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1. Purpose

- 1.1 AAL is committed to achieving high standards of ethical conduct and compliance with its legal obligations. It is the duty and responsibility of all employees, contractors and agents to act in accordance with the highest ethical standards and in accordance with all relevant laws and AAL’s policies and procedures. This commitment includes creating and maintaining a working environment in which all are able to freely raise concerns regarding actual or suspected unethical, unlawful or undesirable conduct.
- 1.2 The Whistleblower Policy is underpinned by the AAL values of being accountable and authentic, conducting ourselves with integrity, being responsible, efficient and respectful, taking pride in our achievements, and building relationships based on trust to foster great teams.
- 1.3 Where a **Disclosing Person** has reasonable grounds to suspect misconduct or some other disclosable matter that falls under the definition of **‘Reportable Misconduct**, that person can make a report known as a **‘Protected Disclosure’**. A Protected Disclosure can be made anonymously if required, and affords the person formal protection in accordance with this Policy.
- 1.4 It is noted that a **Disclosing Person** is defined in part 15 of this policy to include an employee or officer of AAL, AAL suppliers and associates, a relative of an AAL employee and includes former employees.

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2. Scope

This Policy applies to all AAL Group companies and their respective employees, Directors, contractors, suppliers and consultants at all AAL locations and supplements the requirements of other policies, procedures and guidelines of AAL and any applicable laws.

3. Conduct to be reported under this Policy- 'Reportable Misconduct'

Subject to section 3.2 of this policy, Reportable Misconduct is any concern (actual or reasonably suspected) about the following conduct, or the deliberate concealment of such conduct:

- (a) Fraud;
- (b) Corruption;
- (c) noncompliance with laws or regulations;
- (d) questionable accounting and auditing practices;
- (e) unfair or unethical dealing, including with an AAL customer;
- (f) Adverse Behaviour;
- (g) acts or omissions which do or may cause danger to the public, AAL employees or contractors;
- (h) acts or omissions which do or may amount to Modern Slavery or a violation of the Universal Declaration of Human Rights;
- (i) harm to the environment, including a breach of applicable environmental laws;
- (j) that indicates that AAL or related body corporate (or any officer or employee of AAL) has engaged in conduct that constitutes an offence against, or a contravention of the Corporations Act, the ASIC Act, the Banking Act, the Financial Sector (Collection of Data) Act 2001, the Insurance Act, the Life Insurance Act, the National Consumer Credit Protection Act 2009, or the Superannuation Industry (Supervision) Act, Income Tax Assessment Act 1997 or Income Tax Assessment Act 1936) or instruments made under these laws; or
- (k) conduct that is in breach of AAL's Code of Conduct or AAL's other policies and procedures.

Reportable Misconduct does **not** include:

any disclosure of information by a Disclosing Person if the information concerns a Personal Work-Related Grievance of the Disclosing Person **unless** the information relates to a Detriment to the Disclosing Person following a Protected Disclosure under this Policy; or

complaints in relation to AAL's services. Such complaints should be dealt with pursuant to complaints handling procedures which can be assessed on the AAL website.

4. How to Report

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A Disclosing Person can report Reportable Misconduct in the following ways to the independent **External Hotline**:

- (a) by phone on **1300 30 45 50** (free within Australia);
- (b) by using the online reporting tool <https://aal.stoplinereport.com>;
- (c) by email to aal@stopline.com.au; or
- (d) by mail to AAL Reporting Misconduct, c/o Stopline, Locked Bag 8, Hawthorn, VIC 3122.

Once a Disclosing Person has made a report through the External Hotline (either by phone, email, fax or mail), the report will be confidentiality transferred by a representative of the External Hotline to the Protection Officer.

5. What happens to a report made

On receiving a report from the External Hotline, the Protection Officer will confidentially forward the report to the Investigations Officer for consideration and, if necessary, investigation.

The Protection Officer will protect a Disclosing Person who makes a Protected Disclosure from Detriment and protect their identity (see section 7 of this Policy).

6. Investigation procedure

On receiving the report, the Investigations Officer will determine if an investigation should proceed or not and obtain agreement from the Protection Officer. Where the Protection Officer and the Investigation Officer cannot agree on whether an investigation should proceed or not, the Managing Director (or if the Managing Director is the subject of the disclosure, the AAL Chair) will be consulted.

If a decision is made to investigate the report, the Investigations Officer will conduct an investigation to determine whether there has been a Protected Disclosure and if there is evidence to support or refute the Disclosing Person's report.

The Investigations Officer will report the results of the investigation (or reasons why the report was not investigated) back to the Protection Officer. The investigation report should include recommended actions.

The Protection Officer reports to the Managing Director (or AAL Chair if the Managing Director is the subject of the report), and as required the Chair of the Audit Committee.

The Protection Officer will provide any Disclosing Person making a Protected Disclosure with feedback on the results of the investigation and the action taken.

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7. Protection

AAL will ensure that measures are taken to protect Disclosing Person's who make Protected Disclosures under this Policy even if the disclosure is subsequently determined to be incorrect or is not substantiated.

AAL will also take steps to provide similar protections to other employees of AAL who volunteer supporting information as part of any investigation, or who have been requested to assist in investigating Reportable Misconduct under this Policy.

A Disclosing Person making a report under this Policy must have reasonable grounds to suspect the information disclosed is Reportable Misconduct under this Policy. Unsubstantiated allegations which are found to have been made maliciously, or to be knowingly false, will be viewed seriously with disciplinary actions applied as appropriate.

8. Confidentiality and Anonymity

A Disclosing Person disclosing Reportable Misconduct to the External Hotline may elect that their details be provided to AAL, that the report be made anonymously, or may provide their details to the External Hotline but request that these details not be provided to AAL. Where a person elects to report anonymously or with their identity withheld from AAL, the AAL Protection Officer will be provided with only the information relating to the Reportable Misconduct and not the identity of the person making the report.

Known or suspected cases of a Reportable Misconduct reported as Protected Disclosures are treated as confidential, with full details known only by the Protection Officer.

If an employee chooses to disclose an issue anonymously, this may limit the ability of AAL to comprehensively investigate the matter. Further, it may in certain circumstances prevent the Disclosing Person from accessing additional protection at law.

Protected Disclosures will be kept confidential to the extent possible, subject to the need to meet legal and regulatory requirements.

Protected Disclosures that involve a threat to life or property, illegal activities or legal action against AAL may require a response that does not allow for complete anonymity. In such cases, should it be necessary to disclose the identity of the Disclosing Person, reasonable steps will be taken to discuss this with the Disclosing Person first.

Subject to any legal requirements, all employees, including the Disclosing Person, must protect and maintain the confidentiality surrounding Protected Disclosures, including the identity of people they know or suspect may have made a Protected Disclosure, or who are the subject of a Protected Disclosure. Disclosing Person's are reminded of their obligation to treat any information obtained during the course of their work as confidential, whether it concerns AAL or its employees. Failure to maintain confidentiality is a serious matter and may be subject to disciplinary action and in some cases, criminal and/or other penalties may apply.

9. Procedural Fairness

A person (this includes a company) who a Protected Disclosure is made about and who is being investigated will be afforded procedural fairness, including being:

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- (a) informed of the substance of the allegations where there are any adverse comments, that may be included in a report or other document, arising out of any such Investigation; and
- (b) given a reasonable opportunity to respond to the allegations.

10. Roles and Responsibilities

Investigations Officer

The role and responsibilities of the Investigations Officer include:

- (a) investigating the substance of reports to determine whether there is evidence in support of the matters raised or, alternatively, to refute the report made;
- (b) investigating the substance of reports without bias and ensuring the confidentiality of the information obtained;
- (c) having direct, unfettered access to independent financial, legal and operational advisers as required; and
- (d) reporting to the Protection Officer on the outcome of an Investigation.

An Investigations Officer cannot also be a Protection Officer.

Protection Officer

The role and responsibilities of the Protection Officer include:

- (a) safeguarding the interests of the Disclosing Person and ensuring compliance with, the policies of AAL, the terms of which the Disclosing Person is employed and any applicable legislation;
- (b) receiving the initial report from the External Hotline;
- (c) reporting to the Investigations Officer;
- (d) maintaining the strictest confidentiality of the Disclosing Person;
- (e) having direct, unfettered access to independent financial, legal and operational advisers as required;
- (f) in limited circumstances assisting the Disclosing Person at the direction of the Investigations Officer (such as taking action to safeguard the interests and the identity of the Disclosing Person);
- (g) reporting to the Disclosing Person on the outcome of the Investigation;
- (h) reporting to the AAL Audit Committee on the number, nature and outcomes of Investigations; and
- (i) taking reasonable steps to rectify any wrongdoing identified.

11. Internal Reporting

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The Protection Officer will report as required on a periodic basis (but at least annually) a summary to the AAL Audit and Compliance Committee on the number, nature, treatment and outcome of Investigations made under this Policy, along with any insight generated from the information. Where individual Investigations relate to accounting, internal accounting control or auditing matters, these reports and findings will also be reported to the Audit Committee. The Audit and Compliance Committee Chair will then provide a summary report at the next AAL Board meeting.

In circumstances where the AAL Board, the Protection Officer, or the AAL Audit and Compliance Committee has been accused of Reportable Misconduct, or where they have a close personal relationship with the person against whom the accusation is made, they will be excluded from the reporting process.

12. Policy and Reporting Mechanisms Review

This Policy and the effectiveness of the reporting mechanisms will be reviewed at least every two years by the AAL Company Secretary in consultation with the Managing Director, following which any proposed amendments to this Policy are to be submitted for approval.

A review under clause 12.1 will consider the general effectiveness of the reporting mechanisms, the fairness of Investigations undertaken, the actual consequences of making disclosures and overall performance of this Policy and External Hotline.

13. Other Relevant AAL Policies

AAL has other policies, procedures and guidelines in place which set out the manner in which AAL expects its directors, officers, employees and contractors to behave. While these policies, procedures and guidelines set out the types of behaviour that may necessitate reporting under this Policy, they also independently set out AAL's policies on various matters (including employment practices, compliance with laws, foreign corrupt practices and conflicts of interest) breaches of which may or may not be open to be reported under this Policy.

14. Policy Compliance

This Policy has been drafted to comply with the *Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019* and its associated instruments and the following Australian standards:

- (a) AS 8004-2003 Whistleblowers Protection Programs for Entities
- (b) AS 8001 – 2008 Fraud and Corruption Control
- (c) AS 8001 – 2008 Organisational Codes of Conduct
- (d) AS/NZS 4360:1995 Risk Management

15. Glossary

In this Policy the following terms (where the context admits) shall have the following meaning:

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- (a) **AAL** means Adelaide Airport Limited and its related group of companies
- (b) **Adverse Behaviour** means:
 - (i) unethical behaviour or misconduct, including breach of AAL policies and Code of Conduct;
 - (ii) other serious improper conduct that may be detrimental to the interests of AAL or cause either financial or non-financial loss (including harassment and unsafe work-practices); or
 - (iii) other behaviour which is contrary to AAL' values or compliance standards.
- (c) **Code of Conduct** means the AAL Code of Conduct.
- (d) **Corruption** means dishonest activity in which a Director, Executive, manager, employee or contractor of AAL acts contrary to the interests of AAL and abuses their position of trust in order to achieve some personal gain or advantage for themselves or for another person or company.
- (e) **Detriment** mean any adverse action(s) taken against a Disclosing Person because they have made a Protected Disclosure under this Policy. For the purposes of this Policy, Detriment includes (but is not limited to):
 - (i) dismissal or demotion;
 - (ii) any form of Victimisation, intimidation or harassment;
 - (iii) discrimination;
 - (iv) current or future bias;
 - (v) action causing injury, loss or damage; or
 - (vi) threats (express or implied, conditional or unconditional) to cause detriment, as well as actually causing detriment.
- (f) **Disclosing Person** means an officer or employee of AAL or an individual (or their employee) who supplies services or goods to AAL (whether paid or unpaid), an associate of AAL, a relative of an AAL employee and includes a person who was formerly an officer or employee of AAL.
- (g) **External Hotline** means the independent external service provider, Stopline who will be responsible for confidentially receiving all reports made under this Policy.
- (h) **Fraud** means dishonest activity causing actual or potential financial loss to any person or entity including theft of moneys or other property by employees of AAL and whether or not deception is used at the time, immediately before or immediately following the activity. It also includes the deliberate falsification, concealment, destruction or use of falsified documentation used or intended for use for a normal business purpose or the improper use of information or position.
- (i) **Investigations Officer** means a person or person's being a director, manager, employee or contractor of AAL who has the responsibility for conducting preliminary investigations into reports received from a Disclosing Person, which under this Policy is the Executive General Manager Finance and Corporate who may delegate to the Legal and Corporate Affairs Manager as required.
- (j) **Investigation** means a search of evidence connecting a person with conduct that is a breach of criminal law or the policies and standards set by AAL.

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- (k) **Modern Slavery** means one of the types of serious exploitation as defined in the *Modern Slavery Act 2018 (Cth)*, being trafficking in persons, slavery, servitude, forced marriage, forced labour, debt bondage, deceptive recruiting for labour or services and the worst forms of child labour. The worst forms of child labour means situations where children are subjected to slavery or similar practices, or engaged in hazardous work.
- (l) **Non-compliance with Laws or Regulations** means any illegal behaviour (eg theft, drug sale/use, violence or threatened violence and criminal damage against property) and breaches of any applicable laws. This includes breaches of health and safety laws and environmental laws.
- (m) **Personal Work-Related Grievance** means a grievance about any matter in relation to the Disclosing Person's employment, having or tending to have implications for the Disclosing Person personally and which does not have significant implications for AAL that do not relate to the Disclosing Person and does not concern conduct or alleged conduct referred to in section 3.1 of this Policy.
- (n) **Policy** means this AAL Whistleblower Policy.
- (o) **Protected Disclosure** means disclosure relating to Reportable Misconduct made by a Disclosing Person, who has reasonable grounds to suspect the Reportable Misconduct, and which disclosure is managed under this Policy.
- (p) **Protection Officer** means a director, manager, employee of AAL who has responsibility for protecting and safeguarding the interests of the Disclosing Person within the meaning of and in accordance with this Policy which under this Policy is the Executive General Manager People and Culture who may delegate to the HR Manager as required
- (q) **Report** means the process through which a Disclosing Person can report Reportable Misconduct.
- (r) **Reportable Misconduct** has the same meaning as in section 3 of this Policy.
- (s) **Victimisation** means any conduct that causes any Detriment to another person or that constitutes the making of a threat to cause any such Detriment to another person.

16. Communication to AAL staff

An up to date version of this Policy is available via AAL's intranet or on request to AAL's Executive General Manager People, Culture & Terminals.

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17. Managing Director Sign-off

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Mark Young
Managing Director

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