable concerns as established under applicable Australian legislation.

Scope

This document applies to all offices and assets majority owned or controlled by Bunge in Australia, in relation to reportable concerns under applicable Australian legislation.

This document must be read alongside and supplements other information about the reporting of concerns, for example, the information within the Bunge Code of Conduct. In the event of any discrepancy with other documents, the provisions of this document will prevail as required to fulfill Australian legislation.

Definitions

APRA - means the Australian Prudential Regulatory Authority

ASIC – means the Australian Securities and Investments Commission.

ATO – means the Australian Taxation Office.

Corporations Act – means the Corporations Act 2001 (Cth)

Fair Work Act – means the Fair Work Act 2009 (Cth)

Retaliation – means any actual or threatened detriment (whether the threat is express or implied, conditional or unconditional) which you may suffer because you have reported, propose to report or could report a reportable concern.

Retaliation may include:

- dismissal
- adverse impact to employment
- alteration of duties to his or her disadvantage
- discrimination between you and other employees
- harassment or intimidation
- harm or injury, including psychological harm
- damage to property
- damage to reputation
- damage to business or financial position; or
- any other damage.

TAA – means the Taxation Administration Act 1953 (Cth)

Whistleblower – means the person reporting information that he/she suspects on reasonable grounds to be about or indicate a reportable concern.

Whistleblowing contact(s) - means the types of persons outlined in the Corporations Act as able to receive whistleblowing declarations.

Details

What is reportable under this document?

Australia's legal regime outlines a framework for providing protections to Whistleblowers under the Corporations Act and the TAA. The protections only apply to specific types of reportable concerns. This document applies when you report information you suspect on reasonable grounds to be about or indicate a reportable concern. A Whistleblower may or may not be directly affected by the reportable concern.

A reportable concern means any conduct that you reasonably suspect amounts to misconduct or an improper state of affairs or circumstances in relation to an entity within the Bunge Group. Examples include:

- bribery or corruption
- fraud, money laundering, theft or improper use of company property or funds
- undeclared conflicts of interest
- anti-competitive behaviour
- insider trading
- breach of sanctions
- financial irregularities
- unsafe work practices and other significant safety concerns
- conduct that represents a risk of causing harm to the natural environment
- Retaliation against a Whistleblower where it occurs directly in relation to and in circumstances where the Whistleblower has reported, or has proposed to report, a reportable concern
- any other illegal or unlawful conduct
- conduct which is unethical or in breach of our code of conduct, policies or procedures.

In addition, information that indicates that an entity within the Bunge Group (or any of their employees or officers) have engaged in the following types of conduct will also qualify as a reportable concern under the Corporations Act:

- conduct that is an offence under, or contravenes, any of the following laws:
    - *Australian Securities and Investments Commission Act 2001*
    - *Banking Act 1959*
    - *Insurance Act 1995*
    - *National Consumer Credit Protection Act 2009*
    - *Corporations Act 2001*
    - *Financial Sector (Collection of Data) Act 2001*
    - *Life Insurance Act 1995*
    - *Superannuation Industry (Supervision) Act 1993*
- conduct that is an offence under any other Commonwealth law punishable by at least 12 months' imprisonment; and/or
- conduct that represents a danger to the public or the financial system.

The TAA provides for protections for Whistleblowers who report specific additional types of information, including matters that a Whistleblower reasonably suspects that indicate misconduct or an improper state of affairs or circumstances in relation to the tax affairs of Bunge. When reported to a whistleblowing contact, a member of an audit team conducting an audit on Bunge, or a prescribed tax agent who provides services to Bunge, these reportable concerns qualify for the protections under this document and the TAA.

Personal work-related grievances

Concerns that are characterised as a personal work-related grievance are not protected under the Corporations Act. Personal workplace grievances are dealt with under the applicable grievance handling mechanism, relevant industrial agreements, applicable legislation and other relevant policies.

Personal work-related grievances mean a grievance about any matter in respect of your employment or former employment that has or tends to have personal implications. This includes an interpersonal conflict between you and another person; decisions not involving a breach of workplace laws, such as your engagement, transfer or promotion; terms and conditions of your engagement; any discipline imposed upon you (including suspension and termination).

Concerns that include matters that are considered personal work-related grievances may still qualify for protections in some circumstances, including if:

- the personal work-related grievance includes information that relates to a reportable concern or Retaliation;
- a qualifying reportable concern is accompanied by a personal work-related grievance (a mixed report); or
- the discloser seeks legal advice or legal representation about the operation of whistleblower protections in the Corporations Act.

Although a personal work-related grievance is not protected under the Corporations Act, it may be protected by law under other legislation in Australia, such as the Fair Work Act.

Who may report reportable concerns under this document?

Protections apply to the following people if they report qualifying reportable concerns to a whistleblowing contact:

- a current or former officer or employee of Bunge;
- an individual who supplies, or has supplied, goods or services to Bunge, or an employee of a supplier;
- a current or former associate of Bunge; and
- a relative, dependent or spouse of any of the above individuals.

How should you report a reportable concern?

Under the Corporations Act, your qualifying reportable concern must be directly reported to a whistleblowing contact to be able to qualify for legislative protection. In some circumstances, a disclosure may be made to an appropriate regulator (including ASIC, APRA or another Commonwealth body prescribed by regulation), or a journalist or parliamentarian and still qualify for the protections under the Corporations Act. Protections are also available to you if you make a disclosure to a legal practitioner to obtain legal advice or representation in relation to whistleblower protections in the Corporations Act.

Auditors (including members of any audit team auditing the office or asset) and actuaries will also act as whistleblowing contacts. Additionally, you can make your report to a whistleblowing contact within another part of Bunge in Australia (a whistleblowing contact working in a different location than to which the reportable concern relates).

The whistleblowing contacts are specific individuals that have been nominated by Bunge to receive reportable concerns. A whistleblowing contact holds one or more of the following roles:

- directors;
- company secretary;
- senior management – the senior officers responsible for the management of the office or asset, such as its Chief Executive Officer, Chief Financial Officer, or General Manager;
- any other individual listed as a whistleblowing contact for that office or asset;
- people authorized to receive whistleblower reports such as:
    - the Legal Department
    - Global Ethics and Compliance ("GEC") – BGE.Bunge.Ethics.Compliance@bunge.com
    - the Bunge Helpline (the "Helpline") either online (https://bunge.gan-compliance.com/caseReport) or by phone (a list of country-specific telephone numbers is available at the above link). This channel is available 24 hours a day, 365 days a year.

As a Whistleblower, you will qualify for protection under the Corporations Act, regardless of whether you or the whistleblowing contact knows that the report can be characterised as a qualifying reportable concern or not. You may qualify for protection even if your reportable concern turns out to be incorrect.

A list of whistleblowing contacts is available at the applicable office or asset's local intranet site.

The whistleblowing contacts will receive training regarding their obligations and may be subject to specific penalties if they fail to comply with their obligations regarding the treatment of reportable concerns.

What should you include in a report about a reportable concern?

You are encouraged to provide as much detail as possible to ensure we can fully and promptly handle and/or investigate the reportable concern. As a guide, you should attempt to include the "who, what, where, when, how and why?", as well as any other information as to how we might best go about handling and/or investigating the reportable concern.

We take all reported reportable concerns seriously. However, we may not be able to fully handle and/or investigate your reportable concern if you choose to remain anonymous; withhold consent to your identity being disclosed to persons involved in considering, handling and/or investigating the report; or fail to provide sufficiently detailed information to enable handling and/or investigation of the reportable concern.

What happens when you report a reportable concern?

Your reportable concern will be assessed against this document to determine whether it qualifies for protection. Depending on the nature of your reportable concern:

- it may be handled and/or investigated by the applicable office or asset; or

- if it is of a particularly serious nature, handled and/or investigated by a global team (in some instances the reportable concern may also be referred for handling and/or investigation by external specialist third parties).

The nature of the reportable concern will be determined considering such factors as whether the reportable concern relates to a breach of applicable law, its potential consequence and/or exposure for us, and/or whether the reportable concern is ongoing or not.

Additionally, factors such as the nature of any technical, financial or legal advice that may be required to support the handling and/or investigation of the reportable concern, as well as options as regards the person(s) within and/or outside the applicable office or asset that may lead the handling and/or investigation thereof may be considered.

The above factors do not constitute a complete listing of the relevant factors in making such determination.

If a reportable concern does not qualify for protection under this document, it may nevertheless be subject and handled in accordance with other applicable policies and procedures for that office or asset.

Do you need to disclose your identity when reporting a reportable concern, and if you disclose your identity, will it be kept confidential?

You may choose to remain anonymous when making your report, over the course of the handling and/or investigation of the reportable concerns and after the handling and/or investigation is completed. You may also refuse to answer questions that you feel could reveal your identity. You may adopt a pseudonym (i.e. not use your real name).

If you report a qualifying reportable concern anonymously you will still be protected under the Corporations Act. If you are concerned about a breach of confidentiality, you can lodge a complaint with a whistleblowing contact or an appropriate regulator, such as ASIC, APRA, or the ATO.

You may submit a reportable concern anonymously without disclosing your identity. However, proper handling and/or investigation of a reportable concern may be more difficult and sometimes impossible if we do not know the identity of the Whistleblower.

The Bunge global reporting channels specifically provide for anonymous reporting.

If you do disclose your identity, the person receiving your reportable concern is legally required to keep your identity strictly confidential. If Bunge is aware of your identity, we will:

- treat your identity confidentially; and
- ask whether you consent to our disclosing your identity to persons who may be involved in handling and/ or investigating the reportable concern, taking disciplinary action based on the outcome of the handling and/or investigation, or making other decisions in relation to the reportable concern. You are under no obligation to provide your consent, but we encourage you to do so as it best enables us to fully handle and/or investigate the reportable concern and take appropriate action.

Individuals involved in the handling and/or investigation of a reportable concern will not share any information relating to the reportable concern that is likely to lead to your identification without your consent, unless:

- you have already consented to disclosing your identity for the purposes of handling and/or investigating the reportable concern; or
- it is necessary to pass on such information for the purposes of handling and/or investigating the reportable concern (in which case they will take all reasonable steps to reduce the risk that you will be identified from the information).

We will not disclose your identifying information to any individuals implicated by your reportable concern in the handling and/or investigation of the reportable concern. We may, however, disclose without your consent your name and contact details, or other information likely to lead to your identification to ASIC, APRA, Australian Federal Police, Commissioner of Taxation or other authority prescribed by regulation, a legal practitioner (for the purpose of obtaining legal advice or legal representation in relation to applicable laws), or as otherwise required by law.

How will your reportable concern be handled and/or investigated?

The handling and/or investigation of your reportable concern will be done in a manner that complies with the protections as established under this document. All reportable concerns will be taken seriously, focusing on the substance of the reportable concern rather than motive.

The specific steps taken to handle and/or investigate the reportable concern will be dependent on the nature of the reportable concern.

We endeavour to complete the handling and/or investigation of reportable concerns in a timely manner. However, circumstances such as the complexity of the reportable concern, workload, priorities and other compelling reasons may justify extended periods for the completion of the handling and/or investigation of the reportable concern.

The handling and/or investigation of reportable concerns will be performed impartially, and without bias or prejudice against you or any other person involved in or a witness to the reportable concerns.

You may be contacted to obtain further information and/or evidence. However, if it is not possible to contact you (e.g. because you have chosen to report the reportable concern anonymously, are not responding to requests for further information and/or refuse to answer questions that you believe could reveal your identity) this step may not be taken. You may also not be contacted when the reportable concern is sufficiently clear for us to be able to handle and/or investigate it without further information.

The relevant handling and/or investigative team may examine evidence, such as relevant documents, records or data to determine whether there is credible information indicating that the reportable concern has occurred or not. Interviews with relevant people may be conducted to obtain testimonial evidence of matters relevant to the reportable concern. All files and records created from an investigation should be retained under strict security, generally in a file only accessible by the relevant handling and/or investigative team.

The team handling and/or investigating the reportable concern may determine the appropriate time to inform the individual who is the subject of the reportable concern. In some circumstances, informing the subject may compromise the effectiveness of the handling and/or investigation of the reportable concern.

Records of relevant communications, results, findings and consequences relating to the reportable concern are recorded and kept in accordance with local law, and consistent with the need for confidentiality.

Subject to applicable confidentiality and other obligations, you will receive updates as regards status and/or the outcome of the handling and/or investigation of the reportable concern. The frequency and timeframe of any updates may vary depending on the nature of the disclosure.

Remediation and recommendations may be identified during the handling and/or investigation of the reportable concern. This can include control changes and disciplinary action or sanctions.

We are not obliged to reopen the handling and/or investigation of a reportable concern. However, if you believe that the handling and/or investigation was not conducted properly, or if new information becomes available which was not considered, you should report this information consistent with the options set out in this document.

Any processing of personal data performed as part of the handling and/or investigation of reportable concerns must comply with Bunge's Global data protection policy and applicable data protection laws.

How will you be protected from Retaliation?

We are committed to protecting Whistleblowers and other persons from Retaliation. If you report, or propose to report a reportable concern, you will be protected from Retaliation to the extent required under this document and by law.

We will not tolerate Retaliation against you by any member of an investigative team or any other person. Retaliators face serious internal and potential external consequences under applicable legislation or regulations. If we identify anyone involved in Retaliation, these individuals will be subject to disciplinary action, which may include dismissal.

Nothing in this document prevents you from reporting to and communicating with regulators and certain third parties in relation to a reportable concern. Any such communications must strictly comply with applicable legal requirements. However, in most cases, we hope that you would feel comfortable reporting your reportable concern through the various channels available to you.

You may express concerns about Retaliation to:

- any local concerns reporting channel established at your office or asset (if applicable);
- a whistleblowing contact working at your office or asset;
- the global reporting channels.

We will treat any reports of Retaliation in accordance with this document. We may also take appropriate action against any consultant, supplier, third-party provider (or employee of third-party provider), auditor (or employee of auditor), secondee or associate found to have been involved in Retaliation.

While we will take all reasonable steps to protect you from Retaliation, we are not able to provide the same level of protection to you if you are not directly employed by us at the time of the report of the reportable concern (e.g. former directors/officers/employees and external third parties).

What happens if you are named or implicated in a reportable concern?

If you are mentioned in and/or the subject of a reportable concern, you must note that we will ensure fair treatment in the following ways:

- reportable concerns will be treated confidentially;
- reportable concerns will be assessed and may be the subject of handling and/or investigation; and
- the objective of the handling and/or investigation is to determine whether there is evidence to substantiate or not substantiate the reportable concerns.

Subject to applicable confidentiality and other obligations, you may be advised if the reportable concern is serious and needs to be referred to ASIC and APRA or the Federal Police.

Reporting to third parties

Whilst we encourage internal reporting, you may also disclose a qualifying reportable concern to an appropriate regulator for investigation. In Australia, examples of such regulators include ASIC and APRA. In some instances, a qualifying reportable concern may be disclosed to a journalist or parliamentarian as a public interest or emergency disclosure.

For more information on the requirements for a public interest or emergency disclosure, please consult ASIC's Information Sheet 238 by copying the below web address into your web browser: https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/whistleblower-rights- and-protections/

It is important that you understand that disclosures to a journalist or parliamentarian will only be protected if strict criteria are met. For example, before making a public interest disclosure, you must first make a report to ASIC, APRA or another prescribed body, and you must wait at least 90 days before making the public interest disclosure. You should ensure you carefully follow the correct process, or you might lose your protections under the law. You should consider seeking independent legal advice before making a disclosure in this way.

Matters under the TAA may be disclosed to the ATO if the Whistleblower considers that the information may assist the ATO to perform their duties under taxation legislation.

Other relevant matters

You can seek compensation and other remedies through the courts if you suffer loss, damage or injury for reporting a qualifying reportable concern (including Retaliation) and Bunge failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct. You may also contact a regulatory body such as ASIC or APRA. You are protected from civil, criminal or administrative liability in relation to the reporting of a qualifying reportable concern. We encourage that you seek independent legal advice.

You may obtain your own legal advice or legal representation in relation to applicable whistleblower laws. We encourage you to keep communications between you and your legal adviser strictly confidential. Disclosures made to a legal practitioner for the purpose of obtaining legal advice about the operation of the whistleblower regime are also protected under the Corporations Act.

The protections under this document will apply to you even if the reportable concern is not substantiated, as long as you did not report the reportable concern knowing that it is false.

Nothing in this document will prevent us from taking appropriate disciplinary or other action, including court action, against any person found to be implicated in misconduct after handling of and/or investigation into a reportable concern.

Governance

The Board of Bunge is responsible for the overall governance of whistleblowing requirements. The Board will receive regular reports about the effectiveness of the reporting framework, including this document and associated processes.

Accessing this document

This document will be made available on the applicable office or asset's local intranet site and/or website.

Further information

You can obtain further information on whistleblower protections before making a report by contacting a whistleblowing contact or an independent legal practitioner.