

WHISTLEBLOWER POLICY
2019

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1 Purpose

- 1.1 The Corporations Act 2001 (Cth) provides for protections for certain types of persons that make a Qualifying Disclosure (Whistleblower Protection Scheme). This Whistleblower Policy sets out when a disclosure may qualify for protection under the Whistleblower Protection Scheme.

2 Key Principles

- 2.1 The Qantas Group highly values and promotes a speaking up culture, where all Disclosing Persons feel comfortable to raise matters that are of legitimate concern to them, including in relation to a potential breach of any legal or regulatory requirement or policy.
- 2.2 A whistleblower program is an important element in deterring corrupt, illegal or other undesirable conduct.

3 Applicability

- 3.1 This Whistleblower Policy is applicable to the Qantas Group in all locations worldwide.
- 3.2 This policy must be considered in conjunction with any legislation specific to the state or country of operation relative to a disclosure received.

4 Definitions

- 4.1 In this policy:
- (a) 'Detriment' includes without limitation:
 - i. dismissal of an employee
 - ii. injury of an employee in his or her employment;
 - iii. alteration of an employee's position or duties to his or her disadvantage;
 - iv. discrimination between an employee and other employees;
 - v. harassment or intimidation of a person;
 - vi. harm or injury to a person, including psychological harm;
 - vii. damage to a person's property, reputation, business or financial position; or
 - viii. any other damage to a person.
 - (b) 'Employees' means directors, employees, contractors and agents of the Qantas Group and any person or organisation that acts for it.
 - (c) 'Qantas Group' or 'Group' means Qantas Airways Limited ABN 16 009 661 901, its subsidiaries (whether legally or beneficially owned) and related bodies corporate.
 - (d) 'Qantas Group' means Qantas Airways Limited ABN 16 009 661 901.
 - (e) 'Qualifying Disclosure' means a disclosure qualifying under section 1317AA of the Corporations Act 2001 (Cth), as outlined by that section and summarised in paragraph 5.1 of this policy.

5 Requirements for a Qualifying Disclosure

Qualifying Disclosures

- 5.1 A Qualifying Disclosure under the Whistleblower Protection Scheme is when a Disclosing Person makes a disclosure to an Eligible Recipient (or an external disclosure), and the Disclosing Person has **reasonable grounds to suspect** that the information concerns a Disclosable Matter.

Disclosing Person

- 5.2 A Disclosing Person is any current or former:
- (a) officer (including a director) or employee of any Qantas Group entity;
 - (b) individual who supplied goods or services to any Qantas Group entity;
 - (c) employee of a person that supplies goods or services to any Qantas Group entity;
 - (d) individual who is an associate of any Qantas Group entity; and
 - (e) any individual who is a relative, spouse or dependant (or the dependant of a spouse) of any of the above persons.

Who is an Eligible Recipient?

5.3 An Eligible Recipient is:

- (a) any person authorised by the Qantas Group to receive disclosures that may qualify for protection under the Whistleblower Protection Scheme. The Qantas Group authorises the members of the Whistleblower Committee to receive such disclosures;
- (b) any auditor (internal or external) or actuary of a Qantas Group entity; or
- (c) a senior manager or officer of a Qantas Group entity.

The Qantas Group generally regards the members of the Group Management Committee as the senior managers of the Qantas Group.

What is a Disclosable Matter? Making a disclosure

5.4 A "Disclosable Matter" under the Whistleblower Protection Scheme is information that:

- (a) concerns misconduct or an improper state of affairs or circumstances in relation to any entity within the Qantas Group; or
- (b) indicates that any entity in the Qantas Group or one of its officers or employees has engaged in conduct that:
 - i. constitutes an offence against the Corporations Act 2001 (Cth), ASIC Act, Banking Act 1959, Financial Sector (Collection of Data) Act 2001, Insurance Act 1973, Life Insurance Act 1995, National Consumer Credit Protection Act 2009, Superannuation Industry (Supervision) Act 1993, and any instrument made under these Acts;
 - ii. constitutes an offence against other Commonwealth legislation that is punishable by imprisonment for 12 months or more; or
 - iii. represents a danger to the public or the financial system.

Examples of what may be a Disclosable Matter include a breach of any legal or regulatory requirement, the Qantas Code of Conduct and Ethics or any other Qantas Group Policy, including, for example:

- (a) fraud;
- (b) negligence;
- (c) breach of duty or trust;
- (d) default;
- (e) criminal offences;
- (f) failure to comply with any legal obligation;
- (g) failure to comply with any other obligation of Qantas as a company listed on the ASX;
- (h) unfair or unethical dealing with a customer, supplier or agent of the Qantas Group;
- (i) corrupt conduct;
- (j) human rights abuses;
- (k) risk to the health or safety of any person;
- (l) unethical conduct;
- (m) any deliberate concealment relating to the above.

5.5 Generally, disclosures that concern personal work-related grievances do not qualify for protection under the Whistleblower Protection Scheme.

5.6 A disclosure will concern a personal work-related grievance of the discloser if the information:

- (a) concerns a grievance about any matter in relation to the discloser's employment, or former employment, having or tending to have implications for the discloser personally; and
- (b) does not have significant implications for the Qantas Group that do not relate the discloser; and
- (c) does not concern conduct that:
 - i. is an alleged contraventions of the Corporations Act 2001 (Cth), ASIC Act, Banking Act 1959, Financial Sector (Collection of Data) Act 2001, Insurance Act 1973, Life Insurance Act 1995, National Consumer Credit Protection Act 2009, Superannuation Industry (Supervision) Act 1993, and any instrument made under these Acts; or
 - ii. is an offence against another law of the Commonwealth, which is punishable by imprisonment of 12 months or more; or
 - iii. represents a danger to the public or financial system.

- 5.7 Examples of disclosures regarding personal work-related grievances that may not qualify for protection include:
- (a) an interpersonal conflict between the discloser and another employee;
 - (b) a decision relating to the engagement, transfer or promotion of the discloser;
 - (c) a decision relating to the terms and conditions of engagement of the discloser; or
 - (d) a decision to suspend or terminate the engagement of the discloser, or otherwise discipline the discloser.
- 5.8 A disclosure could qualify for protection if it concerns a personal work-related grievance but also concerns alleged detriment caused to the discloser (or a threat of detriment).
- 5.9 Disclosures about personal-work related grievances that do not qualify for protection under the Whistleblower Protection Scheme will generally be dealt with under the Qantas Group's grievance guidelines and procedures and not as Disclosable Matters.
- 5.10 Whilst disclosures can be made to any Eligible Recipient, to enable the efficient investigation of the Disclosable Matter, the Qantas Group encourages Disclosing Persons who have reasonable grounds to suspect a Disclosable Matter to make a disclosure by:
- (a) contacting the Whistleblower hotline, which is independently managed on behalf of Qantas by PricewaterhouseCoopers (via phone on 1800 855 212 or +612 82661453, via email at qantaswhistleblower@au.pwc.com, or post at PO Box Q654, QVB Post, NSW 1230, Australia);
 - (b) submitting a report to the online Whistleblower portal at <https://app.whispli.com/qantas-whistleblower>, by scanning the QR code available in Attachment 1 of this policy; or
 - (c) directly to any member the Whistleblower Committee.
- 5.11 Subject to the confidentiality protections set out at paragraph 6.5 below, disclosures made to an Eligible Recipient, to the Whistleblower hotline or via the Whistleblower portal, are generally provided to the Whistleblower Committee Secretariat for distribution to the Whistleblower Committee.
- 5.12 It is preferred that Disclosing Persons identify themselves when making a disclosure, as this greatly assists the investigation process. However, Disclosing Persons may choose to make their disclosure anonymously. In these circumstances the protections under the Whistleblower Protection Scheme still apply. Ideally, the Disclosing Person should provide sufficient information to allow the matter to be properly investigated and the Qantas Group encourages the Disclosing Person to provide an anonymous email address through which additional questions can be asked and information provided.
- 5.13 If a disclosure regarding a Disclosable Matter relates to:
- (a) a member of the Whistleblower Committee, that disclosure can be made directly to the Chief Executive Officer; or
 - (b) the Chief Executive Officer or a Director of a Qantas Airways Limited, that disclosure can be made to the Chair of the Board.

External disclosures

- 5.14 Nothing in this policy restricts the ability of a Disclosing Person to make a disclosure directly to ASIC, APRA or a prescribed Commonwealth authority, or a legal practitioner for the purpose of obtaining legal advice or legal representation (in relation to the Whistleblower Protection Scheme). These disclosures also qualify for protection under the Whistleblower Protection Scheme.

Whistleblower Committee Members

- 5.15 The Whistleblower Committee Members are:
- (a) Group Executive People and Culture (Chair);
 - (b) General Counsel and Group Executive, Office of the CEO;
 - (c) Executive Manager Group Safety and Health;
 - (d) Group Chief Security Officer;
 - (e) Group Head of Audit and Risk; and
 - (f) Head of Business Integrity and Compliance.

Whistleblower Committee Secretariat

- 5.16 The Whistleblower Committee is supported by the Whistleblower Committee Secretariat. The Whistleblower Secretariat is comprised of the Whistleblower Committee Secretary and Whistleblower Committee Coordinator.
- 5.17 The Whistleblower Committee Secretary and Whistleblower Coordinator are authorised to review disclosures received via the channels outlined in paragraph 5.10 and distribute them to the Whistleblower Committee in accordance with paragraph 5.11.

Investigation of a Disclosable Matter

- 5.18 Upon receipt of a Qualifying Disclosure, the Whistleblower Committee is responsible for ensuring that the matter is investigated as appropriate. This includes:
- (a) deciding on the need for an investigation;
 - (b) appointing an Investigation Officer; and
 - (c) receiving timely updates as to the progress and completion of investigations.
- 5.19 An investigation will generally involve making inquiries and collecting evidence for the purpose of assessing whether the Qualifying Disclosure can be substantiated.
- 5.20 Qantas employees about whom disclosures are made will generally be given an opportunity to respond to the relevant allegations made in the Qualifying Disclosure.

6 Protections

Immunities

- 6.1 A Disclosing Person will not be subject to criminal, civil or administrative liability (including disciplinary action) by the Qantas Group for making a Qualifying Disclosure.
- 6.2 No contractual or other remedy or right may be enforced or exercised against the Disclosing Person on the basis of the Qualifying Disclosure.
- 6.3 Disclosing Persons who make some types of Qualifying Disclosures are also provided immunities to ensure that information they disclose is not admissible in evidence against them in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information.
- 6.4 Except as provided for by 6.3, the fact that someone has made a Qualifying Disclosure does not prevent them from being subject to any civil, criminal or administrative liability for conduct of the person revealed by the disclosure.

Confidentiality

- 6.5 Under the Whistleblower Protection Scheme, Disclosing Persons making a Qualifying Disclosure are protected by the requirement that their identity, and information that may lead to their identification, must be kept confidential, subject to relevant exceptions outlined below.
- 6.6 Exceptions to this are disclosures to ASIC, the Australian Federal Police, a legal practitioner for the purpose of obtaining advice about the application of the whistleblower protections or made with the consent of the eligible whistleblower.
- 6.7 The Disclosing Person's identity and information which is likely to lead to the identification of the discloser can also be provided to any Commonwealth or State authority for the purpose of assisting the authority in the performance of its functions or duties. This includes, but is not limited to, the police in a relevant State or Territory, the Civil Aviation Safety Authority or other authorities.
- 6.8 It is also permissible to disclose information which could lead to the identification of the discloser if the disclosure is reasonably necessary for the purpose of investigating the matter, if all reasonable steps are taken to reduce the risk that the discloser will be identified as a result of the information being disclosed.
- 6.9 Breach of these confidentiality protections regarding the discloser's identity and information likely to lead to the identification of the discloser is a criminal offence and may be the subject of criminal, civil and disciplinary proceedings.
- 6.10 The Whistleblower Committee must ensure that all Committee files and documents are kept secure.

Detriment and appointment of a Disclosing Person Protection Officer

- 6.11 Disclosing Persons are protected under the Whistleblower Protection Scheme from victimisation and suffering any Detriment by reason of the Qualifying Disclosure. It is unlawful for a person to engage in conduct against another person that causes, or will cause Detriment in circumstances where the person believes or suspects that the other person or any other person made, may have made, proposes to make or could make a Qualifying Disclosure.
- 6.12 Threats of Detriment are also unlawful.
- 6.13 Employees of the Qantas Group found to have engaged in detrimental conduct on this basis will be subject to disciplinary action. Any person that engages in detrimental conduct may also be subject to civil and criminal liability (including imprisonment) under the Whistleblower Protection Scheme.
- 6.14 Where appropriate, the Whistleblower Committee will also appoint a Disclosing Person Protection Officer (DPPO) to safeguard the interests of the Disclosing Person. The DPPO will, where practicable, take whatever action is possible to ensure that the Disclosing Person is protected from detriment for making a Qualifying Disclosure.
- 6.15 If any person becomes aware of detrimental conduct occurring, they should report this to the Whistleblower Committee.

7 Roles and Responsibilities

Employees of the Qantas Group and Disclosing Persons

- 7.1 If a Disclosing Person becomes concerned about possible illegal, unethical or otherwise improper conduct that they think is not being properly handled within the Qantas Group, it is critical that they take steps to advise the Qantas Group through this Whistleblower Policy.

Whistleblower Committee Obligations

- 7.2 In addition to the obligations outlined elsewhere in the Whistleblower Policy, the Whistleblower Committee must:
- (a) meet at least twice each year, and otherwise as required to ensure the appropriate handling of all Disclosable Matters;
 - (b) undertake training on a regular basis, to ensure that their knowledge in relation to Whistleblower related laws and regulations remains current; and
 - (c) report to the CEO and Board Audit Committee on at least an annual basis, and otherwise as necessary.

Disclosing Person Protection Officer (DPPO)

- 7.3 The DPPO is responsible for taking, where practicable, whatever reasonable action is required to ensure that the Disclosing Person is protected from detriment.

Investigation Officer

- 7.4 The Investigation Officer has responsibility for conducting an investigation into a qualifying disclosure received from a Disclosing Person. The Investigation Officer will not be the same person as the DPPO.

Interpretation of this Policy

- 7.5 Any questions in relation to the interpretation of the Whistleblower Policy documents should be forwarded to the General Counsel and Group Executive, Office of the CEO.

8 Compliance

Breaches

- 8.1 A breach of the protections provided under the Whistleblower Protection Scheme will be treated as a serious disciplinary matter.
- 8.2 False reports can have significant effects on the reputations of Qantas employees and would also cause considerable waste of time and effort. Accordingly, any deliberately false disclosures under the Whistleblower Policy will be treated as a serious disciplinary matter.

9 Administration

Review and Updates

- 9.1 The Policy owner will review and update this Policy document as required and at a minimum every two years to maintain relevance.

Related Policy Documents

- 9.2 [Qantas Code of Conduct](#)

Published

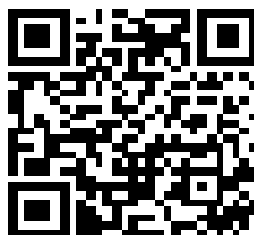
- 9.3 This policy is published on the Qantas Group website.

Policy

- 9.4 This policy is not a term of any contract, including any contract of employment and does not impose any contractual duties, implied or otherwise, on the Qantas Group. This Policy may be varied by the Qantas Group from time to time.

Qantas online Whistleblower portal QR code

Qantas Group Employees can access the online Whistleblower portal by scanning the below QR Code with any enabled device.





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