

## 1 Overview

Peabody is dedicated to a culture of high ethical standards and behavior. We encourage all current and former directors, officers, employees, and suppliers of Peabody (and any relative or dependent of them) to report any suspected wrongdoing, unethical or improper conduct or dangers at work or an improper state of affairs or circumstances in relation to Peabody.

We are committed to ensuring that all Whistleblowers who report such conduct may do so in a confidential manner and without fear of retaliation. These protections are contained in this Whistleblower Policy, which applies to all employees, directors and officers. Additionally, these protections comply with the requirements of the Australian *Corporations Act 2001 (Cth)* and *Taxation Administration Act 1983 (Cth)*.

## 2 Applicability

This policy applies to circumstances where a Peabody Representative suspects wrongdoing, unethical or improper conduct, or dangers at work which may affect others. It provides an explanation of key concepts relating to whistleblowing, and the process for how a Peabody Representative can raise a concern.

This policy does not form part of your terms and conditions of employment. This policy may be amended or withdrawn at any time, with or without notice.

If you have any questions in relation to this procedure, you should contact the Whistleblower Contact Officer or the Chief Legal Officer.

## 3 Definitions

**Peabody** means Peabody Energy Corporation and each subsidiary, related body corporate or associate (each as defined in the Corporations Act) of any of them, including joint venture companies in which Peabody has an interest (each a **Peabody Entity**).

**Peabody Representative** means any individual currently or formerly working in or with Peabody, at any level or grade, wherever located, including all employees (whether permanent, fixed-term or temporary), directors, officers, contractors and suppliers, and any relative or dependent of any of them.

**Corporations Act** means the Corporations Act 2001 (Cth) as amended, replaced or supplemented from time to time.

**Chief Legal Officer** means the Chief Legal Officer of Peabody.

**Whistleblower Contact Officer** means the VP Operations HR, or other Peabody designee charged with receiving Whistleblowing complaints and initiating appropriate investigations.

**Whistleblowing** means the raising of a concern about suspected misconduct, wrongdoing, unethical or improper conduct, dangers at work or an improper state of affairs or circumstances which involve Peabody. Such concerns may relate to:

- criminal activity;
- miscarriages of justice;
- danger to health and safety;
- danger to the public or the financial system;
- damage to the environment;
- failure to comply with any legal or professional obligation or regulatory requirements;
- bribery;
- corruption;
- financial fraud or mismanagement;
- tax evasion;
- negligence;
- breach of Peabody's internal standards, procedures or processes;
- conduct likely to damage Peabody's reputation;
- unauthorized disclosure of confidential information; and
- the deliberate concealment of any of the above matters.

These examples are not exhaustive or exclusive and situations of a similar nature as determined by the Chief Legal Officer will be dealt with under this procedure.

- **Detriment** includes (among other things):
  - dismissal of an employee;
  - injury of an employee in his or her employment;
  - alteration of an employee's position or duties to his or her 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;
  - damage to a person's reputation;
  - damage to a person's business or financial position; or
  - any other damage to a person.

A "threat" to cause detriment includes an express or implied threat, and a conditional or unconditional threat.

#### **4 When to raise a concern**

You should raise a concern if you have reasonable grounds to suspect misconduct, wrongdoing, unethical conduct, an improper state of affairs or circumstances or dangers at work or which involve Peabody.

You should raise a concern in good faith.

You will not suffer any Detriment because you have raised concerns in accordance with this policy. We would prefer that you raise any concerns you may have rather than leave them unaddressed.

## **5 How to raise a concern**

There are a variety of ways you can raise a concern, both internally and externally. How, and to whom, you choose to raise a concern is up to you.

However, our preference is that you raise concerns internally. If you choose to raise your concerns externally, you may not be protected under this policy or the law.

### **5.1 Raising a concern internally**

In the first instance, unless you reasonably believe them to be involved in the wrongdoing, you should raise any concerns with your manager. You may tell them in person or put the matter in writing if you prefer.

Ordinarily, your manager will arrange an investigation into the matter (either by investigating the matter personally or by promptly passing the issue to the Whistleblower Contact Officer, who, in conjunction with the Chief Legal Officer (or his/her designee from the Peabody Legal Department) will enter the information into Peabody's confidential ethics and compliance database, and will identify someone in an appropriate position to undertake the investigation. The investigation may involve you and other individuals providing written statements. Any investigation will be dealt with thoroughly, promptly and confidentially wherever possible.

As set out in section 6 below, unless you consent, your manager will not reveal your identity (or any information that is likely to lead to your identification) to anyone unless this is permitted or required by law.

Once the investigation is complete, your manager (or the person who carried out the investigation) will then report to the Whistleblower Contact Officer (or, where appropriate, Peabody's Chief Legal Officer or his/her designee) who will take any necessary action, including reporting the matter to any appropriate regulatory body, if required. If wrongdoing is discovered as a result of any investigation, this conduct will be dealt with appropriately in accordance with Peabody policies and procedures, and legal requirements.

At the conclusion of any investigation, if appropriate, you will be told the outcome of the investigation and may be told about action taken to resolve any issue identified. If no action is to be taken, an explanation may be given.

If you are concerned that your manager or the Whistleblower Contact Officer is involved in the wrongdoing, has failed to make a proper investigation or has failed to appropriately report the outcome of the investigation, you should inform the Chief Legal Officer or Peabody's SVP & Chief Human Resources Officer, or another member of Peabody's Executive Leadership Team. Any such approach will be subject to the protections in this procedure. You may also raise your concerns (either anonymously or not) through the Tell Peabody reporting system which can be accessed online at <https://www.tellpeabody.com> or by phone at the following:

U.S.: 1-800-514-9324  
AUS: 1-300-849-285  
China: 00.800.1777.9999 local 400-120-3062  
U.K.: 800-1777-9999 local 0-808-189-1053

## **5.2 Raising a concern externally**

The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing. You are protected from any detriment if you raise a concern internally in accordance with this procedure. However, if you are not comfortable raising a concern internally, you may choose to raise the concern externally with one of the following people:

- your personal legal advisor;
- Peabody's external auditor (currently Ernst & Young, who may be contacted at (314) 290-1000);
- an employee of the Australian Securities and Investments Commission (ASIC); or
- any other eligible person or body authorized to receive disclosures under section 1317AAC of the Corporations Act.

We strongly encourage you to seek advice before reporting a concern to an external party.

## **5.3 Emergency disclosure**

If:

- you have previously raised concerns internally or externally;
- and a reasonable period of time has passed since you initially raised concerns and you have reasonable grounds to believe that there is an imminent risk of serious harm or danger to public health and safety if the information is not acted on immediately,

then you may be permitted to make an emergency disclosure to a journalist or member of the Commonwealth Parliament, or a State or Territory parliament.

We strongly encourage you to seek advice before reporting a concern in this manner.

## **6 Confidentiality and anonymity**

We hope that you will feel able to voice concerns openly under this policy.

However, you may also raise your concerns confidentially or anonymously. Unless you provide your consent, the person to whom you raise your concerns will only disclose your identity (or any information that is likely to lead to your identification) as contemplated under Part 9.4AAA of the Corporations Act.

If you raise your concerns anonymously, or you do not consent to your identity being disclosed, it may be more difficult or impossible for Peabody to properly investigate and take action in relation to your concerns. Further, in some cases, information that you provide (other than your identity) may reveal your identity. The person with whom you raise your concerns may need to reveal this information to others in order to investigate your concerns.

If you are concerned about possible reprisals if your identity is revealed, you should contact the Whistleblower Contact Officer or the Chief Legal Officer and appropriate measures can then be taken to protect you. As noted below, you have protections under this procedure and the law.

Participants in the investigation procedure are required to keep confidential all relevant information, and electronic recordings of any investigation meetings are not permitted unless all those attending agree.

Any Peabody Representative who fails to comply with their confidentiality obligations under this procedure will be dealt with in accordance with Peabody policy, including Peabody's Code of Business Conduct and Ethics. There are also obligations of confidentiality under the law, a breach of which may lead to prosecution or civil penalties.

## **7 Protection and support**

You may be worried about possible repercussions of whistleblowing. We aim to encourage openness and will support any Peabody Representatives who raise concerns under this procedure, even if they turn out to be mistaken.

You will not suffer any detriment as a result of raising a genuine concern. If you believe that you have suffered any such treatment, you should inform your manager or the Whistleblower Contact Officer.

## **8 Legal protection**

You may also have protections under the law. In Australia, Peabody Representatives have protections under Part 9.4AAA of the Corporations Act against civil, criminal or administrative liability for making a disclosure covered under that Part, although not for any conduct revealed by the disclosure. In some cases, you may also have protections under other laws. These protections are in addition to your protections under this procedure.

Eligible whistleblowers who make disclosures in accordance with Part 9.4AAA may be entitled to compensation and other remedies (including injunctions, reinstatement and exemplary damages) in the event that they suffer detriment or are threatened with any detriment because of their disclosure.

As noted in this procedure, it is also an offence under Part 9.4AAA to cause (or threaten to cause) a person detriment for whistleblowing.