



Australia Pacific Airports Corporation Limited (**APAC**)

Speak Up Policy

Issue Date: January 2024

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Document Control

Current Version	7
Responsible Person	Head of Risk & Compliance
Owner	Chief Financial Officer

1. Purpose

- 1.1 The purpose of this policy, in line with APAC's values, code of conduct and legal and regulatory obligations, is to encourage the disclosures of wrongdoing and to ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be supported and protected in accordance with this policy.
- 1.2 This policy should be read in conjunction with APAC's Speak Up Investigation Procedure which sets out how disclosures will be assessed and investigated.

2. Applicability and Scope

- 2.1 This policy applies to APAC and 'eligible whistleblowers'.
- 2.2 An eligible whistleblower is an individual who is, or has been, any of the following in relation to APAC:
 - (a) an officer or employee (e.g. current and former employees who are permanent, part-time, fixed-term or temporary, interns, secondees and directors);
 - (b) a supplier of goods or services to APAC (whether paid or unpaid) including their employees (e.g. current and former contractors, consultants, service providers and business partners);
 - (c) an associate (as that term is defined in the Corporations Act) of APAC; and
 - (d) a relative, dependent or spouse of an individual listed in (a) - (c) above (and dependents of such an individual's spouse).

3. Definitions

- 3.1 In this policy, the terms used have the following meaning:
 - (a) **APAC** means Australia Pacific Airports Corporation Limited and its subsidiaries and related bodies corporate.
 - (b) **Corporations Act** means the *Corporations Act 2001* (Cth).
 - (c) an **eligible whistleblower** has the meaning given in paragraph 2 of this policy.
 - (d) an **eligible recipient** has the meaning given in paragraph 5 of this policy.
 - (e) a **disclosable matter** has the meaning given in paragraph 6 of this policy.
 - (f) **Head of Risk & Compliance** has the meaning given in paragraph 11.1 and, noting that positional titles may change from time to time, includes the relevant staff member who fulfils the function of head, leader or chief of the risk and compliance department within APAC (howsoever described or titled).
 - (g) a **personal work-related grievance** has the meaning given in paragraph 7 of this policy.
 - (h) a **protected disclosure** has the meaning given in paragraph 4 of this policy.
 - (i) **PX** has the meaning given in paragraph 11.1 and, noting that positional titles may change from time to time, includes the relevant staff member who fulfils the function of head, leader or chief of the human resources or people and culture department within

APAC (howsoever described or titled).

- (j) **Your Call** is an independent third-party provider of APAC's Speak Up hotline and website reporting portal.
- (k) a **relative** is a spouse, parent, child, brother, sister, grandchild, great-grandchild, grandparent or great-grandparent of a person.

4. Protected disclosures

4.1 A disclosure will be a protected disclosure under this policy if:

- (a) the disclosure is made by an eligible whistleblower to an eligible recipient under paragraph 5 of this policy; and
- (b) the disclosure is about a disclosable matter in accordance with paragraph 6 of this policy.

5. Who can receive a disclosure?

5.1 Only certain people are eligible to receive disclosures in order for that disclosure to qualify for protection under this policy and the Corporations Act.

5.2 Eligible whistleblowers must make a disclosure directly to one of APAC's eligible recipients in order for the disclosure to qualify for protection.

5.3 Eligible recipients include:

- (a) an officer or senior manager of APAC. An officer includes a Director or the Company Secretary of APAC. For the purposes of this policy, a senior manager is regarded as a member of the APAC Executive Leadership Team;
- (b) APAC's General Counsel;
- (c) an internal or external auditor or actuary of APAC; or
- (d) a person authorised by APAC to receive disclosures, as set out in this policy.

5.4 APAC has nominated Speak Up Officers who are authorised to receive disclosures. The Speak Up Officers are:

- (a) General Manager People Experience for employment related matters; and
- (b) Head of Risk and Compliance for all other matters.

5.5 An eligible whistleblower can also make a secure online report 24/7 at www.yourcall.com.au quoting MELA2015 or by calling APAC's confidential Your Call alert line on 1300 798 101 Monday to Friday between 7 am to 10 pm except for public holidays.

5.6 APAC encourages eligible whistleblowers to make a disclosure via the avenues identified above in the first instance. This enables APAC to address wrongdoing as early as possible and is consistent with our approach to build confidence and trust in our processes and procedures. However, it is not essential that all disclosures are made direct to APAC via the avenues listed above. Disclosures can also be made to third party regulators such as ASIC and APRA or any other prescribed Commonwealth authority in accordance with the Corporations Act. Some of these organisations provide guidance on making a disclosure to them, such as ASIC [Information Sheet 239](#) *How ASIC handles whistleblower reports*.

- 5.7 'Public interest' and 'emergency disclosures' may also be eligible for protection in limited circumstances. Relevantly:
- (a) A 'public interest disclosure' may be made to a journalist or parliamentarian where at least 90 days has passed since a protected disclosure was made to any of ASIC, APRA or a prescribed Commonwealth authority; the eligible whistleblower has reasonable grounds to believe that action is not being taken or has not been taken to address the concerns raised in the protected disclosure; the eligible whistleblower has reasonable grounds to believe that making a further disclosure would be in the public interest; and the eligible whistleblower has given written notice to the body that includes sufficient information to identify the previous disclosure and states that they intend to make a public interest disclosure.
 - (b) An 'emergency disclosure' may be made to a journalist or parliamentarian where the eligible whistleblower has previously made a protected disclosure to any of ASIC, APRA or a prescribed Commonwealth authority; the eligible whistleblower has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health and safety of one or more persons or the natural environment; the eligible whistleblower has given written notice to the body that includes sufficient information to identify the previous disclosure and states that they intend to make an emergency disclosure; and the extent of the information disclosed is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.
- 5.8 It is important to understand that a disclosure may only be made to a parliamentarian or a journalist in the circumstances described above. An eligible whistleblower should seek independent legal advice before making a public interest disclosure or an emergency disclosure to a member of parliament or a journalist.
- 5.9 An eligible whistleblower may also make a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act. In those circumstances, that disclosure will also be protected under this policy and the Corporations Act (even in the event that the legal practitioner concludes that a disclosure does not relate to a 'disclosable matter').

6. Disclosable matters

- 6.1 There are only certain types of matters that qualify for protection under the Corporations Act. A disclosure that is not about 'disclosable matters' does not qualify for protection under the Corporations Act and this policy.
- 6.2 Disclosable matters involve information that an eligible whistleblower has reasonable grounds to suspect concerns misconduct or an improper state of affairs or circumstances in relation to APAC. The term 'reasonable grounds to suspect' is based on the objective reasonableness of the reasons for the eligible whistleblower's suspicion – a person's motive for making a disclosure, or their personal opinion of the person(s) involved, does not prevent them from qualifying for protection.
- 6.3 Matters which may constitute misconduct or an improper state of affairs include:
- (a) illegal conduct such as fraud, bribery, money laundering, corruption, negligence, default, breach of trust, breach of duty and secret commissions;
 - (b) financial irregularities;
 - (c) failure to comply with, or breach of, legal or regulatory requirements, including conduct that constitutes an offence against, or a contravention of, a provision of any of the

following (or an instrument made under the following):

- (i) the Corporations Act;
 - (ii) the *Australian Securities and Investments Commission Act 2001*;
 - (iii) the *Banking Act 1959*;
 - (iv) the *Financial Sector (Collection of Data) Act 2001*;
 - (v) the *Insurance Act 1973*;
 - (vi) the *Life Insurance Act 1995*;
 - (vii) the *National Consumer Credit Protection Act 2009*; or
 - (viii) the *Superannuation Industry (Supervision) Act 1993*;
- (d) conduct that constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
 - (e) conduct that represents a danger to the public of the financial system;
 - (f) engaging in, or threatening to engage in, detrimental conduct against an eligible whistleblower; or
 - (g) bullying, harassment or discriminatory conduct that may have serious implications for APAC and is not a personal work-related grievance.

6.4 An eligible whistleblower must have “reasonable grounds to suspect” that misconduct or an improper state of affairs existed at the time of disclosure, but it is not essential that a discloser have all of the details relevant to the disclosure. Furthermore, an eligible whistleblower need not prove the allegation. However, whistleblowers are encouraged to provide evidence if safely available.

6.5 A disclosable matter includes conduct that may not involve a contravention of a particular law. For example, information that indicates a significant risk to public safety or the stability of, or confidence in, the financial system is also a disclosable matter, even if it does not involve a breach of a particular law.

6.6 A disclosure may still qualify for whistleblower protection if the disclosure turns out to be unsubstantiated. However, fabricated disclosures are a form of misconduct. False reporting is viewed as a serious matter and if a whistleblower knowingly makes a false disclosure, they may be subject to disciplinary action, up to and including termination of employment.

7. Personal work-related grievances

7.1 Disclosures that relate solely to personal work-related grievances are not disclosable matters eligible for protection under this policy and the Corporations Act.

7.2 A personal work-related grievance is a grievance about a person’s current or former employment that has, or tends to have, personal implications for a person but does not have any other significant implications for APAC and does not relate to any disclosable matters (see paragraph 6 above).

7.3 Personal work-related grievances include:

- (a) an interpersonal conflict between the discloser and another employee;

- (b) a decision that does not involve a breach of workplace laws;
- (c) a decision about the engagement, transfer or promotion of the discloser;
- (d) a decision about the terms and conditions of engagement of the discloser; or
- (e) a decision to suspend or terminate the engagement of the discloser, or otherwise discipline the discloser.

7.4 However, a personal work-related grievance may still qualify for protection if:

- (a) it includes information about misconduct, or information about misconduct is accompanied by a personal work-related grievance (mixed report);
- (b) APAC has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- (c) the discloser suffers from or is threatened with detriment for making a disclosure; or
- (d) the discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.

7.5 APAC personnel should raise a personal work-related grievance in accordance with the APAC Code of Conduct policy.

8. Legal protections for protected disclosures

8.1 If an eligible whistleblower makes a protected disclosure under the terms of this policy, irrespective of whether such disclosure is made internally or externally to APAC, they are entitled to receive a number of protections under the Corporations Act and this policy, as detailed below.

Confidentiality

8.2 An eligible whistleblower can choose whether to remain anonymous or reveal their identity when making a disclosure under this policy, over the course of the investigation and after the investigation is finalised. Remaining anonymous will not affect the protections conferred under the Corporations Act and this policy.

8.3 An eligible whistleblower may also refuse to answer questions that may reveal their identity. If they choose to remain anonymous, they should try to maintain ongoing two-way communication with APAC so that APAC can ask follow-up questions or provide feedback. Please note that in some cases, anonymity may limit the ability to investigate the disclosure.

8.4 If an eligible whistleblower makes a protected disclosure under this policy, APAC must protect their identity and information that is likely to lead to their identification in accordance with this policy. This may include, where appropriate:

- (a) communicating with the eligible whistleblower via anonymous telephone hotlines or email addresses, and adopting a pseudonym for the purposes of their disclosure;
- (b) redacting personal information or reference to the eligible whistleblower witnessing an event;
- (c) referring to the eligible whistleblower in a gender-neutral context;

- (d) ensuring that all paper and electronic documents and other materials relating to disclosures are stored securely, with access limited to those directly involved in managing and investigating the disclosure;
- (e) restricting the number of people who are directly involved in handling and investigating a disclosure and who will be made aware of an eligible whistleblower's identity (subject to their consent) or information that is likely to lead to their identification;
- (f) ensuring communications and documents relating to the investigation of a disclosure will not be sent to an email address or to a printer that can be accessed by other staff; and
- (g) reminding each person who is involved in handling and investigating a disclosure about the confidentiality requirements, including that an unauthorised disclosure of an eligible whistleblower's identity may be a criminal offence.

8.5 APAC and eligible recipients may only disclose an eligible whistleblower's identity with their express consent, unless it is required to make a disclosure in the following circumstances in accordance with the Corporations Act:

- (a) to ASIC, APRA or a member of the Australian Federal Police;
- (b) to a legal practitioner for the purpose of obtaining legal advice or representation; or
- (c) otherwise as required by law.

8.6 APAC may also disclose information that does not include an eligible whistleblower's identity where the disclosure is reasonably necessary for the purpose of investigating the protected disclosure. If this occurs, APAC will take all reasonable steps to reduce the risk the eligible whistleblower's identity will be identified from the information disclosed.

8.7 Where the disclosure is made with an eligible whistleblower's consent, APAC or Your Call will take reasonable steps to appropriately manage the matter and protect them from victimisation.

8.8 The disclosure of confidential information in breach of this policy will be regarded as a serious matter and may be the subject of disciplinary action up to and including dismissal or termination of engagement. Breach of confidentiality obligations may also be an offence under the Corporations Act.

8.9 An eligible whistleblower may lodge a complaint regarding a breach of the confidentiality provisions with the Speak Up Officers outlined in paragraph 5.4 or using the Your Call portal. An eligible whistleblower may also seek independent legal advice or contact regulatory bodies such as ASIC, APRA or the ATO.

Protection from victimisation

8.10 APAC will take all reasonable steps to protect eligible whistleblowers who make a protected disclosure under this policy from any detriment, reprisals or victimisation.

8.11 It is a criminal offence to cause detriment or threaten to cause detriment to a person because they or someone else made, may have made, proposed to make or could make a disclosure which qualifies for protection.

8.12 'Detriment' includes, dismissal, injury in the person's employment, alteration of an employee's position or duties, discrimination, harassment, intimidation, harm or injury (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.

However, some action will not be considered 'detriment', such as administrative action that is reasonable for the purpose of protecting an eligible whistleblower from detriment (e.g. moving a person who has made a disclosure about their immediate work area to another office to protect them from detriment) or managing unsatisfactory work performance in line with APAC's performance management framework.

- 8.13 APAC is committed to protecting eligible whistleblowers from victimisation. Any team member who breaches the victimisation provisions of this policy may face disciplinary action including termination. Breach of victimisation obligations may also be an offence under the Corporations Act.
- 8.14 If a person believes they have been subjected to detriment as a result of making a disclosure under this policy, they should contact one of the Speak Up Officers listed in paragraph 5.4 or Your Call. They may also seek independent legal advice or contact regulatory bodies such as ASIC, APRA or the ATO.
- 8.15 A person who is subjected to a detriment because APAC failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct or has suffered loss, damage or injury because of a disclosure may also seek compensation and other remedies from a Court. In those circumstances, disclosers should seek independent legal advice.

Civil, criminal and administrative liability protection

- 8.16 In relation to their disclosure, an eligible whistleblower is also protected from:
- (a) civil liability (e.g. any legal action against the discloser for breach of an employment contract, duty of confidentiality or another contractual obligation);
 - (b) criminal liability (e.g. attempted prosecution of the discloser for unlawfully releasing information, or other use of the disclosure against the discloser in a prosecution (other than for making a false disclosure)); or
 - (c) administrative liability (including disciplinary action for making the disclosure).
- 8.17 However, these protections do not apply to action being taken against a whistleblower for misconduct that the whistleblower has engaged in that is revealed in the disclosure.

9. Support

- 9.1 APAC will take all reasonable steps to ensure that an eligible whistleblower is supported in making a protected disclosure under this policy. Employees can contact the Employee Assistance Program on 1300 637 327 or via the "EAP Connect" app.
- 9.2 If necessary, APAC may appoint a Protection Officer to arrange or coordinate support and protection for anyone who has or is in the process of making a disclosure. The role of the Protection Officer is to:
- (a) assess the immediate welfare and protection needs of a whistleblower;
 - (b) safeguard the interests of a whistleblower in accordance with this policy and the law; and
 - (c) address any issues or concerns of detrimental acts/detrimental treatment.
- 9.3 Some of the support measures and mechanisms that may be put in place include, where applicable:

- (a) ensuring access to support services (including counselling or other professional services) are available;
- (b) considering strategies to help an eligible whistleblower minimise and manage stress, time or performance impacts, or other challenges resulting from the disclosure or its investigation;
- (c) considering alternative ways of working to mitigate the risk of detriment – for example, performing duties from another location, reassignment to another role at the same level, reassigning or relocating other staff involved in the disclosable matter;
- (d) reminding management of their responsibilities to maintain the confidentiality of a disclosure, address the risks of isolation or harassment, manage conflicts, and ensure fairness when managing the performance of, or taking other management action relating to, an eligible whistleblower; and
- (e) intervening where detriment may have already occurred – for example, investigating and addressing detrimental conduct, such as by taking disciplinary action, allowing a person to take extended leave, developing a career development plan that includes new training and career opportunities etc.

9.4 The Protection Officer may be appointed from within the organisation or a third party. An eligible whistleblower can contact the APAC Head of Risk & Compliance or General Manager People Experience to discuss how a Protection Officer may be able to provide support and protection.

9.5 In accordance with the law, APAC will ensure the fair treatment of employees who are mentioned in a disclosure that qualifies for protection, including those who are the subject of a disclosure, as noted below and in accordance with the Speak Out Investigation Procedure.

10. Investigation and remediation

10.1 APAC or Your Call will acknowledge receipt of a disclosure. Where possible and appropriate, and assuming the identity of the whistleblower is known, the whistleblower will be kept informed of the progress and outcome of the investigation, subject to privacy and confidentiality obligations and in accordance with APAC's Speak Up Investigation Procedure.

10.2 Any person who receives a disclosure under this policy must ensure that the disclosure is managed in compliance with this policy and the Speak Up Investigation Procedure.

10.3 After receiving a whistleblower disclosure, APAC will review the disclosure to determine whether it qualifies for protection and decide how it will be handled including whether a formal investigation is required in accordance with the Speak Up Investigation Procedure.

10.4 APAC will ensure that all employees who are mentioned in a disclosure that qualifies for protection are treated fairly and in accordance with the principles set out in the Speak Up Investigation Procedure. This includes, but is not limited to, ensuring that:

- (a) disclosures are handled confidentially, when it is practical and appropriate in the circumstances;
- (b) each disclosure is properly assessed and may be the subject of an investigation in order to determine whether there is enough evidence to substantiate or refute the matters reported;
- (c) when an investigation needs to be undertaken, the process will be objective, fair and independent, with steps taken to ensure the independence of those assessing and

investigating allegations (as per the Speak Out Investigation Procedure); and

- (d) an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken.

11. Governance

11.1 The EGM People & Culture (**PX**) and Chief Financial Officer (**CFO**) oversee the Speak Up Service. The Risk & Compliance Team supports the PX and CFO by providing advice and reports on the status and nature of issues being raised.

11.2 The PX, CFO and Head of Risk & Compliance comprise the Speak Up Committee, which meets at least every six months to review the effectiveness of the service, ensure consistency in process and outcomes, and make recommendations on broader improvement opportunities for the service.

11.3 The Speak Up Committee will provide the Audit, Risk and Finance Committee (a committee of the Board of Directors) with periodic updates, at least every six months, pertaining to whistleblower disclosures made in accordance with the policy. Where appropriate, having regard to the issues the subject of specific whistleblower disclosures and ensuring to maintain the protection of the identity of whistleblowers (or information that may lead to their identity), those updates will generally include the following information:

- (a) the subject matter of each disclosure;
- (b) the status of each disclosure;
- (c) for each disclosure, the type of person who made the disclosure (e.g. employee or supplier) and their status (e.g. whether they are still employed or contracted by APAC);
- (d) the action taken for each disclosure;
- (e) how each disclosure was finalised;
- (f) the timeframe for finalising each disclosure; and
- (g) the outcome of each disclosure.

11.4 Additional information, or more frequent reporting, may be provided to the Audit, Risk and Finance Committee where the Speak Up Committee considers that it ought to be made aware of specific matters that have arisen pursuant to a disclosure because the nature of that disclosure, or information that has been obtained in the course of investigating it, is considered material or of such importance to justify special disclosure to the Audit, Risk and Finance Committee.

11.5 The information in the report may be used to address underlying issues or improve performance at APAC, including to improve our whistleblowing processes and ensure whistleblowers are protected.

11.6 This policy will be made available to team members via APAC's intranet, The Landing. The policy is also available on APAC's website.

12. Further information and advice

- 12.1 If you require additional information about making a disclosure or the support and protection available, you may discuss the matter in confidence with the APAC Head of Risk & Compliance.
- 12.2 In the event you do not formally make a disclosure APAC may nevertheless be compelled to act on the information provided during the discussion in accordance with its legal obligations to do so.

13. Review of this policy

- 13.1 APAC will review this policy on a periodic basis to ensure that it continues to reflect best practice standards and remains consistent with APAC's values. Revisions to this policy will be made available to all team members via APAC's intranet, The Landing, and published on APAC's website.

Document history and version control

Version Number	Review Date	Reviewed by	Amendment
1	March 2016	Andrew Duane	Initial inception
2	July 2018	Andrew Duane & Eileen Kershaw	Amended format to align to new template and changed terminology to Speak Up
3	March 2019	Andrew Duane & Mari Ruiz	Amended to reflect new organisational structure
4	March 2019	Jessica Dabo & Andrew Duane	Legal review against <i>Corporations Act 2001</i> (Cth) (Act) and final edits
5	October 2021	Andrew Duane	Legal review for compliance with the Act
6	August 2022	Aaron Gant, Russell Collins	General amendments
7	January 2024	Aaron Gant	Legal review against Act and amendments to align with regulatory guidance