



Whistleblower Policy

Purpose:	This Policy provides a process to encourage the disclosure of information about corporate wrongdoing relating to BAC and to protect and support the person who is making a disclosure.
Owner:	Executive General Manager (EGM) Governance
Approver:	Board of Directors
Updated:	1 July 2022
Review period:	This Policy will be reviewed within three (3) years of the last update. It will be updated in line with regulatory change and may also be updated following the disclosure of Reportable Conduct where the outcomes of an investigation warrant it.

1. Ethical Behaviour Framework

- 1.1 The Policy is a key component of BAC's Ethical Behaviour Framework which is governed by BAC's Code of Conduct. The Ethical Behaviour Framework is comprised of policies that are central to how BAC promotes good corporate governance and a culture of acting lawfully, ethically and responsibly.
- 1.2 This Policy applies to a Discloser who makes a disclosure of Reportable Conduct to an Eligible Recipient.
- 1.3 For more information about disclosures that qualify for protection under Australian Law and this Policy:
 - (a) see section 3 for who is a Discloser;
 - (b) see section 4 about Reportable Conduct; and
 - (c) see sections 5 and 12 for who is an Eligible Recipient.

2. Key Policy statement

- 2.1 BAC fosters a culture where individuals who disclose corporate wrongdoing can do so safely and securely, confident that they will be protected and supported. Disclosures of wrongdoing are vital to support BAC's long-term sustainability and preserve BAC's corporate reputation.
- 2.2 BAC Personnel are encouraged to speak up at the earliest opportunity where they have reasonable grounds to suspect misconduct or an improper state of affairs or circumstances relating to BAC.
- 2.3 BAC will not tolerate victimisation or reprisal action against an individual as a result of them making a whistleblowing disclosure under this Policy or because of a belief that the individual has made or will make such a disclosure.
- 2.4 All disclosures covered by this Policy will be investigated in accordance with this Policy and its relevant procedures.

3. Who is a Discloser?

- 3.1 A Discloser is a person who discloses Reportable Conduct to an Eligible Recipient and who is:
- (a) A current or former member of the Board of Directors;
 - (b) A current or former BAC Employee or temporary staff member including volunteers, secondees and contracted staff;
 - (c) An individual who is or was, a service provider or supplier to BAC (whether paid or unpaid);
 - (d) An employee of current or former service providers or suppliers (whether paid or unpaid); or
 - (e) A relative, dependant or spouse of any person above.

4. What is Reportable Conduct covered by this Policy?

- 4.1 Reportable Conduct is any past or present misconduct or improper state of affairs or circumstances, that is related to BAC and which the Discloser has reasonable grounds to suspect has occurred or is occurring.

Examples of Reportable Conduct include:

- (a) Fraud, money laundering or misappropriation of funds;
- (b) Offering or accepting a bribe;
- (c) Significant financial irregularities;
- (d) Failure to comply with, or breach of, other legal or regulatory requirements (such as breach of Financial Services Laws, the Corporations Act or the Taxation Act);
- (e) Illegal conduct such as serious theft, dealing in illicit drugs, violence or threatened violence, criminal damage against property and other offences against Laws of the Commonwealth which are punishable by imprisonment for 12 months or more;
- (f) Conduct that represents a danger to the public or financial system; and
- (g) Engaging in or threatening to engage in, detrimental conduct against a person who has made a disclosure or is believed or suspected to have made or be planning to make, a disclosure.

Conduct that does not breach the Law may still be Reportable Conduct.

- 4.2 Reportable Conduct does not include personal work-related grievances such as:
- (a) An interpersonal conflict with another BAC Personnel;
 - (b) A decision about employment, transfer, or promotion;
 - (c) A decision about the terms and conditions of an individual's employment; or
 - (d) A decision to suspend or terminate an individual or discipline them.

These issues can be raised via the HR Group.

However, if a grievance has broader implications for BAC or relates to conduct that has been taken against an individual because they made a disclosure under this Policy, it may still amount to Reportable Conduct. For example, if a disclosure is a mixed report about misconduct and a personal work-related grievance.

- 4.3 BAC's Confidential Reporting Committee (CRC) determines whether a disclosure falls within the scope of this Policy (refer to section 5 below).
- 4.4 Only matters that involve Reportable Conduct are covered by this Policy. Disclosures that are not about Reportable Conduct do not qualify for protection under Australian Law.

5. How and where to disclose

- 5.1 Disclosures of Reportable Conduct may be made to one of the following Eligible Recipients:
- (a) A member of BAC's Confidential Reporting Committee (CRC);
 - (b) BAC's confidential reporting service, "BACConfidential" (which provides the option of anonymity); or
 - (c) The CEO or other ELT member, a member of the Board of Directors or to the Company Secretary.

For information about making a disclosure to other Eligible Recipients, see section 12.

5.2 BAC has established the CRC to receive and manage BAC's response to, disclosures of Reportable Conduct and apply the principles set out in this Policy. The CRC is made up of senior BAC Employees who have received specific training to receive and manage disclosures of Reportable Conduct and ensure the Discloser is provided with appropriate support.

5.3 The CRC is responsible for:

- (a) Reviewing disclosures made to them and to other Eligible Recipients to assess if they are disclosures of Reportable Conduct falling within the scope of this Policy, or another BAC policy;
- (b) Where allegations of Reportable Conduct are made, assessing the content of the disclosure and evaluating whether the allegations should be formally investigated;
- (c) Managing investigations including any internal and/or external resources.
- (d) Making recommendations to the CEO and the Board of Directors (as applicable); and
- (e) Reviewing and considering any complaints of detrimental conduct or any concerns that a disclosure of Reportable Conduct has not been dealt with in accordance with this Policy.

5.4 **Members of the CRC**

CRC members are:

- (a) Executive General Manager Governance;
- (b) Executive General Manager Human Resources; and
- (c) Head of Risk and Governance.

5.5 **Contact the CRC**

A Discloser who is a BAC Employee or a member of the Board of Directors may **contact any member of the Confidential Reporting Committee on a confidential basis**, in person, by phone or email to discuss their concern.

Any other Discloser who wishes to speak with a CRC member, should first contact BAC's Reception and ask to speak to the relevant CRC member by phone:

Phone: 07 3406 3000

Office Hours Monday – Friday, 8.30am – 5.00pm

5.6 **Contact BAConfidential**

BAC's confidential reporting process is also supported by an independent externally managed confidential hotline specialising in receiving disclosures of Reportable Conduct. This service is called '**BAConfidential**'.

Disclosers may make a confidential disclosure of Reportable Conduct to BAConfidential using one of the following methods:

Web: <https://rightcall.com.au/BAConfidential>

Email: BAConfidential@rightcall.com.au
(to remain anonymous, email from a non-BAC account)

Phone: 1800 932 111 (toll free, within Australia)
+61 499 221 005 (from overseas)

Post: BAConfidential
PO Box 24371
Melbourne VIC 3001

Text 0499 221 005
(from within Australia and receive a call back)

- 5.7 All disclosures made to BAConfidential are provided to the CRC for assessment and action, subject to anonymity, investigation and confidentiality requirements as described in sections 6, 9 and 10.1 of this Policy.
- 5.8 Subject to section 10(1)a of this Policy, any BAC Personnel or member of the Board of Directors who receives a disclosure of Reportable Conduct must promptly report that disclosure to a member of the CRC without disclosing the identity of the Discloser or information that is likely to lead to the identification of the Discloser.

6. Anonymity

- 6.1 An individual may remain anonymous or use a pseudonym when making a disclosure and still be protected under Australian Law. Anonymous disclosures will be assessed in the same way as if the individual's identity was known.

If they feel comfortable doing so, BAC encourages Disclosers to identify themselves. There are practical limitations in conducting an investigation where the Discloser's identity is not known.

- 6.2 When contacting BAConfidential a Discloser may:
- (a) Provide their name and contact details and give consent for these details to be provided to the CRC. The Discloser's details will be kept confidential for the purposes of any investigation. See section 10.1;
 - (b) Inform BAConfidential of their name and contact details but remain anonymous to BAC. This option allows the CRC to ask follow-up questions of the Discloser via BAConfidential; or
 - (c) Remain anonymous to BAConfidential and to BAC. The Discloser will receive a unique reference number so they can check on the progress of any investigation or to provide further information.
- 6.3 A Discloser can continue to remain anonymous over the course of any investigation and after the investigation is finalised. They have the right not to answer a question that may reveal their identity during any follow-up investigations into matters they have raised.

7. Not sure whether to make a disclosure?

- 7.1 Anyone covered by this Policy may approach a member of the CRC or BAConfidential before making a disclosure and seek additional information.

8. What to include in a disclosure

- 8.1 Provide as much information as possible so it demonstrates reasonable grounds for investigation. Include any known details about the events like:

- (a) Date;
- (b) Time;
- (c) Location;
- (d) Name of person(s) involved;
- (e) Possible witnesses to the events; and
- (f) Evidence of the events (e.g. documents, emails, audit logs).

Also include any steps already taken to report the matter elsewhere or to resolve the concern.

- 8.2 BAC Personnel must act in accordance with the Code of Conduct and this Policy when disclosing a concern. The making of vindictive, malicious or vexatious reports that are intentional and untrue, may be misconduct and may result in disciplinary action.

9. How is a disclosure investigated?

- 9.1 The CRC will undertake an initial review of the disclosure and determine whether to investigate the matter. Initial assessment by the CRC and any subsequent investigation will follow a fair and objective process and be conducted in as timely a manner as the circumstances allow.
- 9.2 If a disclosure of Reportable Conduct directly or indirectly implicates a member of the CRC, that CRC member will not be involved in BAC's initial or subsequent investigation process.
- 9.3 A CRC member will be assigned as the contact point for the initial assessment and any investigation. The investigation process will vary depending on the nature of the Reportable Conduct, the amount of information provided and whether the Discloser can be contacted for interview. Where appropriate the CRC will inform the Discloser of the process for an investigation and provide updates to the Discloser on that process. If a report raises complex issues and/or it is otherwise considered appropriate, the process may involve BAC appointing an external investigator. The objective is to ensure appropriate and proportionate action is taken to address any issues identified. Confidentiality will be maintained as required by Australian Law. As part of the investigation the CRC may disclose information contained in a disclosure to other persons within BAC such as the CEO, the Financial Audit and Risk Committee, and the person the subject of the disclosure to provide them with an opportunity to respond. For more information about how BAC maintains confidentiality, see section 10.1.
- 9.4 Investigations are conducted independently of the Discloser and the person who is the subject of the alleged Reportable Conduct. Any disciplinary action arising out of an investigation into Reportable Conduct will be dealt with in accordance with BAC's relevant policies and procedures. A BAC Employee who is the subject of an investigation will be advised about the subject matter of the disclosure prior to any disciplinary action being taken.
- 9.5 If there is insufficient information to warrant further investigation, a CRC member will, if the Discloser's identity is known, notify the Discloser.
- 9.6 When an investigation is complete an investigation report will be compiled summarising the evidence and setting out investigation findings. To the extent determined by BAC to be appropriate and subject to privacy and confidentiality restrictions, a nominated CRC member will inform the Discloser of the outcome of the investigation so far as it is relevant to them, however they will not receive a copy of BAC's report. Any findings that relate to criminal activity may be reported by BAC to the police and/or regulators as appropriate.
- 9.7 Any BAC Personnel approached as part of an investigation must provide assistance as requested, in a timely manner and maintain strict confidentiality at all times.

10. Protections

10.1 Confidentiality (identity protection)

- (a) A Discloser's identity (or information that is likely to lead to them being identified) is kept strictly confidential unless:
- i. Disclosure is required for a report to the AFP, ASIC, APRA or other body prescribed by regulation;
 - ii. To a legal practitioner if it is necessary to obtain legal advice;
 - iii. The Discloser consents; or
 - iv. It is otherwise allowed or required in accordance with the Law.

- (b) However, the substance of a disclosure including information likely to identify a Discloser (but not their identity), may be shared on a confidential basis, where it is reasonably necessary for the purposes of an investigation. In these circumstances, BAC will take all reasonable steps to reduce the risk that the Discloser will be identified.
- (c) BAC understands that individuals may be worried about possible personal repercussions from disclosing Reportable Conduct and has implemented measures to maintain confidentiality. These include:
 - i. Securely storing paper and electronic records that relate to disclosures of Reportable Conduct;
 - ii. Limiting access to information relating to a disclosure to those directly involved in managing and investigating it (such as the CRC);
 - iii. Where the Discloser's identity is provided, restricting the number of people who are aware of their identity or information likely to lead to their identification;
 - iv. If appropriate, using a pseudonym to refer to the Discloser and the disclosure; and
 - v. Providing training and awareness about confidentiality requirements and the consequences of breaching confidentiality to those involved in handling and investigating disclosures.

The CRC is responsible for overseeing and discussing with the Discloser, BAC's confidentiality protections.

- (d) While BAC takes reasonable measures to maintain confidentiality, in practice, others may still guess a Discloser's identity if:
 - i. The Discloser previously discussed their intention to make a disclosure with others;
 - ii. They are one of a small number of people with access to the information provided in the disclosure; or
 - iii. Their disclosure relates to information that has been told to them privately and in confidence.

10.2 Protection from Detriment

- (a) The following conduct or behaviour against a Discloser (or against an individual who is suspected to have made or be planning to make a disclosure of Reportable Conduct) will not be tolerated:
 - i. Dismissal or changes in work conditions that disadvantage or discriminate against the BAC Employee;
 - ii. Injury or harm to a person or damage to their property;
 - iii. Harassment or intimidation;
 - iv. Damage to reputation, business or financial position; or
 - v. The threat of any of the above actions, (Detriment).

Disclosers who make a disclosure will be protected from such Detriment. Mechanisms in place to protect Disclosers from detriment include:

- i. Provision of support to protect Disclosers, manage stress or challenges and ensure communication between the CRC and Discloser, refer to section 11 'Support';
- ii. Anonymity processes, refer to section 6 'Anonymity'; and
- iii. BAC's Confidential Reporting Committee (CRC), refer to section 5 'How and Where to Report'.

BAC also strictly prohibits detrimental conduct against any other individual conducting, assisting or participating in an investigation.

Not all conduct will amount to Detriment such as managing poor work performance in line with BAC's performance management policy and procedures.

- (b) It is illegal to engage in or threaten to engage in, detrimental conduct because a Discloser (or any other person) has disclosed or may disclose, Reportable Conduct. A person that does so may be liable for a civil penalty or be charged with a criminal offence.

Additionally, any BAC Personnel found to be victimising or disadvantaging someone for speaking up under this Policy may be disciplined for misconduct.

- (c) Anyone who believes they have suffered personal disadvantage in violation of this Policy, should report this immediately to a member of the CRC or BACConfidential.

11. Support

- 11.1 The CRC will offer and maintain appropriate support to the Discloser which includes:
- (a) Protecting the Discloser's identity (as required by Australian Law);
 - (b) Assessing and monitoring any risk of Detriment to the Discloser and taking steps to protect the Discloser from that risk;
 - (c) Provision of an Employee Assistance Program (to applicable Disclosers);
 - (d) Assisting the Discloser with strategies to minimise and manage any stress or other challenges resulting from making the disclosure or the investigation;
 - (e) Appointing a nominated person to keep in regular contact with the Discloser and to provide a clear channel of communication;
 - (f) Providing progress updates; and
 - (g) Responding to any complaint of Detriment and, if detrimental conduct is identified, taking disciplinary action against those BAC Personnel who committed such acts.

The CRC also has discretion to offer paid leave/stand-down while a matter is investigated and/or temporarily relocate the Discloser or other BAC Personnel to a different Group or Division.

These supports extend to other BAC Personnel who are involved in an investigation of Reportable Conduct.

For non-BAC Employees, the support processes in this Policy will be adapted and applied to the extent reasonably practicable.

- 11.2 A Discloser, the subject of an investigation and anyone else assisting in the investigation who is a current BAC Employee or their family member can also access BAC's confidential counselling service the Employee Assistance Program (EAP).
- 11.3 If there are genuine and reasonable grounds to suspect Reportable Conduct, even if it turns out that the concerns are mistaken, BAC will support and protect the Discloser and anyone else assisting in the investigation.

BAC may, at its discretion, grant a Discloser immunity from internal disciplinary proceedings which might otherwise apply as a result of that person's disclosure.

12. Disclosures to other Eligible Recipients

- 12.1 Nothing in this Policy restricts an individual from disclosing Reportable Conduct to:
- (a) BAC's internal or external auditors or actuary;
 - (b) Regulators and Law enforcement authorities (ASIC, APRA, the AFP and for tax matters, the ATO);
 - (c) Another person or body prescribed by regulation; or
 - (d) An external legal practitioner to obtain their own legal advice or legal representation in relation to making a whistleblowing disclosure.

If made in accordance with Australian Law, such disclosures may qualify for protection.

- 12.2 A Discloser may also be protected if they disclose to a professional journalist or parliamentarian, Reportable Conduct that they consider is in the public interest (Public Interest Disclosure) or that relates to a substantial or imminent danger to health, safety or the environment (Emergency Disclosure).

Before making a Public Interest Disclosure or an Emergency Disclosure, a Discloser should seek independent legal advice to ensure they meet all relevant legal requirements, which include:

- (a) The disclosure of Reportable Conduct must have previously been made to ASIC or APRA or a prescribed Commonwealth body;
- (b) For Public Interest Disclosures, at least 90 days must have passed since the previous disclosure was made and the Discloser must have reasonable grounds to believe that action is not being taken in relation to it; and
- (c) Written notice of the intention to make a Public Interest or Emergency Disclosure must be provided to the body to which the disclosure was previously made.

Refer to the ASIC website for more information.

13. Additional legal protections

- 13.1 Australian Law provides additional protections and remedies for certain disclosures by people who make them in accordance with the provisions of those laws.
- 13.2 If a Discloser (or other individual) is subject to detrimental conduct because of a disclosure, they may be entitled to bring legal proceedings seeking compensation or other remedies. They may also be protected from being ordered to pay costs in those proceedings. Before pursuing compensation, Disclosers (or other individuals) should seek independent legal advice to ensure they meet all relevant legal requirements.
- 13.3 Disclosers will not be subject to any civil, criminal or administrative liability (including disciplinary action) for disclosing Reportable Conduct in accordance with the Law. Nor will any contractual or other remedy be enforced or exercised against a Discloser on the basis of their disclosure.

The information a Discloser provides cannot be used in legal proceedings against them (except for proceedings in relation to giving false information).

These protections do not grant legal immunity to a Discloser for any misconduct they have engaged in that is revealed in their disclosure.

14. Where to access this Policy

- 14.1 This Policy is available externally on BAC's website at www.bne.com.au. It is also accessible by BAC Personnel on the intranet (the Hangar) and included in the Governance Manual for the Board of Directors.
- 14.2 Information about this Policy is included in regular compliance training for all BAC Employees. Specialist training and periodic updates to reiterate responsibilities are also delivered on an ad-hoc basis to those responsible for key elements of the Program, including Eligible Recipients and the CRC.

15. Discipline and unsatisfactory performance

- 15.1 Non-compliance with this Policy by BAC Employees will be dealt with under BAC's Discipline and Unsatisfactory Performance Policy and may result in counselling, a formal warning or termination of employment or contract.
- 15.2 Non-compliance by other BAC Personnel may result in termination of contract.

Responsibilities¹

Board of Directors	<ul style="list-style-type: none"> • Approve and review this Policy. • Maintain a high degree of awareness and knowledge about the legal and ethical obligations in relation to receiving disclosures of Reportable Conduct and protecting individuals in accordance with this Policy.
Finance, Audit and Risk Management (FARM) Committee	<ul style="list-style-type: none"> • Review and endorse this Policy.
Chief Executive Officer (CEO)	<ul style="list-style-type: none"> • Demonstrate a commitment to addressing Reportable Conduct and protecting the individuals who make such a disclosure. • Resource an external confidential reporting mechanism.
Executive Leadership Team (ELT) and Company Secretary	<ul style="list-style-type: none"> • Receive disclosures of Reportable Conduct in accordance with this Policy. • Maintain a high degree of awareness and knowledge about the legal and ethical obligations in relation to receiving disclosures of Reportable Conduct and protecting individuals in accordance with this Policy.
EGM Governance	<ul style="list-style-type: none"> • Implement and maintain this Policy. • Unrestricted access to the Chair of the FARM Committee to report on matters concerning BAC's Ethical Behaviour Framework. • Maintain BAC's external confidential reporting hotline.
Confidential Reporting Committee (CRC)	<ul style="list-style-type: none"> • Receive and assess disclosures of Reportable Conduct in accordance with this Policy. • Manage investigation processes and oversee protections for Disclosers in accordance with this Policy. • Make recommendations to the CEO and Board of Directors (as applicable).
BAC Personnel	<ul style="list-style-type: none"> • Maintain awareness of this Policy and disclose Reportable Conduct promptly.

Definitions

AFP means the Australian Federal Police.

APRA means the Australian Prudential Regulation Authority.

ASIC means Australian Securities and Investments Commission.

ATO means the Australian Taxation Office.

Australian Law means the Corporations Act and the Taxation Act.

BAC means Brisbane Airport Corporation Pty Ltd and its associated entities (as that term is defined in the *Corporations Act 2001 (Cth)*).

BAC Employees means an individual employed by BAC and paid via the BAC payroll system but excluding the Board of Directors.

¹ To the extent of inconsistency between the scope of responsibility for each Responsible Person/Body outlined above and any authorities provided in the BAC Board's Delegation of Authority Policy ('Delegation Policy'), the authorities outlined in the Delegation Policy prevail.

BAC Personnel means any person working for BAC in any capacity including BAC Employees, contractors, consultants, work experience students and volunteers.

Board of Directors means the members of BAC's Board.

Confidential Reporting Committee or CRC is defined at section 5.2 of this Policy.

Corporations Act means the *Corporations Act 2001* (Cth) and an instrument made under that Act.

Detriment has the meaning set out in section 10.2(a) of this Policy and section 1317ADA of the Corporations Act.

Discloser means a person described in section 3.1 of this Policy.

Eligible Recipient means an individual, a service or an entity described at sections 5.1 and 12 of this Policy.

Executive Leadership Team or ELT means any individual identified as a member of BAC's Executive Leadership Team (including individuals acting in a role) or as deemed by the Chief Executive Officer for the purposes of this Policy.

Financial Services Laws means the *Australian Securities and Investments Commission Act 2001* (Cth); the *Banking Act 1959* (Cth); the *Financial Sector (Collection of Data) Act 2001* (Cth); the *Insurance Act 1973* (Cth); the *Life Insurance Act 1995* (Cth); the *National Consumer Credit Protection Act 2009* (Cth); the *Superannuation Industry (Supervision) Act 1993* (Cth) and an instrument made under any one of them.

HR Group means BAC's Human Resources Group.

Law includes but is not limited to, Australian Law and Financial Services Laws.

Reportable Conduct as the meaning given in section 4 of this Policy.

Taxation Act means the *Taxation Administration Act 1953* (Cth) and an instrument made under that Act.

Supporting documents

Procedures	Standards	Guidelines	Relevant Policies
Fraud and Corruption Control Procedure	NA	NA	Code of Conduct Fraud and Corruption Policy Conflicts of Interest Policy Gifts, Benefits and Entertainment Policy

Legislation and Regulatory Guides

Corporations Act 2001 (Cth) Part 9.4AAA

Taxation Administration Act 1953 (Cth) Part IVD

ASIC Regulatory Guide 270 – Whistleblower Policies

Amendment history

Amendment	Version	Date commenced
New policy	1.0	27 September 2019
Updates to align with ASIC RG 270 (November 2019)	1.1	27 September 2019
Periodic review of the Policy, with amendments including: <ul style="list-style-type: none"> • Renamed from Whistleblower Protection Policy to Whistleblower Policy; • Referenced position titles updated to align with current organisational structure; • Inclusion of Footnote 1 – Inconsistency clause; • Clarification of the mechanisms for the protection of Disclosers from detriment; • BAC definition extended to include associated entities; and • Review period extended to three (3) years to reflect limited anticipated future content changes and to reduce administrative burden. 	2.0	1 July 2022