

Prodigy Gold NL – Whistleblower Protection Policy

1. POLICY AND SCOPE

The Board is committed to promoting a culture of corporate compliance and ethical behavior. The best way to fulfil this commitment is to create an environment in which Company Personnel who have genuine suspicions about improper conduct feel safe to report it without fear of reprisal. This policy outlines the steps which Directors and employees should take if they have a genuine suspicion of improper conduct (as described in this policy) regarding the Company's activities.

Directors and Company Personnel are expected to treat compliance with ethical standards, and the avoidance of improper practices, as a critical element of their responsibilities. This Policy is formulated to provide a channel for all staff members (permanent, part-time and temporary staff), Directors, contractors and agents (collectively "Company Personnel"), to report in good faith any material concern(s) associated with (but not limited to), avoidance of internal controls; incorrect or improper financial or other reporting; any alleged unlawful, dangerous or improper practices or wrongful conduct (collectively called "Misconduct") taking place within or in connection with the Company.

This Policy is to be read in conjunction with the Company's Corporate Code of Conduct.

This policy cannot anticipate every circumstance that may arise. If unsure of what to do in any situation, Company Personnel should, seek additional guidance, as set out below. This policy is intended to cover serious concerns where there could be a material impact on the Company, its Officers or personnel. Such actions (actual or reasonably suspected) would include, but are not limited to, events that may:

- prejudice the good standing of the Company;
- corrupt and/or criminal conduct;
- lead to the loss of funds, to fraud or attempted fraud, or incorrect financial reporting;
- breach the Company's policies and procedures;
- breach legal and/or regulatory requirements that apply to the Company's activities, including insider trading;
- endanger health and safety; or
- otherwise amount to seriously improper conduct.

2. PROCEDURES

Any Company Personnel who, in good faith, has material concerns regarding any Misconduct should make a good faith disclosure by contacting the Company Secretary or Managing Director/CEO as soon as possible or practicable, but in any case, within 14 calendar days of becoming aware of the Misconduct. Subsequently, the complainant may wish to file a formal "Whistleblowing Report" (see Annexure). The nature of the report, and the identity of the Company Personnel making such a report (the "Whistleblower"), shall be kept confidential as far as possible or reasonably practicable, pending assessment and/or investigation by the Company Secretary, Managing Director/CEO or a designated investigator. The person who receives the report first will have the role of the Whistleblower Protection Officer and if he/she believes that a reported concern requires investigation then he/she will take

reasonable steps, to ensure that the investigation is carried out in a fair and unbiased manner.

If the Whistleblower has disclosed his/her concerns but feels that the issue has not been properly investigated, or is uncomfortable disclosing the related Misconduct to the Company Secretary or Managing Director/CEO, he/she may raise the issue with the Chairman or another non-executive Director.

If the Whistleblower is unable to put an oral disclosure in writing, he/she may approach the Company Secretary or Managing Director/CEO for assistance, and ask that a written Whistle Blowing Report be prepared, summarising the alleged Misconduct. The Whistleblower should then sign the report to evidence that he/she agrees with the contents, and be given a copy of the report.

When a formal Whistleblowing Report is received by the relevant Company Officer, Chairman or non-executive Director, he/she will conduct a preliminary investigation into the matter. The Person to whom the report was made will then decide whether it is necessary to inform the Managing Director/CEO and/or the Chairman (or in their absence, one of the non-executive Directors of the Company) of the Misconduct so that a formal investigation into the matter may be initiated. Where an immediate formal investigation is considered necessary, the Company Secretary, Managing Director/CEO, Chairman and/or other non-executive Director of the Company, as appropriate, shall designate an investigator(s). If necessary, he/she will also outline the procedures and scope of any investigation to be undertaken. Internal or external resources may be used in the investigation as appropriate in the circumstances.

Whether or not a formal investigation takes place, the person to whom the report was made shall notify the Board of all reports received and action taken at the Board meeting immediately following the receipt of the report.

The designated investigator(s) has/have the right to call for any information or document and/or interview with any Company Personnel or other person(s), for the purpose of conducting an investigation under this Whistleblower Policy. All reasonable efforts will be made to protect the Whistleblower's identity, subject to legal or regulatory obligations.

An investigation report should be prepared by the designated investigator(s) after completion of any investigation and submitted to the Managing Director/CEO or the Chairman, as appropriate.

Based on the findings from the Investigation, the Managing Director/CEO or Chairman, as appropriate, shall determine any necessary follow-up action(s) to be taken, including giving instructions to rectify any control weakness/deficiency noted. Appropriate steps may be taken to close the case if no adverse finding is made.

3. DISCLOSURE & CONFIDENTIALITY

The Whistleblower should put his/her name on any formal Whistleblowing Report as follow-up questions and/or investigation may not be possible or practicable unless the source of the information is available for discussion with the investigator(s). It will not normally be possible to formally investigate complaints made anonymously unless justified by the special nature/circumstances of the case.

The identity of the Whistleblower will be kept confidential as far as possible, but this cannot be guaranteed as other parties may need to be contacted as part of the investigation. The Whistleblower should also keep the disclosure details confidential in order to prevent any prejudice from influencing the investigation.

4. PROTECTION UNDER THE POLICY

All material disclosures made in good faith will be taken seriously and the Whistleblower shall be treated fairly. The Whistleblower will not be victimised or subject to any retaliatory

action if he/she makes a disclosure in good faith and has a reasonable belief that it amounted to Misconduct, even though the allegation is subsequently found to be untrue. This Policy protects Whistleblower's from unjustified/unfair disciplinary action or other improper treatment.

This Policy does not protect the Whistleblower from adverse disciplinary action due to poor job performance or misconduct on the part of the Whistleblower.

5. FALSE ALLEGATION & LEGITIMATE EMPLOYMENT ACTION

The Company Personnel who knowingly makes false or reckless allegation(s) shall be subject to disciplinary action, which may include but is not necessarily limited to, the termination of their employment.

Likewise if, independent of any disclosure of information by a Whistleblower, adverse or disciplinary action was taken against him/her for legitimate reason(s) or cause(s) under Company rules and policies or contract of employment, this policy may not be used as a counterclaim or defence by him/her.

6. RECORD RETENTION

The Whistleblowing Report and relevant supporting documents (e.g. investigation report etc.) should be kept in a secure storage by the Company's Secretary or Managing Director/CEO for at least 2 years after the required investigation has been completed.

7. NOTIFICATION

The Company Secretary is required to notify and communicate the contents of this policy to the Company Personnel and new Company Personnel of the Company.

8. WHISTLEBLOWER PROTECTION OFFICER

The key responsibility of the Whistleblower Protection Officer is to ensure that a person who reports a concern in good faith under this policy is not personally disadvantaged as a consequence of making the report. If a person feels that as a consequence of reporting a concern under this Policy they have been personally disadvantaged, they should contact the Company Secretary or Managing Director/CEO in the first instance.

9. CORPORATIONS LEGISLATION MATTERS (ASIC GUIDE - PROTECTION FOR WHISTLEBLOWERS)

The Corporations Act provides additional protection in relation to the reporting of a possible contravention of the Corporations Act and the Australian Securities & Investments Commission Act ("Corporations legislation") by the Company or its Employees. Further information can be found on the ASIC website in particular by following the links below:

- <http://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/>
- <http://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/guidance-for-whistleblowers/>

10. ANNUAL AFFIRMATION

The Company may affirm in its Annual Report that it has not dissuaded any person from reporting any Misconduct under this Policy and that it has provided appropriate protection for any Whistleblowers from unfair or improper treatment.

11. BOARD APPROVAL

This Whistleblower Policy may be updated and amended by the Board from time to time.

ANNEXURE - WHISTLEBLOWING REPORT

Name:	Division/ <i>Department</i> :
Staff Number:	Contact Number:
Disclosure:	
I have read and understood the Company's Whistleblower Policy and acknowledge that	
<ul style="list-style-type: none">• Where possible, this report will be kept confidential; and• False or reckless allegations may result in disciplinary action.	
_____	_____
Signature	Date:
Acknowledge Receipt By:	
_____	_____
Receiving Officer name & signature	Date: