Australian Payments Plus

# AP+ Whistleblower Protection Policy

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# 1. HOW WHISTLEBLOWING WORKS AT AUSTRALIAN PAYMENTS PLUS (**AP+**)

**AN ELIGIBLE PERSON…**

Any current or former employees (full time, part time or casual employees) or volunteers; directors, company secretary or other company officers; contractors, consultants, supplier and service providers (including their employees, directors and company officers); associates; and relatives, spouses or dependents of any of the people referred to above, of AP+.

**REPORTS REPORTABLE CONDUCT…**

Anything you have reasonable grounds to suspect concerns misconduct or an improper state of affairs or circumstances in relation to AP+ (excluding a personal work-related grievance).

**TO AN ELIGIBLE RECIPIENT**

The AP+ Whispli Whistleblower portal confidentially receives, documents and provides Whistleblower Disclosures to the AP+'s Eligible Recipients. You can make a disclosure:

**by following this link**; **OR** **by scanning this QR Code –**

AP+ Whispli Portal

Alternatively, reports can be made to other internal and external AP+ Group Eligible Recipients.

## 2. PURPOSE AND SCOPE

Australian Payments Plus Limited ACN 649 744 203 and all of its subsidiaries (referred to as AP+, the AP+ Group or we) are committed to fostering a culture where you feel safe to speak up about things that concern you. We take your concerns seriously and you are encouraged to speak up about suspected or actual wrongdoing that might otherwise go uncovered. The AP+ Group companies are listed in **Appendix A**.

This Whistleblower Protection Policy (**Policy**) has been drafted to align with the whistleblower protections in the *Corporations Act 2001* (Cth) (**Corporations Act**) and the *Taxation Administration Act 1953* (Cth) (**Tax Administration Act**) and associated regulations (together, the **Whistleblower Laws**). For the avoidance of doubt, an individual's statutory rights will not be affected in any way by this Policy.

The purpose of this Policy is to:

1. Encourage speaking up – encourage reporting actual or suspected misconduct and wrongdoing is fundamental to maintaining accountability and trust within our organisation;
2. Reporting a concern – explain how to report a concern under this Policy and how the concern may be investigated (if appropriate);
3. Protection and support – explain when a report is a protected disclosure and the protections and support available; and
4. Governance – ensure AP+ meets its legislative requirements and obligations in relation to whistleblower matters, so that eligible individuals who make a qualifying Whistleblower Disclosure receive statutory protection.

If you have questions about the purpose or scope of this Policy or to obtain information before making a disclosure, please contact the Chief General Counsel via the AP+ Whispli Whistleblower portal (link on page 10).

From time to time, the Chief General Counsel may convene a Whistleblower Committee (**Committee**) to assist with the management, investigation and resolution of certain Whistleblower Disclosures under this Policy. The Committee comprises the Chief General Counsel, the Chief People & Culture Officer and the Chief Risk Officer, and/or any of their delegates. The Committee may, where it considers appropriate having regard to the nature of a disclosure, appoint a Whistleblower Protection Officer (WPO) for a particular Whistleblower Disclosure. The WPO's role is to act as a point of contact for the Whistleblower, monitor their welfare, and ensure that appropriate steps are taken to protect the Whistleblower from Detrimental Conduct.

## 3. WHO DOES THIS POLICY APPLY TO?

An **Eligible Person** under this Policy is any current or former:

- employees (full time, part time or casual employees) or volunteers;
- directors, company secretary or other company officers;
- contractors, consultants, supplier and service providers (including their employees, directors and company officers);
- associates; and
- relatives, spouses or dependents of any of the people referred to above;

of the AP+ Group. Refer to Appendix A for a full list of the subsidiaries.

# 4. DISCLOSURES COVERED UNDER THIS POLICY

**What types of concerns you can report?**

**Reportable Conduct** is a disclosure about something a person has reasonable grounds to suspect concerns **misconduct**, or an **improper state of affairs** or circumstances, in relation to the AP+ Group.

This is a broad concept, and it is not possible to provide an exhaustive list of the activities that should be reported for the purposes of this Policy.

However, by way of general guidance, it could include:

- fraud or theft (e.g. falsifying documentation, misappropriating funds);
- corrupt or unethical behaviour (e.g. dishonestly taking advantage of an employment position or breach of the code of conduct);
- illegal activity (e.g. laundering money, sexual assault, misreporting financial information, selling and use of illicit drugs, violent behaviour);
- a serious or systemic breach of internal policies or code of conduct (e.g. sexual harassment, failure to disclosure conflicts of interest);
- a breach of duty or negligent acts;
- conduct which indicates a significant risk to the stability or confidence in the financial system or to public safety;
- conduct that is an offence against or contravention of a Commonwealth law, including the Corporations Act and other financial services laws, and a Commonwealth offence punishable by at least 12 months' prison;
- conduct that indicates an attempt to cover up any of the above conduct; or
- any complaint of alleged detriment or victimisation against a person in breach of this Policy or the statutory whistleblower protections.

Each type of conduct referred to above is considered **Reportable Conduct** under this Policy.

If the Reportable Conduct meets the criteria set out in section 5, the Eligible Person will have protections from reprisal and under this Policy, and potentially also under applicable Whistleblower Laws.

# 5. DISCLOSURE NOT COVERED BY THIS POLICY

Disclosures that relate to personal work-related grievances are not usually Whistleblower Disclosures[1] under this Policy.

Personal work-related grievances are usually handled under the AP+ Grievance Management Procedure and should be reported instead through other channels AP+ has established to receive these complaints or grievances. This includes your supervisor/manager or by emailing people@auspayplus.com.au.

**Personal work-related grievances** are issues or concerns which have, or tend to have, implications for you personally, such as:

- an interpersonal conflict between you and another person/employee;
- a decision relating to your engagement, transfer or promotion;
- a decision relating to your terms and conditions of engagement; or

[1] As defined in section 5.a of this Policy.

- a decision to discipline you or suspend or terminate your engagement.

However, there may be times when a disclosure of a work-related grievance can still be treated as a Reportable Conduct. This is where:

- the disclosure is about detrimental treatment, or the threat of detrimental treatment, as a consequence of making, or proposing to make, a disclosure of a Reportable Conduct;
- the disclosure has significant implications for AP+ and the information suggests misconduct beyond your personal circumstances; or
- the disclosure also includes information of Reportable Conduct (a mixed disclosure).

Further, whilst AP+ encourages speaking up in accordance with this Policy, knowingly making a disclosure that is false or without reasonable grounds is a serious matter and will likely result in disciplinary action. The disciplinary action will depend on the severity, nature and circumstance of the false report.

# 6. PROTECTION AND SUPPORT

We understand that a person may be concerned about the potential repercussions of being identified as a result of reporting concerns. We are committed to supporting Eligible Persons and taking all reasonable steps to protect them against Detrimental Conduct for a Whistleblower Disclosure.

## a. When do you qualify for protection?

A disclosure of information qualifies for protection under this Policy (**Whistleblower Disclosure**) if it meets the following requirements:

1. a person has reasonable grounds to suspect the information concerns misconduct, or an improper state of affairs or circumstances;
2. the information relates to Reportable Conduct (see section 3 above);
3. the person is an Eligible Person as described in section 2 above; and
4. the person made the disclosure to an Eligible Recipient set out in section 6 below.

In addition, a person may be entitled to the legal protections set out below in section 5.e.

## b. What protections and support do we provide?

**Protecting your identity**

If you (are an Eligible Person and) qualify for protection (as outlined in 5.a. above), your identity, or any information that would likely identify you, will be confidential. When implementing any process under this Policy, AP+ will not disclose the identity of an Eligible Person with anyone except in the following circumstances:

- you provide us with consent; or
- it is reasonably necessary to investigate the Whistleblower Disclosure and:
  - the information shared is not of your identity as the whistleblower; and
  - we have taken all reasonable steps to reduce the risk that you will be identified from the information; or
- the disclosure is to a legal practitioner to seek legal advice;
- the disclosure is permitted or required by law (e.g. to ASIC, APRA or the Australian Federal Police);

- in the case of disclosures relating specifically to the tax affairs of AP+ or breaches of any tax law, the disclosure is to the Commissioner of Taxation (i.e. the ATO), the Inspector-General of Taxation or the Tax Practitioners Board.

We will take reasonable steps to protect your identity and information in your Whistleblower Disclosure that is likely to identify you, including by removing information relating to your identity or other information that may lead to identification. Please note that, while we will take all reasonable steps to protect your identity, it may be difficult if your concern relates to information that only a few people know about or was shared with you confidentially.

Other steps AP+ will take in practice to protect the confidentiality of an Eligible Person's identity include:

- contacting an Eligible Person (where possible) to help identify aspects of their Whistleblower Disclosure that could inadvertently identify them; and
- educating and regularly reminding individuals involved in handling and investigating a Whistleblower Disclosure about confidentiality requirements.

Other than in circumstances permitted by law, any unauthorised disclosure of information without an Eligible Person's consent (including an Eligible Person's identity or information likely to lead to their identification) will be a breach of this Policy and dealt with under AP+'s disciplinary policies and procedures. It may also be an offence and subject to penalties under the Whistleblower Laws.

If an Eligible Person believes there has been a breach of confidentiality, they can make a report about this using the same process as for making a Whistleblower Disclosure. An Eligible Person may also lodge a complaint with a regulator, such as ASIC or the ATO.

We may share non-identifying information about Whistleblower Disclosures with our executive leadership team and our governance bodies (e.g. the AP+ Board, the AP+ Risk Committee and the AP+ Audit Committee).

**Protecting you from detriment**

AP+ is committed to ensuring that an Eligible Person making a report on reasonable grounds under this Policy will not suffer detrimental conduct or be disadvantaged as a result of doing so, even if the report is subsequently determined to be incorrect or is not substantiated.

It is illegal for a person to engage in conduct that causes detriment to an Eligible Person if that conduct is in relation to their Whistleblower Disclosure.

We will take reasonable steps to protect you from Detrimental Conduct because you have made a disclosure or propose to make a disclosure in accordance with this Policy. These steps may include:

- assisting an Eligible Person to develop strategies to help minimise and manage stress or other challenges that result from making a Whistleblower Disclosure or its investigation;
- considering alternative work arrangements for an Eligible Person; or
- conducting a risk assessment to identify and manage the risk of Detrimental Conduct against you.

**Detrimental Conduct** means any actual or threatened conduct against you or another person for making, or proposing to make, or being involved in the investigations of, a Whistleblower Disclosure. Detrimental Conduct includes:

- termination, suspension, demotion or involuntary transfer;
- discrimination, bullying, intimidation or harassment;
- over or under work or other unfavourable treatment;
- harm or injury (including psychological harm);
- damage to you including your property, reputation, business or financial position.

Not all conduct will amount to Detrimental Conduct. For example, managing poor work performance in accordance with AP+ performance management procedures, work misconduct unrelated to your Whistleblower Disclosure (including where you intentionally make a disclosure where you know it is not true or is misleading) or action taken to protect you from Detrimental Conduct.

A person who subjects an Eligible Person to detrimental treatment because they have made or may make a Whistleblower Disclosure will be in breach of this Policy, will be dealt with under AP+'s disciplinary policies and procedures and will face disciplinary action, up to and including termination. This is a serious matter which may also expose the person to civil and criminal sanctions.

## c. Protection to those mentioned in Whistleblower Disclosure

AP+ will take steps to ensure the fair treatment of employees of the AP+ Group who are the subject of, or mentioned in, Whistleblower Disclosures. These steps will include the following:

- disclosures will be handled confidentially, to the extent practicable and appropriate in the circumstances;
- each disclosure will be assessed and may be the subject of an investigation;
- the objective of an investigation will be to determine whether there is enough evidence to substantiate or refute the matters reported;
- when an investigation needs to be undertaken, the process will be objective, fair and impartial;
- 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; and
- an employee who is the subject of a disclosure may contact the Employee Assistance Program for counselling and support (see section d below).

## d. Counselling and support

AP+ is committed to providing appropriate support to Eligible Persons. The nature of the support that may be offered will depend on nature of the report and the personal circumstances of the Eligible Person.

Examples of support provided to Eligible Persons may include:

- respecting and protecting the anonymity and confidentiality of a Whistleblower Disclosure;
- a fair and objective investigation process;
- ensuring protection from Detrimental Conduct including monitoring and assessing detrimental risk;
- access to AP+'s Employee Assistance Program (see below); and

AP+ People, Culture & Change Team support where reasonably required by an Eligible Person.
An Eligible Person can seek counselling and support from our confidential counselling service through the Uprise, Employee Assistance Program if you are a current or former employee (for a period of 6 months following your exit from AP+).

Details of how to access and use the Uprise employee assistance program can be found on the AP+ intranet or can otherwise be provided by the AP+ People & Culture Team.

## e. Other legislative protections

Some laws provide additional protections and remedies for certain disclosures against detriment including under the Corporations Act and the Tax Administration Act. These protections include:

- **confidentiality;**
- **protection against detrimental acts;**
- **a right to compensation and other remedies** – you can seek compensation and other remedies through the courts if you suffer loss, damage or injury because of a Whistleblower Disclosure and the AP+ Group failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct;
- **civil, criminal and administrative liability** – you are protected from civil, criminal and administrative liability in relation to a Whistleblower Disclosure. However, the protections do not grant immunity for any misconduct you may have engaged in that is revealed in your disclosure.

# 7. REPORTING A CONCERN

You can report a concern anonymously and continue to remain anonymous throughout and after any investigation into your concern. You will still be protected under this Policy and the Corporations Act if you choose to remain anonymous. We encourage you to share your identity to assist with making the investigations easier and quicker. Remaining anonymous may limit our ability to properly and efficiently investigate or manage your concern.

**Making a report**

To facilitate our assessment of the report and determine next steps, we encourage you to provide as much information as possible in relation to the Reportable Conduct. This includes:

- Who – who is involved in the conduct? Does anyone else know about this conduct and were there any witnesses?
- When – when did this conduct occur and is it still occurring?
- Where – where did this conduct occur? Was it at the office, online or at another location?
- How – how did you find out about this conduct?
- Evidence – Do you have any documents, emails, text messages, videos, photos or any other evidence about the conduct?
- Is there any risk that any documents or evidence might be destroyed or deleted?
- Do you have any concerns about reprisal or other immediate concerns?

We strongly encourage you to make a disclosure to one of the Eligible Recipients in the first instance so that we can address wrongdoing as early as possible.

**Eligible Recipient(s) under this Policy**

You need to make the Whistleblower Disclosure directly to one of the below Eligible Recipients to qualify for protection under this Policy.

- **AP+ Whispli Whistleblower portal**

  You can report a concern directly via our AP+ Whispli portal as follows:

  **by following this link**; **OR** **by scanning this QR Code –**

  AP+ Whispli Portal

The AP+ Whispli portal ensures your disclosure is managed confidentially and in accordance with this Policy.

Please note you will be required to create an account to report a concern via the AP+ Whispli portal. You **are not** required to provide your identity or any identifying information when creating your account and you can make your report confidentially and securely, including outside business hours.

The Whispli portal will report disclosures received to the Chief General Counsel (and the Chief General Counsel's delegate/s). However, if the disclosure relates to the Chief General Counsel, or a member of the Chief General Counsel's team, the Whispli portal will automatically redirect such disclosures to the Chief People& Culture Officer (and the Chief People & Culture Officer's delegate/s).

**Other Eligible Recipients**

Other internal and external Eligible Recipients are set out in **Appendix B**.

Under the Corporations Act, journalists and parliamentarians may also be Eligible Recipients in certain circumstances, specifically, for emergency and public interest disclosures. Before making this type of disclosure, it is important that you understand the applicable criteria for public interest and emergency disclosures. We encourage you to seek independent legal advice if you wish to make a public interest or emergency disclosure.

# 8. INVESTIGATION AND MANAGEMENT

We will endeavour to acknowledge a disclosure within 3 business days of receiving it. On receiving a disclosure, we will determine whether the disclosure qualifies for protection and if an investigation is required. If an investigation is required, we will endeavour to finalise the investigation within 90 business days after commencing the investigation, noting that the exact timeframe may vary depending on the nature and complexity of the disclosure.

We will keep written records relating to each Whistleblower Disclosure and any investigation in a secure location. Records will be password-protected and accessible only by those involved in the investigation and members of the Committee. Records will include: details of the disclosure (in a form that protects the identity of the Whistleblower where anonymity has been requested); how the disclosure was assessed and whether it qualified for protection; details of any investigation undertaken, including evidence gathered and findings made; any actions taken in response to the disclosure; and any communications with the Whistleblower. Records will be retained in accordance with AP+'s records retention policy and applicable legal requirements.

The processes and procedures specified in this Policy with respect to the handling of Whistleblower Disclosures may vary depending on the nature of the disclosure.

**Reporting to the AP+ Risk Committee, Chair and/or Directors of the AP+ Board**

We will report outcomes of investigations of substantiated Whistleblower Disclosures to the AP+ Risk Committee, the Chair and/or the directors of the AP+ Board, depending on the nature of the disclosure. Any reporting will be on an anonymous basis to protect the confidentiality of the discloser.

Once a disclosure has been investigated, AP+ will keep a record of the outcome of the investigation which will be stored in a secure location maintained by the Chief General Counsel.

We will keep you informed of the outcome of the investigation of your disclosure, to the extent the AP+ Group is able to, and subject to consideration of any applicable privacy or confidentiality requirements.

Where practicable, we will provide you with initial feedback shortly after receiving your disclosure and then on a periodic basis (if it is appropriate to do so) until the matter has concluded.

**If you are dissatisfied with an investigation outcome**

If you are dissatisfied with the way your Whistleblower Disclosure has been handled or with the outcome of any investigation, you may raise your concerns with the Chief General Counsel or, if your concern relates to the Chief General Counsel, with the Chief People & Culture Officer. You may do this via the AP+ Whispli Whistleblower portal. AP+ is not obliged to reopen any investigation which has been concluded; however, your concerns will be considered, and you will be advised of the outcome. You may also consider making a disclosure to an external eligible recipient, such as ASIC, APRA or the ATO, as described in this Policy.

# 9. TRAINING

AP+ will periodically provide training for employees in relation to their rights and obligations under this Policy and also to recipients that can receive Whistleblower Disclosures about their responsibilities under this Policy and the Whistleblower Laws .

# 10. AVAILABILITY AND REVIEW OF POLICY

This Policy is available to AP+ officers, employees and contractors on the AP+ Intranet, AP+ Workplace and is also publicly available on the AP+ Website.

This Policy will be reviewed at least every 2 years, or where there is a material change to the Whistleblower Laws or associated regulatory guidance. This Policy will also be reviewed following the conclusion of any investigation under this Policy where AP+ identifies improvements.

This Policy is not intended to create contractual obligations and does not form part of any contract of employment, engagement, or appointment between AP+ (or any AP+ Group entity) and any person. Nothing in this Policy gives rise to, or is intended to give rise to, any legally enforceable contractual entitlements. This Policy may be amended, withdrawn or replaced from time to time.

# APPENDIX A

**List of Companies in the AP+ Group**

- Australian Payments Plus Limited;
- NPP Australia Limited;
- eftpos Payments Australia Limited;
- ConnectID Pty Ltd;
- Digital Wallet Pty Ltd;
- BPAY Group Holding Pty Ltd;
- BPAY Group Pty Ltd; and
- BPAY Pty Ltd.

**Relevant Documents**

External sources of obligations:

- Corporations Act 2001 (Cth), Part 9.4AAA ("Protection for Whistleblowers")
- Taxation Administration Act 1953 (Cth), Part IVD
- ASIC Regulatory Guide 270 Whistleblower policies

# APPENDIX B – OTHER ELIGIBLE RECIPIENTS

**Internal Eligible Recipients**

**The following persons are also Eligible Recipients under this Policy:**

- AP+ Chief General Counsel;
- AP+ Chair - **email -** chair@auspayplus.com.au;
- an AP+ officer (includes a director or company secretary) or senior manager (includes a member of the Executive Leadership Team, or one of their delegates);
- the internal or external auditor (including a member of an audit team conducting an audit) or actuary of the entity or related body corporate; and
- a person authorised by the entity to receive disclosures that may qualify for protection.

However, it is AP+'s preference that Whistleblower Disclosures are made to the **AP+ Whispli Whistleblower portal** in the first instance.

If you make a Whistleblower Disclosure directly to one of the Eligible Recipients listed above, where appropriate they will forward the report to the Chief General Counsel or to the Chief People & Culture Officer for action in accordance with this Policy. To help the Eligible Recipient handle reports correctly, an Eligible Person should tell them that they are making a Whistleblower Disclosure under this Policy.

**External Eligible Recipients**

External Eligible Recipients for AP+ include auditors of AP+, certain regulators including ASIC and APRA, and an external legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the Whistleblower Laws.

Disclosures to a legal practitioner as above are protected, even if the legal practitioner concludes that the disclosure does not relate to disclosable matters under the Whistleblower Laws.

If the Whistleblower Disclosure relates to the AP+'s tax affairs or otherwise concerns tax matters, Eligible Recipients also include:

- an employee or officer of AP+ who has functions or duties that relate to the tax affairs of the AP+;
- a registered tax agent or BAS agent who provides tax services or BAS services to AP+ ;
- the Commissioner of Taxation (the ATO) or the Tax Practitioners Board (TPB) where you consider that the information may assist the ATO or the TPB to perform its functions or duties under a tax law in relation to AP+ ;
- the Inspector-General of Taxation;
- a prescribed entity of which:
    - the Eligible Person is a member, for the purpose of obtaining assistance in relation to the Whistleblower Disclosure; or
    - a medical practitioner or psychologist, for the purposes of obtaining assistance.

Please note that disclosures made to external Eligible Recipients will not be handled in accordance with this Policy.