

Group – Corporate	GP_CRP_CPG_POL_GRP_007
Policy	Authored – Marnie Gucciard, Director Ethics & Compliance
Corporate	Authorised – Alistair Field, Group Chief Executive Officer Elise Gautier, Group Chief Risk & Compliance Officer Gretchen Johanns, Group General Counsel
Corporate Governance	1 October 2019

WHISTLEBLOWER POLICY

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1. Introduction

1.1 Sims' Commitment

The Sims Metal Management Limited Board of Directors is committed to fostering a culture of corporate compliance, ethical behaviour and good corporate governance. This policy documents Sims' commitment to maintaining an open working environment in which individuals are able to report instances of unethical, unlawful or undesirable conduct without fear of intimidation or reprisal.

Unethical, unlawful or undesirable conduct is referred to in this policy as **unacceptable conduct**. Examples of unacceptable conduct are given in section 2 below. References in this policy to **Sims** include references to Sims Metal Management Limited and all subsidiaries of that company.

1.2 Purpose of this policy

This policy sets out the principles for making, receiving, investigating and addressing disclosures raised by a Covered Person (*defined below*). The purpose of this policy is to make individuals feel confident about raising concerns internally, by offering a reporting and investigative mechanism that is confidential and objective and protects them from reprisal or disadvantage.

1.3 Who is covered by this policy?

The policy applies to:

- Sims' current and former directors, officers, and employees (whether permanent, part-time or temporary);
- individuals supplying goods or services to Sims and their employees;
- Sims' independent auditors; and
- relatives of any of the above.

In this policy, each person in the categories listed above is referred to as a **Covered Person**.

2. Conduct Covered by this Policy

2.1 What is unacceptable conduct?

Unacceptable conduct covered by this policy includes any conduct which:

- is dishonest, fraudulent or corrupt;
- is illegal, such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state, federal or local law;
- is unethical, such as dishonestly altering Sims' records or data, or adopting questionable accounting practices;
- is potentially damaging to Sims or a Covered Person, such as unsafe work practices or substantial wasting of Sims' resources;
- may cause financial loss to Sims or damage its reputation or be otherwise detrimental to Sims' interests, including environmentally unsound practices; or
- involves any other kind of misconduct or improper affairs or circumstances relating to Sims, including the wilful breach of Sims' Code of Conduct.

3. Contacting Sims

3.1 Who should I contact?

A Covered Person is encouraged to raise concerns about any issue or suspicion of unacceptable conduct at the earliest possible stage through the following:

- Sims' independently managed Hotline at www.simshotline.com (you can find local phone numbers on the website or file the complaint electronically),
- the Ethics & Compliance department (+1-312-644-8203 or E&C@simsmm.com),
- the Group General Counsel (+1-212-500-7478 or Gretchen.johanns@simsmm.com), or
- directly to the Covered Person's manager or Human Resources department.

A Covered Person may also choose to report the matter externally, such as to local law enforcement or a regulator. Sims requests that its employees consider reporting internally first, so the company has an opportunity to investigate the allegations and take appropriate action. However, the person making the report should always choose the method with which they are most comfortable.

A Covered Person proposing to make a report should do his or her best to ensure that there is a reasonable basis for the report. However, it is not the reporting person's job to investigate or prove a case of unacceptable conduct.

3.2 Reporting to Regulators

Nothing in this Policy should be taken as restricting any Covered Person from reporting any matter or providing any information to a government agency, law enforcement body, regulator, Sims' independent auditor or any other person in accordance with any relevant law, regulation or other requirement in all jurisdictions in which Sims conducts business.

4. Investigating Reports of Unacceptable Conduct

4.1 Who investigates a report?

When Sims becomes aware of a reported issue of unacceptable conduct, it will assign the case to an investigator based on the nature and scope of the case. The investigator will

- (i) have related skills and knowledge,
- (ii) be independent and objective, and
- (iii) follow Sims procedures.

Sims may appoint a skilled third party to investigate if appropriate.

Where a report of suspected unacceptable conduct relates to a significant matter involving the Chief Executive Officer or a member of the Executive Leadership Team, then the matter will be referred directly to the Chair of the Board Audit Committee, who will appoint an appropriate investigator.

4.2 How is an investigation carried out?

The person appointed to investigate the report will be required to follow Sims procedures for handling a complaint. This would generally involve:

- undertaking an objective, independent and discreet investigation into the substance of the report with due care and appropriate speed; by
- collecting information via records, interviews and observations related to the reported information; while
- respecting individual confidentiality (see section 6 for further information on confidentiality); and

- consulting or informing employee representative bodies as required, and
- determining if, based on the gathered information, the allegation(s) is supported.

Where the Covered Person initiating the inquiry has identified themselves, the investigator would begin by interviewing that person. However, their identity would not be made known to other parties without their specific consent or in the circumstances set out in section 6.1 below.

The investigator will, as appropriate, provide feedback to the Covered Person on the progress and expected timeframes of the investigation.

5. Outcome of Investigations

5.1 What happens after an investigation?

At the end of the investigation, the investigating officer will provide a written report of his or her findings to the Ethics & Compliance department, and the Ethics and Compliance department will notify the appropriate level of management and/or legal counsel of the investigation and its findings. If the allegations are substantiated, management and/or legal counsel will determine the appropriate response based on guidance from Human Resources. This response will include correcting any unacceptable conduct and taking necessary action(s) designed to prevent any future occurrences of the same or similar conduct.

Where issues of discipline arise the response will be in line with Sims' procedures for disciplinary matters. When allegations of unacceptable conduct made against another person cannot be substantiated, that person will be entitled to continue in his or her role as if the allegations had not been made.

5.2 Will I be informed of the outcome?

Once the matter is completed, a verbal report will be made to the Covered Person initiating the matter if their identity is known to the investigator. This verbal report will explain the findings and actions taken to the fullest extent possible within commercial, legal and confidentiality constraints. When the Covered Person chooses to remain anonymous Sims will be unable to provide this report.

6. Protecting Confidentiality and Privacy

6.1 Will my report be treated confidentially?

If a Covered Person makes a report of unacceptable conduct under this policy, Sims will endeavour to ensure that person's identity is protected from disclosure. Accordingly, Sims will not disclose the Covered Person's identity unless the person making the report consents to the disclosure or the disclosure is required by law.

Sims will also ensure that any records relating to a report of unacceptable conduct are stored securely and are able to be accessed only by authorised staff.

Unauthorised disclosure of:

- the identity of a Covered Person who has made a report of unacceptable conduct, or
- information from which the identity of the reporting person could be inferred

will be regarded as a disciplinary matter and will be dealt with in accordance with Sims' disciplinary procedures.

6.2 Will I be protected if I make a report?

Sims is committed to protecting and respecting the rights of any Covered Person who reports unacceptable conduct, and it undertakes to comply with all applicable laws relating to the prohibition of retaliation against Covered Persons.

Under Australian law, Cover Persons who report unacceptable conduct will be protected from:

- civil, criminal or administrative liability (including disciplinary action) for making the disclosure;
- enforcement of contractual remedy as a result of the disclosure;
- use of information that is part of a disclosure as evidence against a Covered Person in a criminal proceeding or proceedings involving a penalty, except in proceedings about the falsity of a claim; and
- an award of costs against Covered Persons when they seek compensation in a court proceeding.

Sims will not tolerate any reprisals, discrimination, harassment, intimidation or victimisation against any person suspected of making a report of unacceptable conduct, or against that person's colleagues, employer (if employed by an entity other than Sims) or relatives. Any such retaliatory action will be treated as serious misconduct and will be dealt with in accordance with Sims' disciplinary procedures.

6.3 Can I make a report anonymously?

As described above, anonymous reports of unacceptable conduct may be made.

6.4 Privacy issues

To the extent that any of the information supplied by a Covered Person constitutes "personal data" about that person under applicable privacy law, it should be noted that:

- the purpose of the collection of that information is to assist Sims to respond to issues raised by the Covered Person and to protect or enforce Sims' legal rights or interests or to defend any claims;
- personal data may be used for the primary purpose for which it was collected or for any related secondary purpose that could reasonably be expected; and
- personal data may be disclosed as described under section 6.1 above.

Sims' policy is not to collect "personal data" without the consent of the person to whom it relates unless the collection is required by law, is necessary to prevent or lessen a serious and imminent threat to the person's (or another person's) life or health or is necessary in relation to legal proceedings (current, anticipated or potential). "Personal data" means information or an opinion about a person's racial or ethnic origin, political opinions, membership of a political association, religious beliefs or affiliations, philosophical beliefs, memberships of a profession or trade, membership of a trade union, sexual preferences or practices, criminal record, genetic or biometric data or health.

Further details are available in Sims' Privacy Policy.

7. Policy Review and Contact Details

7.1 Review and Communication of this Policy

This Policy will be monitored and reviewed annually by the Sims Board to ensure its effectiveness.

Sims management will regularly communicate this Policy to all employees and will provide employee training on the policy.

7.2 Contacting Sims

A Covered Person may contact the following individuals for any reason relating to this Policy:

Gretchen Johanns, Group General Counsel, on telephone +1 (212) 500-7478 or gretchen.johanns@simsmm.com

Elise Gautier, Group Chief Risk and Compliance Officer, on telephone +1 (312) 644-8562 or elise.gautier@simsmm.com

The Ethics & Compliance Department, Marnie Gucciard on telephone +1 (312)644-8203 or e&c@simsmm.com or marnie.gucciard@simsmm.com

By mail:

Sims Metal Management Limited
555 Theodore Fremd Avenue, Suite C-300
Rye, NY 10580

Attention: Ms. Gretchen Johanns

Authorised for distribution by the Board of Directors of Sims Metal Management Limited on 1 October 2019.