

Whistleblower Policy

Effective 3/12/2023
Due for review on 3/12/2025

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Whistleblower Policy

1. Introduction

At Aurizon we live by our values. This means that we have the courage to do the right thing, we look out for each other, we do not walk past hazards, and we have courageous conversations when they are required.

Aurizon's Whistleblower Policy aligns with our values and our code of conduct and outlines how employees and others can report concerns of improper conduct, what happens after they make a report and how Aurizon seeks to ensure they feel safe in providing a report without fear of reprisal or intimidation.

This policy applies to all Aurizon group entities, their employees, contractors, and suppliers.

2. Making a Whistleblower report

If in doubt, speak out. If you believe the conduct of someone connected with Aurizon isn't right, you can report it to the Whistleblower Hotline, particularly if it:

- is illegal, corrupt, dishonest, unethical
- violates the law or any legal code
- is creating an unsafe environment
- is causing harm to the environment
- breaches any of Aurizon's policies including the Code of Conduct
- is discrimination, harassment and/or bullying of any kind
- is detrimental to Aurizon and could cause financial or non-financial loss
- is misconduct or an improper state of affairs or circumstances in relation to Aurizon

Who can make a report? Anybody can make a report. If the report falls within the Whistleblower classification, the whistleblower is referred to as an *Eligible Whistleblowers* and this policy will apply. The report can be made either in a way which identifies the Eligible Whistleblower, or anonymously.

If the report does not fall within the whistleblower classification as outlined in this policy, the caller may still choose to be anonymous. Such reports may be handled through other complaint or conduct investigations processes i.e. Grievance Procedure.

Legal Protection. Your report might also attract Legal Protection. Please refer to Paragraph 4 for further information on how you can make a Protected Disclosure.

Personal Work-Related Grievance. Aurizon has specific processes for reporting Personal Work-Related Grievances. Please refer to the [Grievance Procedure](#) or speak to your HR Partner for further information.

To make a report, or if in doubt. To make a report, or if you have any questions about making a report, please call the Whistleblower Hotline which is available 24 hours per day, 7 days per week, 365 days of the year. **The Whistleblower Hotline number is 1800 144 774.**

Employee support. Aurizon offers confidential support to Whistleblowers throughout the reporting and investigation process, which is available by contacting the Aurizon Employee Assistance Program on 1300 361 008.

3. What we will do

Investigation. We will treat your report seriously and will assess it to determine if an investigation is required. The aim of an investigation is to determine whether there is enough evidence to substantiate the conduct reported. Any investigation process will be coordinated or managed by the Head of Risk and Assurance. The investigation process and investigation outcomes will be reported on a regular basis to the Aurizon Board's Audit, Governance and Risk Management Committee. If your report is not about a matter that falls within the whistleblower classification set out in this policy it may still be handled through other complaint or conduct investigation mechanisms within Aurizon, as appropriate in the circumstances (i.e. through our HR and People team). This Policy only applies to Protected Disclosures.

Confidentiality. Aurizon respects the right of a Whistleblower to make an anonymous report and will take all reasonable steps to ensure that the identity of the Whistleblower is protected from disclosure unless the consent is given by the Whistleblower or disclosure is Authorised by law. If a Whistleblower does not provide consent to the disclosure of their identity or information that is likely to lead to their identification, it may not be possible for Aurizon to adequately investigate and respond (if at all) to the disclosure.

Aurizon will ensure that any records relating to investigations are stored securely and confidentially and are only able to be accessed by personnel who are authorised to access the information.

Fair treatment. Aurizon will provide fair treatment to the parties involved in a report, including the Whistleblower, the person who is the subject of the Protected Disclosure and any witnesses by:

- not disclosing the person's identity throughout the investigation process (or information likely to lead to their identification) unless given consent or Authorised by law
- not condoning any retaliation or Detrimental Conduct for making a report
- ensuring that any investigation process is thorough, objective, fair and independent of those involved in the Whistleblower report
- providing confidential support throughout the reporting and investigation process, which is available by contacting the Aurizon Employee Assistance Program on 1300 361 008.

No Detrimental Conduct. Aurizon is committed to protecting and respecting the rights of Whistleblowers and will not tolerate any Detrimental Conduct against anyone on the basis or the suspicion of them making a valid Whistleblower report.

Communication. Where possible and appropriate (taking into account confidentiality considerations, legal obligations and any other relevant factors), the Whistleblower and anyone subject to the Whistleblower report will be informed of the outcome of the investigation. If informed of the outcome, they will be required to maintain confidentiality. If a

Protected Disclosure is made anonymously, it may not be possible to contact the discloser to provide information about the progress or outcome of an investigation.

Acting on findings. If a report is substantiated, we will act on it. Our actions may include disciplinary action and, if criminal conduct is substantiated or suspected, reporting the conduct to relevant authorities.

4. If your report attracts Legal Protection

What conduct? You will have Legal Protection if you make a Protected Disclosure. You can make a Protected Disclosure either in a way which identifies you, or anonymously.

Where do I report a Protected Disclosure?

An *Eligible Whistleblower* can make a Protected Disclosure to:

- an Eligible Recipient at Aurizon including the Whistleblower Hotline
- one of the following regulators:
 - Australian Securities & Investments Commission (ASIC)
 - Australian Prudential Regulation Authority (APRA)
- a lawyer, to receive legal advice or representation.

What if I think it's an emergency or the regulators are not taking any action? If a report has already been made to ASIC or APRA, then under certain circumstances an *Eligible Whistleblower* can make a *Protected Disclosure* to a journalist or member of parliament. This is called an *emergency disclosure* or a *public interest disclosure*.

If you are considering making an *emergency disclosure* or *public interest disclosure*, we recommend you contact the Whistleblower Hotline or seek legal advice to ensure you understand the criteria.

5. False Disclosures

When making a *Protected Disclosure*, you must have reasonable grounds to suspect the information you are disclosing concerns *Misconduct* or an improper state of affairs or circumstances in relation to Aurizon.

Aurizon takes deliberate or malicious false reports of improper conduct seriously and this may be considered a breach of Aurizon's Code of Conduct.

6. Review

The Aurizon Board periodically reviews this policy.

7. Availability and Contact

This policy is available on the Aurizon website and intranet site. If you are unsure about any aspect of this policy, contact the Head of Risk and Assurance, General Counsel, or the Whistleblower Hotline.

8. Definitions

Authorised: the following circumstances may authorise Aurizon to disclose the identity of an *Eligible Whistleblower*:

- the disclosure is made to the Australian Federal Police, the Australian Securities and Investments Commission or the Australian Prudential Regulation Authority,
- it is disclosed to a lawyer for the purpose of receiving advice,
- the disclosure is otherwise authorised by law.

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Detrimental Conduct: examples of detrimental conduct include:

- dismissal of an employee
- injury of an employee in their employment
- alteration of an employee's position or duties to their disadvantage
- discrimination between an employee and other employees of the same employer
- harassment or intimidation of a person
- harm or injury to a person, including psychological harm
- damage to a person's property
- damage to a person's reputation
- damage to a person's business or financial position
- any other damage to a person.

Eligible Recipients: At Aurizon, an eligible recipient includes:

- the Whistleblower Hotline
- a member of Aurizon's Board
- a member of Aurizon's Executive Committee — including the CEO, CFO and Group Executives
- Senior Managers — which at Aurizon are General Managers or Heads of Departments
- Aurizon's independent auditors

Eligible Whistleblower: any current or former directors, officers, employees, suppliers (or their employees) or individual associates of Aurizon and its subsidiaries. This policy also applies to relatives, dependents, spouses, or spouses' dependents of the above.

Emergency disclosure: the criteria for making an emergency disclosure is that an *Eligible Whistleblower*.

- previously made a disclosure to ASIC or APRA,
- has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of any person or to the natural environment,
- has given written notice to ASIC or APRA (whichever the first disclosure was made to) identifying the Protected Disclosure and stating they intend to make an emergency disclosure,
- the extent of the information disclosed is no greater than is necessary to inform the member of parliament or journalist of the substantial and imminent danger.

Legal protections: include:

- identity protection (confidentiality)
- protections from certain legal action for making the *Protected Disclosure* including:
 - civil, criminal, or administrative action
 - contractual enforcement or exercising a contractual right against an *Eligible Whistleblower*
- the information provided may not be admissible in evidence against an *Eligible Whistleblower* in legal proceedings (unless they have provided false information)
- if an *Eligible Whistleblower* is subject to *Detrimental Conduct* due to a *Protected Disclosure*, in some circumstances they may be entitled to compensation or another remedy.

Personal Work Related Grievance:

Personal work-related grievances are issues in relation to your employment with Aurizon that have implications for you personally (i.e. matters solely related to your personal employment).

Examples of personal work-related grievances include:

- a conflict between you and another employee,
- a decision relating to your promotion or transfer,
- a decision about the terms and conditions of your employment,
- a decision relating to the suspension or termination of your employment.

Protected Disclosure is where an *Eligible Whistleblower* makes a disclosure to anyone listed in paragraph 4 and where they have reasonable grounds to suspect that the information they disclose concerns *misconduct* or an improper state of affairs or circumstances in relation to Aurizon, including:

- a federal offence that is punishable by at least 12 months imprisonment
- a danger to public safety
- an impact on the stability or confidence of Australia's financial system
- an offence under or contravention against any of the following laws:
 - Corporations Act 2001 (Cth)
 - Australian Securities and Investments Commission Act 2001 (Cth)
 - Banking Act 1959 (Cth)
 - Financial Sector (Collection of Data) Act 2001 (Cth)

- Insurance Act 1973 (Cth)
- Life Insurance Act 1995 (Cth)
- National Consumer Credit Protection Act 2009 (Cth)
- Superannuation Industry (Supervision) Act 1993 (Cth)
- an instrument or regulation made under any of the above Acts
- but does not include conduct which solely relates to a Personal Work-Related Grievance
- For the purpose of Protected Disclosure, misconduct includes fraud, negligence, default, breach of trust and breach of duty.

Public interest disclosure

The criteria for making a public interest disclosure is that an Eligible Whistleblower:

- previously made a Protected Disclosure to ASIC or APRA and at least 90 days has passed,
- has reasonable grounds to believe that that no action is being, or has been taken by ASIC or APRA and that making a second disclosure will be in the interests of the public,
- has given written notice to ASIC or APRA (whoever the first disclosure was made to) identifying the Protected Disclosure and stating they intend to make a public interest disclosure.