

WHISTLEBLOWER POLICY

EPHRAIM RESOURCES LIMITED ("COMPANY")

Glossary

Report and Investigation Officer: Managing Director

Overview

Directors, officers and employees are expected to observe high standards of business and personal ethics in the conduct of their duties and responsibilities as set out in the Company's Code of Conduct. All employees and representatives of the Company must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

The aim of this policy is to ensure that directors, officers and employees comply with these obligations. It also encourages reporting of violations (or suspected violations) and provides effective protection from victimisation or dismissal to those reporting by implementing systems for confidentiality and report handling.

Reporting Responsibility

It is the responsibility of all directors, officers and employees to comply with the Company's Code of Conduct and report violations or suspected violations in accordance with this policy.

No Retaliation

No director, officer or employee who in good faith reports a violation under this policy shall suffer detriment, either actual or threatened, harassment, retaliation or adverse employment or engagement consequence. If an employee retaliates against someone who has reported a violation in good faith they will be subject to discipline up to and including termination of employment or services.

Reporting Violations

This policy is intended to encourage and enable employees and others to raise serious concerns within the Company.

In most cases, employees should approach their supervisor first as they may be in the best position to address a concern.

If employees are not comfortable speaking to their supervisor or not satisfied with their supervisor's response, they are encouraged to speak with anyone in management whom they are comfortable in approaching.

Supervisors and managers are required to report suspected violations of the Company's Code of Conduct to the Report and Investigation Officer, who has specific and exclusive responsibility to investigate all reported violations.

Report and Investigation Officer

The Report and Investigation Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Company's Code of Conduct. At their discretion, the Report and Investigation Officer shall advise the Chair and Managing Director/Chief Executive Officer and/or the Audit Committee or its equivalent.

The Report and Investigation Officer has direct access to the Audit Committee of the Board and is required to report to the Audit Committee at least annually on compliance activity.

If any person is not comfortable speaking with the Report and Investigation Officer on a particular matter or if they are unavailable and the matter is urgent, they should contact the Chair or another member of the Board.

Accounting and Auditing Matters

The Audit Committee will address concerns raised in relation to corporate accounting practices, internal controls or auditing. The Report and Investigation Officer is responsible for notifying the Audit Committee of any such complaint and work with the committee to resolve the matter.

Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation of the Company's Code of Conduct must act in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Company's Code of Conduct. It is a serious disciplinary offence to make allegations that prove to be unsubstantiated and made maliciously or known to be false.

Confidentiality

Reports of violations or suspected violations will be kept confidential and may only be disclosed to ASIC, APRA, a member of the Australian Federal Police or to someone else with the consent of the discloser to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Violations

The Report and Investigation Officer will notify the person who reported the alleged violation and acknowledge receipt of the report within 5 business days. All reports will be promptly investigated and, if warranted, appropriate corrective action will be taken. In the conducting investigations, the Report and Investigation Officer must ensure they observe the confidentiality obligations and in particular must not disclose the information reported, the identity of the person making the disclosure or any information that is likely to lead to the identification of the person making the disclosure.