

Whistleblower Policy

Aurecon

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Whistleblower Policy

1. Introduction

Aurecon is committed to promoting integrity in its business and operational activities. Aurecon's Code of Conduct and Ethics (**the Code**) sets standards of conduct and ethical behaviour required of all employees, including directors, officers, executives, contractors and other work participants (**Employees**) in all countries in which it operates. The Code articulates acceptable practices for Employees to ensure that their duties and responsibilities to Aurecon are performed with the utmost integrity and with regard to Aurecon's responsibilities to its owners, employees, clients, suppliers, creditors, consumers and the broader community. This assists with the management of risks and protects Aurecon's reputation.

The purpose of this policy is to promote and support a culture of honest and ethical behaviour, good corporate governance and corporate and financial compliance. The policy encourages and provides protections for the reporting of reasonably held concerns of suspected or actual misconduct or an improper state of affairs or circumstances at Aurecon.

2. Compliance with this Policy

A Whistleblower may make a report (**Disclosable Information**) by complying with the process set out in this policy.

This policy also provides information about the protections and remedies that may be available to a Whistleblower under this policy and Relevant Legislation.

This policy does not impose contractual obligations on Aurecon and the policy may be amended, withdrawn or replaced at any time at Aurecon's discretion.

3. Who is a Whistleblower?

A Whistleblower may be any current or former officer or employee, contractor, supplier or an associate of Aurecon or a relative of any of those persons.

4. What is Disclosable Information?

To be able to make a report under this policy, a Whistleblower must have reasonable grounds to suspect that there is Disclosable information.

Disclosable Information is information that:

- (a) concerns misconduct or an improper state of affairs or circumstances at Aurecon or its related bodies; or
- (b) indicates that Aurecon has engaged in conduct that:
 - represents a danger to the public or the financial system;
 - constitutes an offence against any Commonwealth Act that is punishable by imprisonment for a period of 12 months or more;
 - constitutes an offence or contravention of Relevant Legislation; or
 - is otherwise prescribed by regulations under Relevant Legislation to be a disclosable matter, (together, **Conduct**).
- (c) may assist Aurecon in performing functions or duties in relation to its tax affairs.

Disclosable Information usually relates to conduct of persons performing work for Aurecon but can also relate to conduct of third parties, such as customers, suppliers or service providers.

Disclosable Information is generally not personal work-related grievances unless the grievance:

- has significant implications for Aurecon *and* the information indicates Conduct; or

- relates to potential or actual detrimental treatment of a Whistleblower who has made a report under this policy.

Examples of **personal work-related grievances** which are not Disclosable Information include:

- interpersonal conflict between a Whistleblower and another employee;
- decisions relating to the engagement, transfer or promotion of the Whistleblower;
- decisions relating to the terms and conditions of engagement of the Whistleblower;
- decisions relating to the disciplinary treatment, suspension or termination of engagement of the Whistleblower.

5. Who do Whistleblowers report to?

Aurecon has a number of channels for making a report.

Protection Officer

Company Secretary	Phone: +61 3 9975 3743
Rosemary Peavey (ANZ, ME & Asia)	Email: Rosemary.Peavey@aurecongroup.com
Company Secretary	Phone: +27 12 427 2919
Jan-Lodewyk Pretorius (RSA)	Email: Jan-Lodewyk.Pretorius@aurecongroup.com

A Whistleblower may contact a Protection Officer before or at any time after making a whistleblowing report if they have any concerns about making a report, confidentiality or the protections that may be available under this policy or Relevant Legislation.

If a Whistleblower has a concern about the Protection Officer, the Whistleblower should contact the CEO.

How to make a report

Aurecon has a platform called [Whispli](#) which allows reports to be made anonymously.

Reports placed on Whispli will generally go to the Protection Officers.

A written report can be made by using the [Whistleblower Initial Report](#). This report can be made anonymously. Reports can be sent to: Level 8/850 Collins Street, Docklands, Melbourne (marked to the attention of the relevant Protection Officer).

External reporting bodies

While Aurecon encourages Whistleblowers to report Disclosable Information under this policy, this policy is not intended to prevent a Whistleblower making a protected disclosure to Aurecon's auditor or to the relevant regulators. For example, disclosures can also be made to ASIC, APRA or the Australian Federal Police or, if related to taxation, the ATO.

In limited circumstances Whistleblowers may make public interest or emergency disclosures in accordance with the Relevant Legislation.

Whistleblowers may seek legal advice from or be legally represented by a lawyer in relation to the Whistleblower's report of Disclosable Information.

Officers or Senior Managers

The Whistleblower may raise the matter with an officer or senior manager of Aurecon, such as the CEO, the CRO, a Managing Director, the Internal Auditor, General Counsel and the Company Secretaries.

The report may be made anonymously.

The report will generally be referred to a Protection Officer.

6. Information in Whistleblower reports

When making a report under this policy, Whistleblowers must have reasonable grounds to suspect that the information concerns Disclosable Information.

Reports should provide Aurecon with as much detail as possible to assist in investigating the matter.

Details can include:

- a statement describing the Disclosable Information;
- name of the person(s) involved;
- dates, times and locations;
- details of any relevant transactions;
- copies of any relevant documents;
- names of possible witnesses; and
- steps already taken to report or address the matter (if any).

7. Investigations

The Protection Officer will immediately provide the Whistleblower's report to the most appropriate person within Aurecon to conduct an initial review of the matter, which could include the Protection Officer. This may be determined at the discretion of the Protection Officer, including by reference to the nature of the report.

The person conducting the initial review will make initial inquiries and will determine at their discretion whether it is appropriate or necessary to conduct further inquiries or whether the concern can be resolved by other appropriate action.

If there is to be a further inquiry, that inquiry or investigation may be conducted by a senior manager, a member of the People team or, at the discretion of Aurecon, by an external person (**Investigator**). The Investigator should not be implicated directly or indirectly in the report.

All inquiries and/or investigations will be conducted, as far as practicable, on a confidential basis.

8. Whistleblower support

The Protection Officer will support the Whistleblower and act as a liaison between the Investigator and the Whistleblower.

The Protection Officer monitors the welfare of persons involved in or referred to in the Whistleblower's report. The Protection Officer assists with protecting the Whistleblowers from any detrimental treatment because they have made, or are considering making, a report under this policy.

Aurecon also supports its employees who are Whistleblowers by providing access to a confidential support and counselling service, the [Employee Assistance Program \(EAP\)](#).

The Protection Officer may, as appropriate, keep the Whistleblower informed of the progress and outcomes of the inquiry or investigation (subject to any privacy and confidentiality obligations and as required by law) including any proposed remedial actions.

In situations where the Whistleblower may have been involved in conduct connected with the report of Disclosable Information, the fact that the Whistleblower made a report may be relevant to any remedial or disciplinary action that may be taken as a consequence of the inquiry or investigation.

9. Protections for Whistleblowers

General Protections

Aurecon will monitor and manage the behaviour of other persons involved with the report and will endeavour to:

- protect the Whistleblower's identity;

- conduct inquiries or investigations of Whistleblower reports on a confidential basis;
- monitor and manage the behaviour of other persons involved with the Disclosable Information; and
- protect the Whistleblower from detrimental treatment (or threats of detrimental treatment) because the Whistleblower has made, is proposing to make or is able to make a report of information relating to a Disclosable Information in accordance with the Relevant Legislation.

The Whistleblower should immediately inform the Protection Officer of any concerns that the Whistleblower may have in relation to their report.

Confidentiality Protections

Aurecon will endeavour to not disclose the identity of the Whistleblower unless:

- the Whistleblower consents to the disclosure;
- the disclosure is made to ASIC, APRA, a member of the AFP, the Commissioner of Taxation (if tax-related) or other prescribed body in accordance with the Relevant Legislation;
- the disclosure is made to a legal practitioner for the purposes of Aurecon obtaining legal advice or representation in accordance with the Relevant Legislation;
- a court or tribunal thinks it is necessary in the interest of justice; or
- where the disclosure is otherwise required or permitted by law.

Aurecon will endeavour to not disclose information that is likely to lead to the identification of the Whistleblower unless:

- it is permitted to disclose the Whistleblower's identity (as above); or
- where the disclosure of that information is reasonably necessary for purposes of investigating the Disclosable Information and Aurecon takes all reasonable steps to reduce the risk that the Whistleblower will be identified as a consequence of the disclosure.

Protections and Immunities under the Relevant Legislation

This policy sets out a summary of the current key protections and immunities under Relevant Legislation, however Aurecon encourages all persons to seek independent legal advice.

If a Whistleblower makes a report of information relating to Disclosable Information under this policy the Whistleblower may be eligible for protection under the Relevant Legislation. The Whistleblower may have rights to compensation for loss, damage or injury or other remedies if the Whistleblower's identity has been disclosed or where the Whistleblower has been subject to detrimental treatment.

The Whistleblower may also be entitled to certain immunities, including:

- not being subject to any civil, criminal or administrative liability;
- having no contractual or other remedy or right enforced against the Whistleblower on the basis of the disclosure;
- the report of Disclosable Information not being admissible in evidence against the Whistleblower in criminal proceedings or proceedings for the imposition of a penalty (except in relation to disclosure of false information).

Persons mentioned in the Whistleblower's report may also be entitled to protection under the Relevant Legislation.

Aurecon will endeavour to provide any employee mentioned in a Whistleblower's report under this policy with an opportunity to respond to the allegations as part of any inquiry or investigation.

Employees who are mentioned in any Whistleblower report will also be entitled to access to confidential support and counselling hotline [EAP].

10. Reporting and governance

The relevant Board Committee responsible for overseeing Aurecon's Whistleblower process is the Audit and Risk Committee.

The Committee will also be notified in general terms of individual reports and the outcome of any determination or investigation in relation to a report under this policy.

11. Compliance with local laws

Aurecon is a global company with operations in Australia, New Zealand, Asia, Africa and the Middle East. The intention is for this policy to operate throughout Aurecon's business, subject to the local laws in the countries in which Aurecon operates.

12. Queries

For questions about this policy and information about the protections provided by law to Whistleblowers, please contact the Protection Officers using the details supplied in section 5 of this policy or seek independent legal advice.

13. Amendments

This policy may be updated or amended from time to time by Aurecon at its absolute discretion.

Employees can access the most up to date version of this policy on the Aurecon intranet.

14. Definitions

In this policy the following definitions apply unless the context otherwise requires:

ACCC means the Australian Competition and Consumer Commission

AFP means the Australian Federal Police

APRA means the Australian Prudential Regulation Authority

ASIC means the Australian Securities and Investments Commission

ATO means the Australian Taxation Office

Aurecon means Aurecon Group Pty Ltd and its Related Companies.

Board means the Board of Directors of Aurecon Group Pty Ltd.

Chair means the Chair of the Board.

Commonwealth means the Commonwealth of Australia.

Relevant Legislation means the Corporations Act 2001, the Australian Securities and Investments Commission Act 2001, the Banking Act 1959, the Financial Sector (Collection of Data) Act 2001, the Insurance Act 1973, the Life Insurance Act 1995, the National Consumer Credit Protection Act 2009, the Superannuation Industry (Supervision) Act 1993, Competition and Consumer Act 2010, the Taxation Administration Act 1953, other tax laws administered by the Federal Commissioner of Taxation, any other Commonwealth or State law that is punishable by imprisonment for a period of 12 months or more, and regulations under or instruments referred to in these Acts.

15. Related documents and references

Aurecon – Code of Conduct and Ethics

Whistleblower Initial Report

Fraud Policy

Conflicts of Interests Policy

Anti-Bribery and Corruption Policy

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Namibia, New Zealand, Nigeria,
Philippines, Qatar, Rwanda, Singapore, South Africa,
Swaziland, Tanzania, Thailand, Uganda,
United Arab Emirates, Vietnam, Zambia.