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Porsche Cars Australia - Whistleblower Policy

Porsche employees are held to a high standard of conduct at work and when representing Porsche in public. Employees must comply with Australian laws and never take part in any activity that involves fraud, misappropriation, theft or any other deliberate damage to the assets of our customers or any third party.

Porsche encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving Porsche. Porsche provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation, disadvantage or reprisal.

Who is covered by this policy?

This policy applies to protected disclosures made by:

- an officer, employee, former employee or contractor of Porsche;
- an individual who supplies goods or services to Porsche;
- an employee of a person or entity who supplies goods or services to Porsche (whether paid or unpaid);
- an individual who is an associate of Porsche (meaning a director or secretary of Porsche or of its related bodies corporate, or a person acting in concert with Porsche); and
- a relative or dependant of any of the persons listed above.

What is "Reportable Conduct"?

You may make a report under this policy if you objectively have reasonable grounds to suspect that a Porsche director, officer, team member, contractor, supplier, tenderer or other person who has business dealings with Porsche has engaged in conduct ("**Reportable Conduct**") which:

- is dishonest, fraudulent or corrupt, including bribery or other activity in breach of the Porsche's Anti-corruption Directive (P38);
- is illegal activity (such as theft, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);
- is unethical or in breach of Porsche's Directives, Code of Conduct or Policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching Porsche's Code of Conduct);
- is potentially damaging to Porsche, a Porsche team member or a third party, such as unsafe work practices, environmental damage, health risks or abuse of Porsche' property or resources;
- amounts to an abuse of authority;

- may cause financial loss to Porsche or damage its reputation or be otherwise detrimental to Porsche's interests; or
- involves any other kind of misconduct or an improper state of affairs or circumstances.

What is NOT Reportable Conduct?

This policy is not intended to apply to disclosures relating to conduct concerning a person's individual employment or former employment (other than as set out in Reportable Conduct), such as:

- an interpersonal conflict at work;
- a decision relating to engagement, transfer or promotion;
- a decision relating to terms and conditions of employment; or
- a decision to suspend or terminate the employment or to discipline the person.

These matters will not be deemed to be Reportable Conduct, do not fall within the scope of this policy, and will typically be investigated or addressed separately under Porsche's Human Resources Policies.

Who can I make a report to?

Contact details of PCA's Compliance Help Desk, Compliance Topic Owners and PAG's Help Desk & Ombudsman System appear below -

Porsche Cars Australia Help Desk Address 109-111 Victoria Parade Collingwood VIC 3066 Phone +61 (3) 9473 0604 Fax +61 (3) 9473 0959 E-Mail compliance@porsche.com.au PAG Compliance Help Desk Address Dr. Ing. h.c. F. Porsche AG Compliance Department Porscheplatz 1 D-70435 Stuttgart Phone +49 (0) 711911-24860 Fax +49 (0) 711911-26396 E-Mail compliance@porsche.de Location Zuffenhausen Plant 1, Building 1, 2nd Floor, Room 231	Compliance Topic Owners  PCA Contact Dino Currao Sarah Broome Anti-Corruption Conflicts of Interest Anti-competition Law Anti-money laundering Miscellaneous Directives Tim Barwisch Ray Pillai Data Protection & Privacy Scott Harris Employment, WHS & Environmental	External Ombudsmen  Dr. Rainer Buchert, Lawyer Address Bleidenstrasse 1 D-60311 Frankfurt Phone +49 (0) 69 71033330 Fax +49 (0) 69 71034444 E-Mail Dr-buchert@dr-buchert.de Thomas Rohrbach, Lawyer Address Wildgaesschen 4 D-60599 Frankfurt Phone +49 (0) 69 65300356 Fax +49 (0) 69 65009523 E-Mail rohrbach@ra-rohrbach.de Hotline +49 (0) 69 65300490 Online www.porsche.de/ombudsmann-system
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In order to qualify for protection, the disclosure must be made to one of the recipients outlined above, or any other recipient prescribed by law, such as a Porsche "Director" or "Manager", the relevant regulator or Porsche's auditor.

Porsche' investigation of Reportable Conduct

Porsche will investigate all Reportable Conduct reported under this policy as soon as practicable after the matter has been reported. One of the above contacts may, with your consent, appoint a person to assist in the investigation of a report. Where appropriate, Porsche will provide feedback to you regarding progress and/or outcome of the investigation (subject to considerations of the privacy of those against whom allegations are made).

The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Reportable Conduct and the circumstances.

While the particular investigation process and enquiries adopted will be determined by the nature and substance of the report, in general, as soon as practicable upon receipt of the report, one of the above contacts will be in-touch to discuss the investigation process, including who may be contacted and such other matters as are relevant to the investigation. Where a report is submitted anonymously, Porsche will conduct the investigation based on the information provided to it.

Protection of Whistleblowers

Porsche is committed to ensuring confidentiality in respect of all matters raised, and that those who make a report are treated fairly and do not suffer detriment.

(a) Protection against detrimental conduct

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report. If you are subjected to detrimental treatment as a result of making a report you should immediately inform our HR team, a Director, Manager or one of the above contacts.

(b) Protection of your identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this policy, Porsche will only share your identity as a whistleblower or information likely to reveal your identity if:

- you consent;
- the concern is reported to the Australian Securities and Investments Commission ("ASIC"), the Tax Commissioner or the Australian Federal Police ("AFP"); or
- the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

If Porsche needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk. Any disclosures of your identity or information likely to reveal your identity will only be made to an employee, advisor or contractor of Porsche, who reasonably has a need to investigate, report on, or respond to, the matters raised in your disclosure.

(c) Protection of files and records

All files and records created from an investigation will be retained securely. Release of information to someone not involved in the investigation (other than directors or managers or who need to know to take appropriate action, or for corporate governance purposes) is impermissible. Whistleblowers are assured that a release of information in

breach of this policy will be regarded as a serious matter and will be dealt with under Porsche's disciplinary procedures.

The *Corporations Act 2001* (Cth) ("**Corporations Act**") gives special protection to disclosures about breaches of that Act, provided certain conditions are met – refer to **Annexure A** for further details. The *Taxation Administration Act 1953* (Cth) ("**Taxation Administration Act**") also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met – refer to **Annexure B** for further details.

Annexure A - Special protections under the Corporations Act

The Corporations Act gives special protection to disclosures about any misconduct or improper state of affairs relating to Porsche if the following conditions are satisfied:

1. the whistleblower is or has been:
 - a. an officer or employee of Porsche;
 - b. an individual who supplies goods or services to Porsche or an employee of a person who supplies goods or services to Porsche;
 - c. an individual who is an associate of Porsche; or
 - d. a relative, dependent or dependent of the spouse of any individual referred to at (a) to (c) above;
2. the report is made to:
 - a. an independent third-party, which Porsche has approved for the purpose of receiving a report;
 - b. a Director or Manager of Porsche;
 - c. Porsche' external auditor (or a member of that audit team);
 - d. ASIC;
 - e. APRA; or
 - f. a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act; and
3. the whistleblower has reasonable grounds to suspect that the information being disclosed concerns misconduct, or an improper state of affairs or circumstances in relation to Porsche. This may include a breach of legislation, including the Corporations Act, an offence against the Commonwealth punishable by imprisonment for 12 months or more, or conduct that represents a danger to the public or financial system.

Examples of conduct which may amount to a breach of the Corporations Act include: insider trading, insolvent trading, breach of the continuous disclosure rules, failure to keep accurate financial records, falsification of accounts, failure of a director or other officer of Porsche to act with the care and diligence that a reasonable person would exercise, or to act in good faith in the best interests of the corporation or failure of a director to give notice of any material personal interest in a matter relating to the affairs of the company.

The protections given by the Corporations Act when these conditions are met are:

- a) the whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure. However, the discloser can still be pursued for having made a false disclosure and in connection with the discloser's own conduct which is revealed by the matters highlighted in the disclosed information (i.e. the discloser's own conduct in the misconduct, improper affairs or other circumstances which are revealed by the protected disclosure);
- b) no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report;
- c) in some circumstances, the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty;
- d) anyone who causes or threatens to cause detriment to a whistleblower or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and may be liable for damages;

4. a whistleblower's identity cannot be disclosed to a court or tribunal except where considered necessary; and
5. the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity, without the whistleblower's consent, to anyone except ASIC, APRA, the AFP or a legal practitioner for the purpose of obtaining legal advice or representation in relation to the report.

Confidentiality

If a report is made, the identity of the discloser must be kept confidential unless one of the following exceptions applies:

- a) the discloser consents to the disclosure of their identity;
- b) for the purpose of investigating a matter to which a disclosure relates to, Porsche has taken reasonable steps to reduce the risk that the discloser will be identified as a result of the disclosure;
- c) the concern is reported to ASIC, APRA, or the AFP; or
- d) the concern is raised with a legal practitioner for the purpose of obtaining legal advice or representation.

Annexure B - Special Protections under the Taxation Administration Act

The Taxation Administration Act gives special protection to disclosures about a breach of any Australian tax law by Porsche, or misconduct in relation to Porsche's tax affairs, if the following conditions are satisfied:

1. the whistleblower is or has been:
 - a. an officer or employee of Porsche;
 - b. an individual who supplies goods or services to Porsche or an employee of a person who supplies goods or services to Porsche;
 - c. an individual who is an associate of Porsche; or
 - d. a relative, dependent or dependent of the spouse of any individual referred to at (a) to (c) above;
2. the report is made to:
 - a. an independent third-party, which Porsche has approved for the purpose of receiving;
 - b. a director, secretary or manager of Porsche;
 - c. Porsche's external auditor (or a member of that audit team);
 - d. a registered tax agent who provides tax services to Porsche;
 - e. any other employee or officer of Porsche who has functions or duties relating to tax affairs of the company (e.g. an internal accountant);

("Porsche recipients")

 - f. the Commissioner of Taxation; or
 - g. a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Taxation Administration Act;
3. if the report is made to a Porsche recipient, the whistleblower:
 - a. has reasonable grounds to suspect that the information indicates misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Porsche or an associate of Porsche; and
 - b. considers that the information may assist the Porsche recipient to perform functions or duties in relation to the tax affairs of Porsche or an associate of the company; and
4. if the report is made to the Commissioner of Taxation, the whistleblower considers that the information may assist the Porsche recipient to perform functions or duties in relation to the tax affairs of Porsche or an associate of Porsche. The protections given by the Taxation Administration Act when these conditions are met are:

- a) the whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure. However, the discloser can still be pursued for having made a false disclosure and in connection with the discloser's own conduct which is revealed by the matters highlighted in the disclosed information (i.e. the discloser's own conduct in the misconduct, improper affairs or other circumstances which are revealed by the protected disclosure);
- b) no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report;
- c) where the disclosure was made to the Commissioner of Taxation, the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, except where the proceedings are concerned with whether the information is false;
- d) unless the whistleblower has acted unreasonably, a whistleblower cannot be ordered to pay costs in any legal proceedings in relation to a report;
- e) anyone who causes or threatens to cause detriment to a whistleblower or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and liable to pay damages;
- f) a whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary; and
- g) the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity, without the whistleblower's consent, to anyone except the Commissioner of Taxation, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

Confidentiality

If a report is made, the identity of the discloser will be kept confidential unless one of the following exceptions applies:

- a) the discloser consents to the disclosure of their identity;
- b) for the purpose of investigating a matter to which a disclosure relates to, Porsche has taken reasonable steps to reduce the risk that the discloser will be identified as a result of the disclosure;
- c) the concern is reported to the Commissioner of Taxation or the AFP; or
- d) the concern is raised with a legal practitioner for the purpose obtaining legal advice or representation.