Whistleblower Policy

1 Purpose and Scope

APAL is committed to preventing and detecting misconduct, including through providing appropriate protection to Whistleblowers.

A Whistleblower who believes on reasonable grounds that an APAL employee, contractor or other personnel engaged by APAL, has engaged, or plans to engage in misconduct, and reports such matter through the process set out in this policy, will be protected from any form of adverse action.

APAL will treat any such report with discretion and confidentiality.

2 Related documents, statutory obligations and definition

2.1 Related Documents

- APAL Fraud Policy
- APAL Anti Bribery and Corruption Policy
- APAL Employee Manual

2.2 Statutory Obligations

- Corporations Act

2.3 Definitions

Whistleblower means a person who reports alleged misconduct that has occurred within the organisation, and includes:

- any current or past APAL employees or officers (including directors, contractors, temporary staff and volunteers) of APAL or its subsidiaries, or
- members, associates or stakeholders of APAL, or
- a contractor, or an employee of a contractor, who has supplied goods or services to APAL or its related parties, or
- a spouse, relative or dependent of any of the above

Misconduct, for the purposes of this policy means conduct on the part of any APAL employee or contractor or other personnel engaged by APAL that constitutes:

- dishonest behaviour;
- fraudulent activity;
- unlawful, corrupt or irregular use of company funds or practices;
- illegal activities (including theft, dealing in or use of illicit drugs, violence or threatened violence and criminal damage against property);

- unethical behaviour, including anything that would breach APAL policies or the APAL Code of Conduct;
- improper or misleading accounting or financial reporting practices;
- a breach of any legislation requirements under the Corporations Act 2001 (Cth);
- behaviour that is oppressive, discriminatory or grossly negligent;
- an unsafe work-practice;
- any behaviour that poses a serious risk to the health and safety of any person at the workplace;
- a serious risk to public health, public safety or the environment; or
- any other conduct which may cause loss to, or be otherwise detrimental to the interests of APAL.

3 Policy

3.1 Reporting

APAL prefers that any concerns of misconduct be reported in the first instance to either of:

Chief Executive Officer; or	Phil Turnbull phil@apal.org.au
APAL Chairperson	Reg Weine rweine@bigpond.com

If for some reason, including where it is believed that there may be a conflict of interest, the Whistleblower does not wish to report their concerns via the two options listed above, a report can also be made to the:

Whistleblower Protection Officer ("WPO"), or	APAL General Counsel Amy Larking alarking@apal.org.au +61 3 9329 3511
External Whistleblower	Stopline – APAL's whistleblower hotline Disclosures to Stopline can be made via email to makeareport@stopline.com.au , phone 1300 30 45 50 or via the online portal https://apal.stoplinereport.com.

Where a Whistleblower, for whatever reason, is reluctant to report the matter to the nominated recipients above, then the disclosure can be made to a third party such as the auditor or a regulator, e.g., the Australian Securities Investment Commission ("ASIC").

APAL Auditor	PKF – Steve Bradby sbradby@pkf.com.au +65 3 9679 2270

(See Appendix 1 for further guidance about roles, responsibilities and reporting and escalation options)

If the Whistleblower chooses to report alleged misconduct to any of the persons listed above, information contained in the investigation reports and provided by an eligible Whistleblower in the course of an investigation will be kept confidential, except as required by law or where disclosure is necessary to regulatory authorities, law enforcement agencies or professional advisors to APAL.

APAL recognises that a report may not necessarily come through the preferred channels. This will not lessen or remove any of the protections provided for in this policy.

3.2 Protection of Whistleblowers

APAL recognises the sanctity and value of Whistleblowers. Should a Whistleblower be identified through whatever means, no detrimental action will be taken by APAL against the Whistleblower as a result of them having made the report, unless their report is proved to be malicious or spurious.

APAL will not allow a Whistleblower to be victimised in any way (for example, allowing threats to be made against the Whistleblower, or inciting others to victimise the Whistleblower) in a reprisal for reporting misconduct. An APAL employee who is found to have victimised a Whistleblower will be subject to disciplinary action which may include the termination of their employment.

This policy provides the eligible Whistleblower with an avenue to raise legitimate and serious matters of concern. It is inappropriate for Whistleblowers to make malicious or spurious reports or to provide false or misleading information regarding misconduct. Disciplinary action, including termination of employment, may be taken against an APAL employee who makes malicious allegations or provides false or misleading information regarding misconduct.

It is important for all APAL employees and officers to note that eligible Whistleblowers will be protected under the Whistleblower provisions of the Corporations Act and may be entitled to compensation for any loss, damage, or injury they suffer. It is illegal to terminate the employment of, harass or discriminate against, an eligible Whistleblower or potential eligible Whistleblower because someone thinks they made a disclosure.

If a person breaches a Whistleblower's confidentiality or causes detriment to a Whistleblower because of their disclosure, the person may face criminal or civil penalties.

Importantly, these penalties are not limited to situations with an actual disclosure. They extend to situations where the person merely believes or suspects someone made or could have made a disclosure.

4 Review and Approval

This policy will be reviewed annually and the responsibility for updating this document rests with the CFO.

Iterations of this policy	Dates of approval
Version 1	18 March 2021
Version 2	14 September 2022

Appendix 1 - APAL Whistleblower procedures

This procedure is to be read in conjunction with the APAL Whistleblower Policy.

The following steps apply to disclosures of misconduct made to Stopline and/or the APAL WPO.

1 Escalation processes

Contact details for the following reporting parties are contained in the Whistleblower Policy;

- APAL's CEO, and
- APAL's Chairperson
- APAL Whistleblower Protection Officer ("WPO"),
- APAL's External Whistleblower,

Where a disclosure relates to a member of the senior management team, then the disclosure should be made to:

- The External Whistleblower; or
- The WPO: or
- The APAL Chairperson

Where a disclosure relates to the APAL Chair or another Board Member, then the disclosure should be made to:

- The External Whistleblower; or
- The WPO: or
- The CEO or:
- A third party such as the auditor or a regulator, e.g., the Australian Securities Investment Commission ("ASIC")

2 Roles and responsibilities

2.1 Whistleblower Protection Officer

The role and responsibilities of the APAL WPO have been designed to ensure appropriate separation from APAL management. The person undertaking the role of WPO should have the appropriate background, experience and skill set to manage the defined roles and responsibilities, as outlined below.

- The role of WPO must be independent of management
- If the WPO receives a disclosure that implicates a person in their reporting line that is senior to them (other than the CEO, Chairperson or another Board member), then to manage any potential conflict of interest, the WPO should report the disclosure to either the CEO, the Chairperson or another Board member

- Where the above circumstances arise, the WPO (providing there is not conflict of interest – see below for further details if this occurs) should work with the appropriate senior officer and the External Whistleblower/s (if required) to manage the disclosure and progress it to an appropriate resolution
- The WPO will also be responsible for:
    - Assessing the risk of detriment or adverse action to the whistleblower and / or other implicated individuals
    - Working with other key stakeholders at APAL (and the External Whistleblower) to assess the disclosure to determine the type of misconduct involved and the most effective course of action. Where possible, the approach should be collaborative but on a "need to know" basis to ensure confidentiality is maintained
    - Ensuring appropriate resources and suitably qualified individuals (internal or external) are engaged to conduct any investigation (if required)
    - Managing the resolution of the disclosure, ensuring appropriate and secure communication to key internal stakeholders
    - Considering the legal implications of disclosures of misconduct including, where appropriate, the need to undertake investigations under the protection of legal professional privilege or the requirement to notify the relevant regulator
    - Advising the whistleblower that they can report their matter to a regulator such as the Australian Securities Investment Commission ("ASIC").

2.2 CEO, Chairperson or Board member

If the CEO, Chairperson or a Board member receives a whistleblower disclosure, they should work with the WPO and the External Whistleblower (where necessary) to manage the disclosure and progress it to resolution. The steps would follow those outlined above for the WPO role.

If the disclosure is about the WPO or presents a conflict of interest for the WPO, then the senior officer that has received the complaint will work with the External Whistleblower (if necessary) to manage the disclosure and progress it to resolution. (Further considerations for the senior officer are outlined below)

2.3 External Whistleblower

In most circumstances, any disclosure received by the External Whilstleblower (or any other provider) will be provided to the WPO.

However, where a disclosure implicates the WPO, then the External Whistleblower should provide the disclosure to the parties outlined in the escalation processes above.

Where a whistleblowing disclosure is made to the External Whistleblower, the CEO, WPO, Chairperson, or other Board member should work with the External Whistleblower to assess and mitigate any risks that may be apparent from the details contained in the disclosure, such as but not limited to:

- legal and/or reputational risks in respect of how the disclosure is to be handled
- excessive time taken to appropriately resolving the disclosure
- lack of skilled and experienced internal resources to effectively investigate the disclosure
- the complexity of the subject matter of the disclosure which is related to the availability of appropriately skilled and experienced internal resources
- confidentiality concerns associated with internally managing the disclosure
- the seniority of the person who is the subject of the disclosure
- actual or perceived conflicts of interest on the part of APAL employees managing the disclosure.