

GROUP WHISTLEBLOWING POLICY

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1. PURPOSE..... 3

2. SCOPE AND APPLICATION 3

3. TERRITORIAL SCOPE 3

4. OBJECTIVES 3

5. RESPONSIBILITIES..... 4

6. POLICY STATEMENT..... 4

7. HOW TO MAKE A REPORT 6

8. GOLD FIELDS' INVESTIGATION OF REPORTABLE CONDUCT 8

9. PROTECTION AVAILABLE TO WHISTLEBLOWERS 9

10. FURTHER INFORMATION / ADVICE..... 10

11. AVAILABILITY OF THIS POLICY 11

12. CHANGES TO THIS POLICY 11

13. DEFINITIONS 11

14. VERSION HISTORY 12

1. PURPOSE

Gold Fields' **Vision** to be the **global leader in sustainable gold mining** requires the highest levels of corporate governance and business ethics in our business activities to ensure that we meet the expectations of all of our stakeholders. Put simply, operational delivery and integrity must go hand in hand.

Our core Values of **Safety, Responsibility, Integrity, Respect, Innovation** and **Delivery** provide the firm and unshakeable foundation on which our organisational culture is built. We live by these Values in all that we do at Gold Fields, and we all play a vital role in upholding them, both through our own conduct, and in holding others to account for their conduct.

Our **Code of Conduct**, which guides our business ethics, decisions and behaviour, is intended to be a practical application of these Values, and ensures that we conduct ourselves in a fair, ethical and responsible manner.

To ensure these Values remain at the core of what we do, Gold Fields requires and encourages the reporting of any actual or suspected unethical, illegal, fraudulent and/or undesirable conduct involving Gold Fields' business and those engaged within it and will ensure that those persons who make a report can do so without fear of retaliation, victimisation, disadvantage or reprisal.

2. SCOPE AND APPLICATION

This Policy applies to:

- all directors, officers and employees of the Gold Fields Group;
- suppliers and contractors of the Gold Fields Group and the employees of such suppliers and contractors; and
- relatives and dependants of the above individuals.

3. TERRITORIAL SCOPE

Gold Fields is a multi-national organisation. As a result, we are subject to different whistleblowing obligations under **Applicable Laws**. The intent of this Policy is to meet our whistleblowing obligations under **Applicable Laws**.

Supplementary to this Policy, country specific statements have been annexed to the main body of this Policy for certain jurisdictions in which Gold Fields has a presence. If the **Applicable Laws** in any one of the jurisdictions in which Gold Fields has a presence (the "**Relevant Jurisdiction**") are in any way inconsistent with this Policy (as set out in the main body of this Policy) or impose a higher level of protection (as set out in the main body of this Policy), those local laws and regulations will prevail to the extent of the inconsistency (as set out in the relevant country specific annexures to this Policy).

4. OBJECTIVES

The objectives of this Policy are:

- to facilitate the detection, reporting, prevention and eradication of instances of Reportable Conduct and to promote a culture facilitating the disclosure of information relating to Reportable Conduct in a responsible manner;
- to protect a **Whistleblower** from **Retaliation, Victimisation or Disadvantage** as a result of a **Protected Disclosure**;
- to provide remedies for **Whistleblowers** in connection with **Retaliation, Victimisation or Disadvantage** suffered as a result of a **Protected Disclosure**;

- to provide procedures for **Whistleblowers** to disclose information relating to a **Reportable Conduct** in a responsible manner;
- to conduct thorough, fair and objective investigations of **Reportable Conduct** reported by **Whistleblowers**; and
- to provide confidentiality and, if required, anonymity of the **Whistleblower** and the subject of a whistleblowing report,

subject to and in accordance with the provisions of this Policy and **Applicable Laws**.

5. RESPONSIBILITIES

POSITION TITLE	ROLE	DESCRIPTION OF TASK
Executive Vice President: Group Head of Legal and Compliance	Rollout and Training	Responsible for the rollout and training of this Policy to the Gold Fields Group
Executive Vice President: Group Head of Legal and Compliance	Communication	Responsible for communicating this Policy to the Gold Fields Group
Gold Fields Audit Committee, Gold Fields Exco Team and Regional Leadership Teams	Adherence	Responsible for adhering to obligations as Protected Disclosure Officers in accordance with this Policy
Gold Fields directors, officers and employees	Adherence	Responsible for adhering to this Policy by reporting all instances of Reportable Conduct

6. POLICY STATEMENT

6.1. Introduction

Gold Fields is committed to conducting its business in an ethical, transparent, accountable and fair manner, in compliance with **Applicable Laws**.

The Gold Fields Code of Conduct guides our business ethics, being the practical application of our Values of **Safety, Responsibility, Integrity, Respect, Innovation** and **Delivery**. The Gold Fields Group Anti-Bribery and Corruption Policy is an important part of living up to the standards set by the Code of Conduct, and sets out guidelines that are designed to ensure that the Gold Fields Group adheres to the highest standards of business ethics and encourages its stakeholders to adhere to the same high standards. The **Code of Conduct** sets out specific telephone numbers and email addresses globally where transgressions can be reported.

Similarly, Gold Fields has adopted a range of other policies across our disciplines that strive for the high standards that are required in order to live our Values and achieve our Vision of being the global leader in sustainable gold mining.

We at Gold Fields are committed to upholding these standards, and our employees, officers, directors, and third parties must always behave in a manner that is beyond reproach when representing Gold Fields. Any failure to do so will be taken very seriously by Gold Fields, given the threat that this presents to our organisational integrity, and employees who do so risk disciplinary action, which could result in the termination of their employment. In addition, certain transgressions may also be criminal in nature, and as such carry the risk of criminal prosecution.

As a Gold Fields employee, you are required and encouraged to report any breaches or suspected breaches of the **Code of Conduct**, our Group and Regional policies and procedures and any other

unethical, improper or illegal conduct (see further below on the definition of **Reportable Conduct**). This will enable us to investigate, and, where appropriate, take action both in relation to the individuals concerned, and prevent a re-occurrence of the conduct.

We have provided various ways to easily, confidentially and, if preferred, anonymously, report **Reportable Conduct**, and provide further details in this Policy.

We also confirm our commitment to ensuring that anyone who makes a report in accordance with this Policy will not be subject to any **Retaliation, Victimisation or Disadvantage**.

6.2. Training

In order to educate employees on their rights and obligations, Gold Fields undertakes to:

- conduct whistleblowing training for existing employees and to include education on this Policy in the induction of new employees;
- train **Protected Disclosure Officers** on the correct handling of reports of **Reportable Conduct**.

6.3. Definition of Reportable Conduct

Subject to section 6.4, **Reportable Conduct** is any conduct engaged or being engaged in by a Gold Fields employee, officer, director, secondee, contractor, supplier, vendor, tenderer or any other person who has business dealings with Gold Fields, which:

- constitutes a criminal offence under **Applicable Laws**;
- constitutes a failure to comply with **Applicable Laws**;
- is unethical, improper or otherwise a breach of Gold Fields' **Code of Conduct** or any of Gold Fields' other policies and procedures;
- amounts to dishonest, fraudulent or corrupt activity, including bribery, extortion, money laundering, acts of corruption or any other activity in breach of the Gold Fields **Group Anti-Bribery and Corruption Policy**;
- endangers the health or safety of individuals or is potentially harmful or damaging to Gold Fields and/or its employees and contractors, including unsafe work practices, environmental damage, adverse conduct towards community members and/or stakeholders or abuse of property and resources;
- amounts to an abuse of authority;
- may cause material financial loss to Gold Fields or harm Gold Fields' reputation or interests;
- amounts to **Retaliation, Victimisation or Disadvantage**;
- amounts to a miscarriage of justice;
- amounts to unlawful discrimination, including on the basis of origin, nationality, religion, race, gender, age or sexual orientation, or verbal or physical harassment.
- amounts to human rights abuses.

6.4. What is not Reportable Conduct?

Personal work-related grievances are not **Reportable Conduct** and should not be reported under this Policy, but through the Gold Fields **Group Disciplinary and Grievance Policy** and related Human Resources Policies, unless such grievances relate to **Retaliation, Victimisation or Disadvantage** of a **Whistleblower** as a result of a **Protected Disclosure**, concerns **Reportable Conduct** or misconduct

beyond a person's personal circumstances, or the conduct has significant implications beyond the immediate relationship with the relevant person.

6.5. Protected Disclosure

Any report made in accordance with this Policy (either through the **Hotline** or a **Protected Disclosure Officer**) by a **Whistleblower** who reasonably believes that the information disclosed is substantially true and constitutes **Reportable Conduct**, is a **Protected Disclosure**.

7. HOW TO MAKE A REPORT

7.1. General

Gold Fields has several options available for making a report of **Reportable Conduct**.

7.2. Hotline

A report of **Reportable Conduct** may be made *via* the **Hotline**, which is a free external reporting service administered and operated by the **Hotline Operator**.

The Hotline may be contacted as follows:

- by toll-free phone:
 - **South Africa:** 0800 203 711
 - **Ghana:** 0800 10987
 - **Peru:** 0800 54 760
 - **Australia:** 1800 623 245
 - **USA:** 1 888 611 1848
 - **Chile:** 800 914 279
- by email:
 - **goldfields@tip-offs.com**
- by web-based access:
 - **<https://www.goldfields.com/>**
 - **<https://www.goldfields.com/code-of-conduct/index.php>**

Upon receipt of a **Protected Disclosure**, the **Hotline Operator** will provide the details of the disclosure to the Vice President: Group Head of Internal Audit for investigation in accordance with this Policy, subject to and in accordance with applicable confidentiality requirements.

7.3. Protected Disclosure Officers

Any person may make a report of **Reportable Conduct** to any of the **Protected Disclosure Officers** listed in **Table A** below.

Alternatively, reports may be made by email, marked for the attention of the Executive Vice President: Group Head of Legal and Compliance (taryn.harmse@goldfields.com) and/or the Vice President: Group Head of Internal Audit (shyam.jagwanth@goldfields.com), or post addressed to: the Executive Vice

President: Group Head of Legal and Compliance and/or the Vice President: Group Head of Internal Audit
Gold Fields, 150 Helen Road, Sandton, 2196, Republic of South Africa.

Gold Fields Internal Audit shall retain a Group Whistleblowing Register and shall record all reports of Reportable Conduct in such register, subject to and in accordance with applicable confidentiality requirements.

TABLE A

WORK LOCATION	PROTECTED DISCLOSURE OFFICER
Corporate Office and all other office locations	<ul style="list-style-type: none"> • CFO • EVP: Group Head of Legal and Compliance • EVP: People and Organisational Effectiveness • VP: Group Head of Internal Audit • VP: Group Compliance
Regional office, development project or exploration site	<ul style="list-style-type: none"> • Regional EVP • Regional Head of Development Project • Regional Group Exploration Manager • VP: Head of Legal or any Regional or Corporate Legal Adviser • Regional Head of Finance • Regional Head of HR • Regional Head of Sustainable Development
Mine	<ul style="list-style-type: none"> • GM of mine site

Reports of alleged **Reportable Conduct** by any member of the Gold Fields Board, the Gold Fields Exco or any Regional Exco must be reported to the CEO, CFO, EVP: Group Head of Legal and Compliance or the VP: Group Head of Internal Audit. Members of the Audit Committee will in these instances be informed of the **Protected Disclosure**, subject to and in accordance with applicable confidentiality requirements.

Upon receipt of a **Protected Disclosure**, a **Protected Disclosure Officer** will provide the details of the disclosure to the Vice President: Group Head of Internal Audit for investigation in accordance with this Policy, subject to and in accordance with applicable confidentiality requirements.

7.4. Reporting anonymously

A report of **Reportable Conduct** may be submitted anonymously if a **Whistleblower** does not wish to disclose his/her identity to the **Hotline** or to a **Protected Disclosure Officer**. If a **Whistleblower** wishes to remain anonymous, it is recommended that they make a report using the **Hotline**, which is operated by an external party. It is also recommended that anonymous reports made using the **Hotline** are not made from within Gold Fields (e.g. using Gold Fields' facilities such as computers or telephones) as these activities may be logged and therefore complete anonymity cannot be guaranteed.

7.5. Protection from Retaliation, Victimization or Disadvantage

A **Whistleblower** will be protected from **Retaliation, Victimization or Disadvantage** as a result of a **Protected Disclosure** being made.

Complaints or reports of **Retaliation, Victimization or Disadvantage** against a **Whistleblower** as a result of a **Protected Disclosure** will be investigated and acted upon immediately.

See further at section 9.1 below.

8. GOLD FIELDS' INVESTIGATION OF REPORTABLE CONDUCT

8.1. Investigation of reports of Reportable Conduct

Following receipt of a report, a determination will be made as to whether an investigation should be undertaken, having regard to whether the report concerns **Reportable Conduct** and whether an investigation is necessary or appropriate in the circumstances. It may not be possible to investigate a report if Gold Fields are not able to contact a **Whistleblower** to obtain sufficient information.

It is a breach of this Policy and of Gold Fields' **Code of Conduct** for:

- a **Protected Disclosure Officer** to fail to refer a report of **Reportable Conduct** to the VP: Group Head of Internal Audit for investigation, subject to and in accordance with applicable confidentiality requirements;
- a Gold Fields employee to refuse to co-operate with the investigation of a report of **Reportable Conduct**;
- a Protected Disclosure Officer, or another person made aware of a report of **Reportable Conduct**, to fail to maintain the confidentiality of a report of **Reportable Conduct** or the content thereof;
- a **Protected Disclosure Officer** or any other person made aware of a report of **Reportable Conduct**, to fail, refuse or neglect to protect the identity of a **Whistleblower**.

8.2. Responsibility

An investigation into a report of **Reportable Conduct** will be managed by the Vice President: Group Head of Internal Audit in accordance with the **Investigation Procedure**.

8.3. Investigation

In accordance with the **Investigation Procedure**, the Vice President: Group Head of Internal Audit will determine the appropriate process and resources required for any investigation to be undertaken, having regard to the nature of the **Reportable Conduct**, the level of staff implicated and all other relevant circumstances of the matter.

Based on the above assessment, the VP: Group Head of Internal Audit will either investigate the matter with Internal Audit resources or request the personnel within the relevant Region to investigate the matter. In addition, the Vice President: Group Head of Internal Audit may appoint person(s) (which may include external advisors) to assist in the investigation of the matters raised in a report.

All investigations will be conducted in a respectful, thorough, fair and objective manner. The investigator will be impartial to the **Whistleblower**, those persons identified in the report, and the relevant team or department.

Where the alleged **Reportable Conduct** concerns a senior member of management or indicates a serious or pervasive violation which puts Gold Fields at risk (whether from a reputable or financial perspective), the VP: Group Head of Internal Audit will consult with the Chair of the Audit Committee before a decision is made on the most appropriate action.

Based on the outcome of the investigation, appropriate action will be taken which may include, where deemed necessary, a disciplinary process in accordance with the Gold Fields **Group Disciplinary and Grievance Policy**. If an investigation finds that criminal activity is likely to have occurred, the matter may also be reported to the police and/or other regulatory authorities.

8.4. Feedback

Where appropriate and subject to **Applicable Laws** and confidentiality requirements, Gold Fields will, as soon as reasonably possible, provide regular feedback to the **Whistleblower** on the progress and/or outcome of the investigation if they are able to be contacted (including through anonymous channels). Gold Fields will also provide appropriate updates to persons involved in alleged **Reportable Conduct**. The frequency and timeframe of these updates will vary based upon the nature of the report.

On a quarterly basis, the Vice President: Group Head of Internal Audit will (during a closed session) report to the Audit Committee and Social and Ethics Committee on any reports of **Reportable Conduct** and provide details on the status and outcomes of any investigations in this regard. This may include a summary of the number, nature and outcome of matters that have been raised under this Policy. The Board may also be provided with additional information about any material incidents raised. Information provided to the Board will be de-identified as required.

9. PROTECTION AVAILABLE TO WHISTLEBLOWERS

9.1. Protection from Retaliation, Victimization or Disadvantage

No Whistleblower will be subjected to any **Retaliation, Victimization or Disadvantage** on account, or partly on account, of having made a **Protected Disclosure**.

Gold Fields will not tolerate any acts of **Retaliation, Victimization or Disadvantage** against anyone who comes forward and reports **Reportable Conduct** in accordance with this Policy. Any acts of **Retaliation, Victimization or Disadvantage** are themselves acts of misconduct, which will be dealt with under this Policy and the Gold Fields **Group Disciplinary and Grievance Policy** and could result in dismissal.

Any acts of bullying or intimidation with the intention of stopping a person from making a report in accordance with this Policy will also be considered as **Retaliation, Victimization or Disadvantage** for these purposes.

Gold Fields is committed to ensuring the confidentiality of all matters raised under this Policy and the protection of **Whistleblowers** from **Retaliation, Victimization or Disadvantage** as a result of **Protected Disclosures** in accordance with this Policy. Some of the steps that may be taken by Gold Fields to protect **Whistleblowers** from **Retaliation, Victimization or Disadvantage** may include:

- monitoring and managing the behaviour of other employees;
- implementing investigation processes where appropriate;
- taking disciplinary action where appropriate for conduct that amounts to **Retaliation, Victimization or Disadvantage** or breaches the confidentiality requirements under this Policy; and/or
- providing support services.

Gold Fields will at all times be able to raise and address with a **Whistleblower** matters that arise in the ordinary course of their employment or contractual relationship with Gold Fields (for example, any separate performance or conduct concerns), or take appropriate action to protect a **Whistleblower** from detriment, and this will not amount to **Retaliation, Victimization or Disadvantage**.

9.2. Protection of the Whistleblower's identity and confidentiality

The identity of the **Whistleblower** and the subject of the Protected Disclosure will be subject to the strictest confidentiality and, if applicable, anonymity.

The **Hotline** creates an anonymous and confidential environment for a **Protective Disclosure** to be made in accordance with this Policy. Where a **Whistleblower** provides his/her contact details to the **Hotline**, those contact details will not be provided to any person without the **Whistleblower's** consent.

Where a report of **Reportable Conduct** is made in accordance with this Policy other than through the Hotline, the **Protected Disclosure Officer** will not disclose any details that would reveal the identity of the **Whistleblower** without first obtaining that individual's consent, unless otherwise permitted or required by any **Applicable Laws**.

Gold Fields may disclose information that could identify a **Whistleblower** if it is reasonably necessary to disclose this information for the purposes of an investigation, provided that Gold Fields does not disclose the **Whistleblower's** identity and all reasonable steps are taken by Gold Fields to prevent someone from otherwise identifying the **Whistleblower**. Gold Fields may also disclose information that could identify a **Whistleblower** for the purposes of obtaining legal advice in relation to the operation of **Applicable Laws**.

The identity of a **Whistleblower** may be deduced without there having been a breach of confidentiality or the provisions of this Policy with respect of anonymity, particularly if the nature of the **Protected Disclosure** points to one person having made it or the **Whistleblower** has disclosed the content of the report to other people.

A **Whistleblower** should raise any issue they experience as a result of making a report (including if they believe or suspect that there has been a breach of their confidentiality) directly with the Executive Vice President: Group Head of Legal and Compliance.

9.3. Protection of files and records

All documents, files and records created during an investigation (the "**Records**") will be retained under strict security protocols. Subject to **Applicable Laws**, any unauthorised disclosure of the **Records** to any person without the **Whistleblower's** consent, or as otherwise permitted by **Applicable Laws**, will be a breach of this Policy.

Any breach of this Policy through the unauthorised disclosure of the Records will be regarded as a serious matter and will be dealt with in accordance with Gold Fields' disciplinary procedures and processes in accordance with the Gold Fields **Group Disciplinary and Grievance Policy** and could result in dismissal.

9.4. False reporting

A false or malicious report of **Reportable Conduct** (where the **Whistleblower** has no reasonable grounds for making the report), risks causing serious damage to the reputations of those persons named in the report and to Gold Fields.

Any false or malicious reporting of **Reportable Conduct** will be treated as misconduct and will be dealt with in accordance with Gold Fields' disciplinary procedures and processes in accordance with the Gold Fields **Group Disciplinary and Grievance Policy** and could result in dismissal.

In addition, under certain **Applicable Laws**, it is an offence to provide false information intentionally, and where this results in harm, a conviction may result in a fine, imprisonment or both a fine and imprisonment.

10.FURTHER INFORMATION / ADVICE

For any further information or advice in relation to the application of this Policy, or in relation to a particular issue or situation, please contact one of the following persons:

Position	Name	Phone	Email
Executive Vice President: Group Head of Legal and Compliance	Taryn Harmse	+27115629724	Taryn.Harmse@goldfields.com

Position	Name	Phone	Email
Vice President: Group Head of Internal Audit	Shyam Jagwanth	+27115629731	Shyam.Jagwanth@goldfields.com

11.AVAILABILITY OF THIS POLICY

11.1. For directors, officers and employees

This Policy will be available to directors, officers and employees online in the following locations:

- [the Group Policy Register on the Gold Fields Limited intranet](#)

11.2. For contractors, suppliers and other stakeholders

This Policy will be available to Gold Fields' contractors, suppliers and stakeholders in the following locations:

- [the Gold Fields Limited website](#)

12.CHANGES TO THIS POLICY

Gold Fields reserves the right to vary, replace or terminate this Policy from time to time and at any time at its discretion. This Policy does not form part of any individual's contract of employment or engagement.

13.DEFINITIONS

Applicable Laws means the applicable laws and regulations of the jurisdictions in which Gold Fields has a presence, the rules or other requirements of any relevant stock exchanges or obligations following adopted rules, codes and standards.

Hotline means the Gold Fields Tip-offs Hotline, administered and operated by the **Hotline Operator**.

Hotline Operator means an independent third-party service provider (currently Deloitte).

Investigation Procedure means the process articulated in the **Tip-offs Anonymous Investigation Procedure**

Protected Disclosure means the disclosure as defined in section 6.5 of this Policy.

Protected Disclosure Officer means any of the Gold Fields employees referred to in Table A in section 7.4 of this Policy.

Reportable Conduct means the conduct as defined in section 6.3 of this Policy.

Retaliation, Victimization or Disadvantage means any form of occupational or other detrimental treatment, including threats, interference, reprisal, intimidation, harassment, discrimination, disciplinary action, bias, exclusion, dismissal, demotion, civil claims, threatened actions or being otherwise adversely affected in respect of employment, profession or office, including employment opportunities and work security.

Whistleblower means any person who makes a report in accordance with this Policy regarding actual or potential **Reportable Conduct**.

ANNEXURE A - ADDITIONAL AUSTRALIAN REQUIREMENTS

The purpose of this Annexure is to set out further information regarding the protections which apply under Australian law.

Scope and Application

This Policy also applies to spouses of the individuals listed in Part 2 of this Policy and dependants of such spouses.

Special Protection Disclosures

The *Corporations Act 2001* (Cth) (**Corporations Act**) and the *Taxation Administration Act 1953* (Cth) (**Taxation Administration Act**) give special protection to eligible **Whistleblowers** who make reports about disclosable matters under those Acts, when the conditions set out below are satisfied.

Terms used

APRA means the Australia Prudential Regulatory Association.

ASIC means the Australian Securities and Exchange Commission.

AFP means the Australian Federal Police.

What conducts amounts to a breach of the Corporations Act or the Tax Administration Act?

A “disclosable matter” under the Corporations Act will arise where an eligible **Whistleblower** makes a report in circumstances where they have reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs in relation to Gold Fields’ Australian operations, or the operations of its Australian incorporated entities, including, but not limited to, conduct that:

- constitutes an offence against a range of corporate and financial sector legislation specified under the Corporations Act;
- constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- represents a danger to the public or the financial system; or
- is otherwise prescribed by regulation.

In addition, a disclosure may also be protected as a “qualifying disclosure” under the Taxation Administration Act where a report relates to a breach of Australian tax law or tax-related misconduct.

A report about a “disclosable matter” or a “qualifying disclosure” by an eligible **Whistleblower** will be protected under the Corporations Act and the Taxation Administration Act if it is made using the **Hotline** or to a **Protected Disclosure Officer**. These protections are also available in relation to disclosures made to another person specified under those Acts as set out further below.

If a person makes a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation, their disclosure will also be protected even if it does not relate to a “disclosable matter” or a “qualifying disclosure”.

Reportable Conduct which does not amount to a “disclosable matter” under the Corporations Act or a “qualifying disclosure” under the Taxation Administration Act will not be protected under those Acts.

Who can make a report?

The **Whistleblower** must be a current or former officer or employee of a Gold Fields company, a contractor or supplier to Gold Fields, an employee of a contractor or supplier, an associate of Gold Fields, or a relative, spouse or dependant of one of these people (or a dependant of their spouse) in order to qualify for the protections under the Corporations Act and/or the Taxation Administration Act.

Can the report be made anonymously?

Yes. A **Protected Disclosure** (as described in this Policy) that is made may be protected under the Corporations Act (and the Taxation Administration Act, where relevant).

Must the information reported be true?

A **Whistleblower** does not need to be sure that the information disclosed in a **Protected Disclosure** is true and they will not be penalised if their disclosure turns out to be incorrect. However, a **Whistleblower** must not make a report that they know to be false or if they have no reasonable grounds to suspect the matters the subject of their report.

What will the investigation process involve?

The objective of an investigation will be to determine whether there is enough evidence to substantiate the matters reported. As part of this, the relevant investigator is responsible for inquiring into the reported allegations of **Reportable Conduct** (which may include gathering evidence and conducting interviews of relevant people) and determining whether the allegations are substantiated, partly substantiated, not able to be substantiated, or unsubstantiated.

A **Whistleblower** can choose to remain anonymous during and after an investigation process, however anonymity may affect Gold Fields' ability to thoroughly investigate a report. In practice, a person investigating a report may be able to do so more thoroughly where clear consent is provided to disclose the **Whistleblower's** identity and the subject matter of their report, during an investigation.

The timeframe of the investigation may vary depending on the nature of the report. Gold Fields will endeavour to complete investigations within 90 days, however acknowledges that this time period may be exceeded depending on the circumstances of the matter. A **Whistleblower** and any other employees involved in an investigation may access Gold Fields' Employee Assistance Program during and after an investigation if they require additional support.

Gold Fields may keep the **Whistleblower** informed of the findings of any investigation of their report, however it may not always be appropriate to provide details of the outcome of an investigation, having regard to considerations of privacy, confidentiality and the legal rights of others (including those against whom allegations are made).

Unless there are confidentiality or other reasons not to do so, employees to whom a report relates will be informed of the allegations at the appropriate time, and given an opportunity to respond to the allegations made against them, as and when required by the principles of procedural fairness.

Any report prepared in relation to an investigation remains confidential to Gold Fields and may be provided to the relevant decision-maker, subject to applicable confidentiality requirements. It will not be provided to a **Whistleblower** or a person to whom a report relates.

What special protections are available to Whistleblowers?

The key protections under this policy and applicable Australian laws are as follows:

Confidentiality: Under the Corporations Act (and the Tax Administration Act, where relevant), where a report is made about a "disclosable matter" or a "qualifying disclosure" by an eligible Whistleblower using the **Hotline**, a **Protected Disclosure Officer**, or another person specified under those Acts (as set out below), that eligible Whistleblower's identity (and information which is likely to identify them) can only be disclosed without their consent, if the disclosure is to:

- ASIC or APRA;
- the AFP;
- the Australian Taxation Commission in respect of tax-related misconduct; or
- a legal practitioner for the purpose of obtaining legal advice or legal representation,

or if it is reasonably necessary to disclose information for the purposes of an investigation, provided their identity is not disclosed and all reasonable steps are taken by Gold Fields to reduce the risk that they will be identified.

It is illegal for a person to identify an eligible **Whistleblower** or disclose information in a report about a "disclosable matter" or "qualifying disclosure" made by them that is likely to lead to their identification, other than as set out above. Reports can also be made anonymously and still be protected under the Corporations Act.

Non-victimisation: Under the Corporations Act or the Tax Administration Act (where a report relates to tax-related misconduct), a person cannot engage in conduct (or threaten to engage in conduct) that causes detriment to an eligible **Whistleblower** (or another person) if:

- that person believes or suspects that a **Whistleblower** (or another person) made, may have made, proposes to make, or could make a disclosure that qualifies for protection, and
- the belief or suspicion is the reason (or part of the reason) for the conduct.

Detriment can take the form of:

- dismissal of an employee;
- injury to an employee in their employment or alteration of their duties to their disadvantage;
- discrimination between an employee and other employees of the same employer;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person's property, reputation, business, financial position, or any other damage; and/or
- threatening to carry out any of the above.

Where these protections apply, an eligible **Whistleblower** is also protected from liability for making the report (either by way of civil, criminal or administrative legal proceedings, or contractual or other remedies being sought against them). Further, information they disclose in a report made to a regulator or Commonwealth authority cannot be used in legal proceedings against them (except for proceedings in relation to giving false information). However, they will not be granted immunity from the consequences of any misconduct they have engaged in that is revealed by their report (including, but not limited to, any disciplinary action).

Who can disclosures be made to under Corporations Act and the Tax Administration Act?

Protections are available under the Corporations Act (and/or the Tax Administration Act, where relevant) where an eligible **Whistleblower** makes a disclosure that is a "disclosable matter" or a "qualifying disclosure" under the Corporations Act (or the Tax Administration Act, where relevant) using the **Hotline**, a **Protected Disclosure Officer**, or another "eligible recipient" under law, which includes:

- an officer or senior manager of Gold Fields;

- an auditor, or a member of the audit team conducting an audit of Gold Fields;
- an actuary of Gold Fields;
- ASIC, APRA or, in the case of tax-related misconduct, the Australian Taxation Commissioner, or a registered tax agent or BAS agent who provides tax agent or BAS services to Gold Fields; or
- a legal practitioner, for the purpose of obtaining legal advice or legal representation in relation to a report.

A report must be raised with one of the above people in order to qualify for protection under the Corporations Act (or the Tax Administration Act, where relevant). A **Whistleblower** is encouraged to raise a disclosure using the **Hotline** or to a **Protected Disclosure Officer** in the first instance, so that Gold Fields can be in a position to identify and address any wrongdoing as early as possible.

Public interest disclosures and emergency disclosures

General

Protection under the Corporations Act will also be extended to certain "public interest" or "emergency" disclosures made to journalists or a parliamentarian in the following limited circumstances. A Whistleblower should contact an independent legal adviser before making a Public Interest Disclosure or an Emergency Disclosure. It is important that a **Whistleblower** understands the criteria for making a Public Interest Disclosure or Emergency Disclosure before doing so. For example, they must have previously made a disclosure to ASIC, APRA or another prescribed body.

Public Interest Disclosures

Public Interest Disclosures may be made to a journalist or a parliamentarian if:

- the **Whistleblower** first makes a protected disclosure of the disclosable matter to a regulator (**Previous Disclosure**);
- at least 90 days have passed since the **Previous Disclosure** was made;
- the **Whistleblower** does not have reasonable grounds to believe that action is being, or has been taken to address the matters relating to the **Previous Disclosure**;
- the **Whistleblower** has reasonable grounds to believe that making a further disclosure of the information would be in the public interest;
- after 90 days have elapsed after the **Previous Disclosure**, the **Whistleblower** makes a written notification to the recipient of the **Previous Disclosure** that the **Whistleblower** intends to make a public interest disclosure and includes enough information to identify the **Previous Disclosure**; and
- the disclosure to the journalist or parliamentarian is no greater than is necessary to inform the recipient of the misconduct or the improper state of affairs or circumstances.

Emergency Disclosures

Emergency Disclosures may be made may also be made to a journalist or parliamentarian if the **Whistleblower** has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment.

There is no waiting requirement in the case of an emergency disclosure, although the Whistleblower must still have made a previous disclosure and also given prior written notification to the recipient of the **Previous Disclosure** that the **Whistleblower** intends to make an emergency disclosure and includes enough information to identify the **Previous Disclosure**.

Please contact the Executive Vice President, Group Head of Legal & Compliance if you require further information in respect of Public Interest Disclosures or Emergency Disclosures.

What should a Whistleblower do if a protection is breached?

Where a **Whistleblower** believes a protection under law has been breached, they should raise this with the Executive Vice President: Group Head of Legal and Compliance.

If a person suffers detriment because another person believes or suspects that they or another person has, proposes to make, could make or may make a report that qualifies for protection under the Corporations Act, that person can also seek compensation and other remedies through the courts if they suffer loss, damage or injury because of the disclosure, including if Gold Fields fail to take reasonable precautions and exercise due diligence to prevent the detrimental conduct. A **Whistleblower** should seek legal advice if they are considering seeking such remedies.

Is anything not protected?

The protections under law (including the Corporations Act) generally do not apply to personal work-related grievances. These are usually reports which relate to a person's employment and solely concerns them personally, which may include a conflict between a person and another employee, or a decision relating to their employment or engagement, such as disciplinary action. Instead, these matters should be reported through the Gold Fields **Group Disciplinary and Grievance Policy** and related Human Resources Policies.

However, the protections under law can still apply in some circumstances, such as where a person's report:

- relates to a “disclosable matter” (see above), including a breach of employment or other laws punishable by more than 12 months’ imprisonment;
- has significant implications for Gold Fields;
- relates to any detriment caused or threatened to a person for raising a concern; or
- relates to misconduct beyond the person’s personal circumstances.

Where in doubt, a report should be made using the **Hotline** or to a **Protected Disclosure Officer**. They will make sure the report is dealt with under the right policy.

ANNEXURE B - ADDITIONAL SOUTH AFRICAN REQUIREMENTS

Under the Protected Disclosures Act, 26 of 2000 (as amended):

1. Gold Fields must, subject to subsection 3 below, as soon as reasonably possible, but in any event within 21 days after the **Protected Disclosure** has been made:
 - a. decide whether to:
 - i. investigate the matter or not; or
 - ii. refer the disclosure to another person or body if that disclosure could be investigated or dealt with more appropriately by that other person or body; and
 - b. in writing acknowledge receipt of the disclosure by informing the **Whistleblower** of the decision:
 - i. to investigate the matter, and where possible, the time-frame within which the investigation will be completed;
 - ii. not to investigate the matter and the reasons for such decision; or
 - iii. to refer the disclosure to another person or body.
2. the person or body to whom a disclosure is referred as contemplated in subsection 1(a)(ii) must, subject to subsection 3, as soon as reasonably possible, but in any event within 21 days after such referral:
 - a. decide whether to investigate the matter or not; and
 - b. in writing inform the **Whistleblower** of the decision:
 - i. to investigate the matter, and where possible, the time-frame within which the investigation will be completed; or
 - ii. not to investigate the matter and the reasons for such decision.
3. the person or body, referred to in subsection 1 or 2, who is unable to decide within 21 days whether a matter should be investigated or not, must:
 - a. in writing inform the **Whistleblower**:
 - i. that he, she or it is unable to take the decision within 21 days; and
 - ii. on a regular basis, at intervals of not more than two months at a time, that the decision is still pending; and
 - b. as soon as reasonably possible, but in any event within six months after the protected disclosure has been made or after the referral has been made, as the case may be, in writing inform the **Whistleblower** of the decision:
 - i. to investigate the matter, and where possible, the time-frame within which the investigation will be completed; or
 - ii. not to investigate the matter and the reasons for such decision.
4. The person or body, referred to in subsection 1 or 2, must, at the conclusion of an investigation, inform the **Whistleblower** of the outcome thereof.

5. The person or body, referred to in subsection 1 or 2, does not have to comply with:
 - a. subsection 1(b), 2(b), 3 or 4 if that person or body does not know the identity and contact details of the **Whistleblower**; or
 - b. subsection 1(b), 2(b) or 3 if it is necessary to avoid prejudice to the prevention, detection or investigation of a criminal offence.

ANNEXURE C - ADDITIONAL CHILEAN REQUIREMENTS

Chilean competition law, contained in Law Decree No. 211 of 1973 ("**DL 211**"), seeks to promote and defend competition in the market place. The National Economic Prosecutor's Office ("**FNE**") and the Competition Court ("**TDLC**") are the agencies responsible for enforcing DL 211.

In order to effectively detect, sanction and deter collusion, articles 39 bis and 63 of DL 211 establish and regulate a leniency program.¹ This program allows individuals or companies who engaged in collusive conduct to be exempted from the relevant sanctions, or to have them reduced, provided that the applicant provides information that can be used to prove the conduct and identify the parties involved.

I. LENIENCY BENEFITS

1. Leniency. Anyone who colludes is subject to administrative and criminal sanctions, including the deprivation of liberty. Leniency can exempt applicants from such sanctions, or have them reduced. To obtain these benefits, the party that engaged in the collusive conduct must provide evidence that assists in proving the conduct and in the identification of the parties involved.

A) EXEMPTION BENEFIT

2. Exemption Benefit. The first Applicant to contribute information to the FNE regarding conduct established in article 3, letter a) of DL 2111 will be exempted from:

- (i) the sanction of compulsory dissolution of a legal entity established in article 26, letter b);
- (ii) the fine established in letter c) of that article, and
- (iii) criminal liability for the crime of collusion,

3. Requirements to obtain the Exemption Benefit. To obtain the Exemption Benefit, the Applicant must:

- (1) Provide precise, truthful and demonstrable evidence that represents an effective contribution to satisfy the standard of proof required to sustain a complaint;
- (2) Refrain from disclosing the leniency application until the FNE has filed a complaint or ordered the application to be archived, unless the FNE expressly authorizes such disclosure, and;
- (3) Put an immediate end to its involvement in the conduct after the benefit application has been filed.

B) REDUCTION BENEFIT

4. Reduction Benefit. The second Applicant to contribute information to the FNE in connection with the conduct established in article 3, letter a) will obtain the following benefits:

- (i) a reduction of up to 50% of the fine that would have been otherwise requested;
- (ii) a reduction by one degree of the penalty for the crime of collusion defined in article 62; and
- (iii) the Applicant will not be required to comply with the minimum one year of effective imprisonment established in subsection four of article 62, if the FNE's complaint involves more than two competitors, and provided that the beneficiary fulfills the requirements established in Law No. 18,216 to substitute the enforcement of penalties involving the deprivation of liberty ("**Reduction Benefit**", and jointly with the Exemption Benefit, "**Benefits**").

¹ More details of the program is contained in the "Internal Guidelines on Leniency in Cartel Cases", published by The National Economic Prosecutor's Office, available in the following link: https://www.fne.gob.cl/wp-content/uploads/2017/10/Guidelines_Leniency_Cartel_Cases.pdf

C) BENEFICIARIES

5. Who can request the benefits. Any person, natural or legal, may request the Benefits, provided that some form of liability could be attributed to that person for participating in any of the conduct set forth in article 3, letter a), regardless of the degree of for example, a company could apply for the benefit if it participated in a cartel, as well as any of its current or former officers, employees, advisors and/or agents, on their own behalf, and trade associations, including their officers, that facilitated the cartel. If the Applicant is a legal person, it shall act through its duly authorized legal representatives.

II. PROCESS FOR OBTAINING THE BENEFITS

6. Summary of the process. The Applicant initiates the leniency process by requesting that its place in the roster of applications be marked ("Marker Request"). This request will allow applicants to reserve a place to apply for one of the Benefits in a particular case. Once the Marker Request has been filed, the FNE will inform and guarantee to the Applicant its place in the roster of applications by issuing a "Marker". Along with issuing the Marker, the FNE will set a deadline within which the formal application must be made, accompanied by the information on which the leniency applications in founded ("Benefit Request"). If the Benefit Request fulfills the requirements indicated in these Guidelines, the FNE will grant the requested benefit provisionally ("Provisional Benefit") by issuing an official letter ("Official Letter of Conformity") that will establish the requirements that the Applicant must fulfil to obtain the definitive benefit ("Definitive Benefit"). If the Applicant fulfills the requirements established in the Official Letter of Conformity, the Provisional Benefit will become Definitive upon the FNE's filing of the complaint.

ANNEXURE D - ADDITIONAL PERUVIAN REQUIREMENTS

The Peruvian law that regulates the administrative liability of legal entities for the crimes of active transnational bribery, generic active bribery, specific active bribery, simple and aggravated collusion, influence peddling and money laundering and terrorist financing, contained in Law No. 30424 (amended by "Legislative Decree (DL) 1352"), requires that legal entities have an autonomous liability for certain crimes and opt for a prevention system.

The current legal framework does not require that legal entities implement a prevention model; however, it does encourage its implementation with the possibility of being eligible for the benefit of exempting themselves from or attenuating the administrative liability they would have under the assumption of being involved in an investigation or criminal proceedings for the commission of any of the crimes set forth in DL 1352.

Prevention model: the legal entity is exempt from liability for the commission of crimes if it adopts or implements an appropriate surveillance and control model prior to the commission of the crime. The implementation of whistleblowing procedures and whistle-blower protection is included among the minimum elements of the prevention model.

Implementation of whistleblowing procedures

1. Implement whistleblowing procedures that enable legal entities or individuals to report any attempt, suspicion or act of a crime, and of any other act that determines the non-compliance or weakness of the prevention model.
2. The implementation of whistleblowing procedures may include:
 - a. Information channels about irregularities openly and widely communicated to the employees and managers, and to the commercial partners, where applicable;
 - b. The implementation of disciplinary measures if the prevention model is violated;
 - c. Whistle-blower protection methods, ensuring that no employee will be exposed to any reprisals, discriminations or sanctions for reports filed in good faith; and
 - d. A system of incentives that allows confirming the importance of the prevention model and of promoting the commitment and support to it.

Whistleblowing procedure

At a minimum, the whistleblowing procedure includes the following aspects:

- a. Description, as an example, of the criminal behaviours that may be reported;
- b. Identification of the person responsible for the prevention and his/her contact details;
- c. Protection for the whistle-blower provided by the organisation;
- d. Available whistleblowing channels;
- e. Definition and description of the minimum elements that a report must contain in order to be considered as such;
- f. Definition and description of the method for receiving reports; and
- g. Definition and description of the procedure for the investigation and presentation of results.