WHISTLEBLOWER POLICY

1. OVERVIEW

Orion Equities Limited ABN 77 000 742 843 (ASX:OEQ) (the **Company**) has adopted a Whistleblower Policy to ensure concerns regarding unacceptable conduct including breaches of the Company's Code of Conduct can be raised on a confidential basis, without fear of reprisal, dismissal or discriminatory treatment.

The purpose of this policy is to promote responsible whistle blowing about issues where the interests of others, including the public, or of the Company itself is at risk, as well as ensure full compliance with all applicable government laws, rules and regulations, corporate reporting and disclosure, accounting practices, accounting controls, auditing practices and other matters relating to fraud against shareholders.

2. WRONGDOING

Wrong-doing involves any unlawful or otherwise improper behavior and can include:

- An unlawful act whether civil or criminal;
- Breach of or failure to implement or comply with any approved Company policy;
- Knowingly breaching any applicable laws or regulations;
- Unprofessional conduct or conduct that is below recognised, established standards of practice;
- Questionable accounting or auditing practices;
- Dangerous practices likely to cause physical harm/damage to any person/property;
- Failure to rectify or take reasonable steps to report a matter likely to give rise to a significant and avoidable cost or loss to the Company;
- Abuse of power or authority; and
- Unfair discrimination in the course of employment or provision of services.

This list is not definitive, but is intended to give an indication of the kind of conduct which might be considered as "wrong-doing".

3. WHO IS PROTECTED?

Any Director, Officer, employee, contractor or consultant (collectively **Personnel**) who makes a disclosure or raises a concern under this Policy will be protected if they:

- Disclose the information in good faith;
- Believe it to be substantially true;
- Do not act maliciously or make knowingly false allegations; and
- Do not seek any personal or financial gain.

4. REPORTING ALLEDGED VIOLATIONS OR COMPLAINTS

All whistleblowing reporting should be made in writing and submitted by mail or delivery to the Chairman of the Company and marked "**Strictly Private and Confidential**".

Adopted by the Board on 15 October 2021

If the reporting or alleged complaint relates to the Chairman of the Company then the reporting should be made to any Executive Director of the Company and marked "**Strictly Private and Confidential**".

5. CONTENTS OF COMPLAINT

Any reporting or complaint made in accordance with this Policy should include a detailed description of the activity regarding which there is a complaint or concern, those individuals implicated and, if known, should specify the date(s) and location(s) of such activity.

The Chairman of the Company or in the case of a report with respect to the Chairman of the Company, the Executive Director (in consultation with the balance of the Board of the Company) will review the details of any submissions and will determine what action will be taken.

If a submission is not made anonymously, the Chairman or Executive Director (as the case may be) will notify the person making the submission of the action proposed to be taken in response. All written submissions will be retained by the Chairman or the Board (excluding the Chairman - in the case of a complaint made against the Chairman).

The identity of persons making submissions regarding complaints or concerns about accounting or potential fraudulent matters by mail on a confidential basis will not be disclosed by the Chairman or the other Board members (in the case of a complaint against the Chairman) without consent.

6. NO ADVERSE CONSEQUENCES

A submission, in good faith, regarding an accounting or fraudulent concern may be made by Personnel of the Company without fear of dismissal, disciplinary action or retaliation of any kind.

The Company will not charge, discipline, demote, suspend, threaten or in any manner discriminate against any person who submits in good faith an accounting or fraudulent concern or provides assistance to the Chairman (or the Board in the case of a complaint regarding the Chairman), management or any other person or group, including any governmental, regulatory or law enforcement body.

7. PUBLICATION OF POLICY

This Policy is made available to all personnel and published on the Company website at: http://orionequities.com.au/corporate-governance