

AP+
**Whistleblower
Protection Policy**

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1. PURPOSE AND SCOPE

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 confidentially make a report knowing that you have rights to protection from reprisal in accordance with this policy.

The purpose of this policy is to:

1. Encourage speaking up – encourage reporting of behaviour that does not feel quite right whether that is illegal conduct or behaviour that is not in line with our values or code of conduct;
2. Reporting a concern – explain how to report a concern and how the concern will be investigated;
3. Protection and support – explain when a report is a protected disclosure and how we will support you; and
4. Governance – ensure AP+ Group meet its legal and regulatory obligations in relation to whistleblower protections.

2. WHO DOES THIS POLICY APPLY TO?

This policy applies to current or former:

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

of the Australian Payments Plus Limited ACN 649 744 203 and any of its subsidiaries (referred to as AP+ Group or we). Refer to Appendix A for a full list of the subsidiaries. This policy supersedes any previous whistleblower policies adopted by an entity of the AP+ Group.

Each person referred to above is considered an Eligible Person under this policy.

3. DISCLOSURES COVERED UNDER THIS POLICY

What types of concerns you can report?

You can report the following types of conduct:

- misconduct or an improper state of affairs:
 - 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 which constitutes an offence or breach of the following laws or an instrument made under these laws:
 - 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; or
- conduct which constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- indicates an attempt to cover up any of the above conduct;

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, you will have protections under this policy and also under specific legislation.

4. DISCLOSURE NOT COVERED BY THIS POLICY

Disclosures that relate solely to personal work-related grievances are not usually Whistleblower Disclosures¹ under this policy.

A personal work-related grievance:

- relates to your current or former employment with AP+ Group;
- does not have significant implications for the AP+ Group; and
- does not concern conduct, or alleged contravention of a Reportable Conduct.

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, you have suffered as a consequence of making, or proposing to make, a disclosure of a Reportable Conduct;
- the disclosure has significant implications for the AP+ Group and the information suggests misconduct beyond your personal circumstances;
- the disclosure also includes information of Reportable Conduct (a mixed disclosure); or
- the disclosure is made to a legal practitioner for the purposes of seeking legal advice or representation about the operation of the whistleblower laws.

¹ As defined in section 5.a of this policy.

5. PROTECTION AND SUPPORT

We understand that you may be concerned about the potential repercussions of being identified as a result of reporting your concerns. We are committed to supporting you and taking all reasonable steps to protect you against detrimental conduct for a Whistleblower Disclosure.

a. When do you qualify for protection?

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

1. you have 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. you are an Eligible Person as described in section 3 above; and
4. you have made the disclosure to an Eligible Recipient set out in section 6 below.

In addition, you 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

Your identity, or any information that would likely identify you, will not be shared with anyone and it is illegal for us to share this information 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).

We will take reasonable steps to protect your identity and information in your Whistleblower Disclosure that is likely to identify you. 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.

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

Protecting you from detriment

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. 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;
- bullying, intimidation or harassment;
- over or under work;
- 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 the AP+ Group performance management procedures, work misconduct unrelated to your Whistleblower Disclosure (including where you intentionally make a disclosure where you know it isn't true or is misleading) or action taken to protect you from Detrimental Conduct.

c. Protection to those mentioned in Whistleblower Disclosure

The AP+ Group 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 independent;
- 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 Uprise, Employee Assistance Program for counselling and support.

d. Counselling and support

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. We encourage you to seek support as this may be a difficult time for you. 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.

6. REPORTING A CONCERN

You can report a concern anonymously and continue to remain anonymous throughout or after any investigation into your concern. 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 investigations, 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 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, 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 internal Eligible Recipients in the first instance so that we can address wrongdoing as early as possible.

Internal Eligible Recipients

You need to make the disclosure directly to one of the below internal Eligible Recipients to be able to qualify for protection under the law.

- **AP+ Whistleblower Hotline Contact Details**

You can report a concern via our AP+ Whistleblower hotline as follows:

- **telephone** – a confidential telephone service 1300 582 346 between 8:00am and 6:00pm Monday to Friday;
- **email** – by email to APPlusDisclosures@myvault.net.au
- **mail**
AP+ Group Whistleblower Protection
C/- Forensic Consulting
PO Box 4736
Melbourne VIC 3001

Our hotline is managed by an external service provider on our behalf and ensures your disclosure is managed confidentially and in accordance with this policy.

The external service provider will report disclosures received to the General Counsel. However, if the disclosure relates to the General Counsel, or a member of the General Counsel's team, the external service provider will report such disclosures to the AP+ Chair.

You can also report a concern directly to any of the following:

- AP+ Group General Counsel;
- AP+ Group Chair - **email** - chair@auspayplus.com.au;
- an AP+ Group officer (includes a director or company secretary) or senior manager (includes a member of the Executive Leadership Team);
- 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.

External Eligible Recipients

- You may make a disclosure of Reportable Conduct to a legal practitioner for the purposes of seeking advice or legal representation in relation to the operation of the whistleblower protection laws.
- Other eligible recipients include ASIC, APRA and the ATO.
- In some instances, where it qualifies as a “public interest disclosure” or an “emergency disclosure” under the Corporations Act, you may make disclosures to journalists and parliamentarians and qualify for protection. If you are planning on making a public interest or emergency disclosure, you should consider seeking independent legal advice.

7. 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 commence that investigation within 15 business days and finalise the investigation within 20 business days after commencing the investigations.

We will keep written records relating to the investigation in a secure location. Records will be password-protected and accessible only by those involved in the investigation.

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

We will report outcomes of investigations of Whistleblower Disclosures to the 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, the AP+ Group will keep a record of the outcome of the investigation which will be stored in a secure location maintained by the 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.

8. TRAINING

The AP+ Group will periodically provide training for employees in relation to their rights and obligations under this policy and also to recipients that receive whistleblower reports and how to respond to them.

9. REVIEW OF POLICY

This policy will be reviewed periodically to ensure that it is operating effectively and remains consistent with all the applicable laws as well as the business practices and processes of the AP+ Group. 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;
- eftpos Digital Identity 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”)
- ASIC RG270 Whistleblower policies
- Good practices for handling whistleblower disclosures, ASIC Report 758, March 2023