



# Whistleblower Policy Overview



## We support a 'SPEAK UP' Culture

Team members & others who are eligible can report improper, unethical or illegal conduct and receive certain protections.

## WHEN IS A REPORT PROTECTED?



### It is reported by...

- ❖ A current or former:
    - ❖ officer of the Group
    - ❖ employee within the Group
    - ❖ An individual who supplies goods or services to a company in the Group or their employee or
    - ❖ A relative, dependent or spouse of any of the above categories
  - ❖ A Group Company
- More information? See section 4.2 of the Policy

### It is reported to...

- ❖ The Ethics hotline;
  - ❖ Chief Legal & Risk Officer
  - ❖ Chief People & Culture Officer
  - ❖ An officer, director or senior manager of the Group, listed in Attachment 1 of the Policy
  - ❖ Externally to ASIC or APRA
  - ❖ In some circumstances to members of parliament or journalists;
  - ❖ A legal practitioner.
- More information? See section 5.1 and Attachment 1 of the Policy.

### The report is about...

- ❖ Misconduct or improper state of affairs
  - ❖ An offence against the Corporations Act or other listed Commonwealth legislation
  - ❖ Conduct that represents a danger to the public or financial system or
  - ❖ An offence against any other law of the commonwealth punishable by 12 months or more imprisonment.
- Personal work related grievances are generally not protected.*
- More information? See section 4.3- 4.5 of the Policy.



### How do I make a Whistleblower Report?

- ❖ Contact the Ethics Hotline by phone, text, web based reporting portal, email or post;
- ❖ Contact the Chief Legal and Risk Officer or the Chief People and Culture Officer in person, by email or telephone;
- ❖ Contact one of the other people or external authorities listed in Attachment 1 of the Policy in person, by email or telephone.

More information? See section 5.1 and 5.2 of the Policy



### Reasonable Grounds

You must have reasonable grounds to suspect that the information reported indicates the type of conduct outlined above



## Handling of Whistleblower reports

- ✓ Reports will be assessed where practicable within 5 days of receipt
- ✓ Anonymous reports can be made
- ✓ Whistleblower information will be held in the strictest of confidence
- ✓ The identity of the whistleblower will be protected
- ✓ The matter will be properly investigated where appropriate
- ✓ The whistleblower will be kept informed of the progress and outcome of the report where possible
- ✓ The Audit and Risk Management committee may be informed to ensure appropriate oversight



## Support

We will support you while your Whistleblower report is being handled by the Group. For employees, the Group provides the Employee Assistance Program (EAP) which is an independent Staff Counselling and Support service provided by an external organisation



## What protection is available?

- ✓ Protection of identity
- ✓ Protection against detriment
- ✓ Protection against litigation



## How do I get more information?

Read the Whistleblower Policy thoroughly and if you require more information contact the Legal and Risk Division by emailing:

[whistleblowerinformation@virginaustralia.com](mailto:whistleblowerinformation@virginaustralia.com).

# Whistleblower Policy

## 1. Purpose

The Virgin Australia Group (the **Group**) is committed to ensuring responsible corporate governance and that all employees, contractors and their employees act with integrity.

We support a 'speak up' culture where individuals can report improper, unethical or illegal conduct as outlined in this Policy to appropriate persons and obtain the protections afforded to them under the *Corporations Act* and the *Taxation Administration Act* without fear of reprisal.

The purpose of this policy is to outline the requirements for making a whistleblower report under the *Corporations Act* and the *Taxation Administration Act* and the protections available to whistleblowers and the information they provide.

The policy is also intended to make whistleblowers feel confident about raising concerns internally, by providing for a reporting and handling process that is objective, confidential, independent and which protects them from reprisal or detriment.

## 2. Our Values

This Policy is underpinned by our Group values. Our values guide our behaviour and apply to every aspect of our business. The Group values are:

- Heart – genuine, authenticity, heartfelt, care, respectful, personal, sincere
- Spirit – zest for life, positive, energetic, spontaneous, passionate
- Imagination – creativity, find ways, progressive thinking
- Collaboration – inclusive, together, people/people, involving, caring for others, engaging, open

## 3. Scope

This Policy applies to all Group officers, employees, contractors and contractor's employees working for the Group and any Whistleblower outside of the Group who is in one of the categories of people set out in clause 4.2.

If there is inconsistency between this Policy and the provisions of relevant legislation, the provisions of the relevant legislation will prevail to the extent of any inconsistency.

## 4. Who is a Whistleblower?

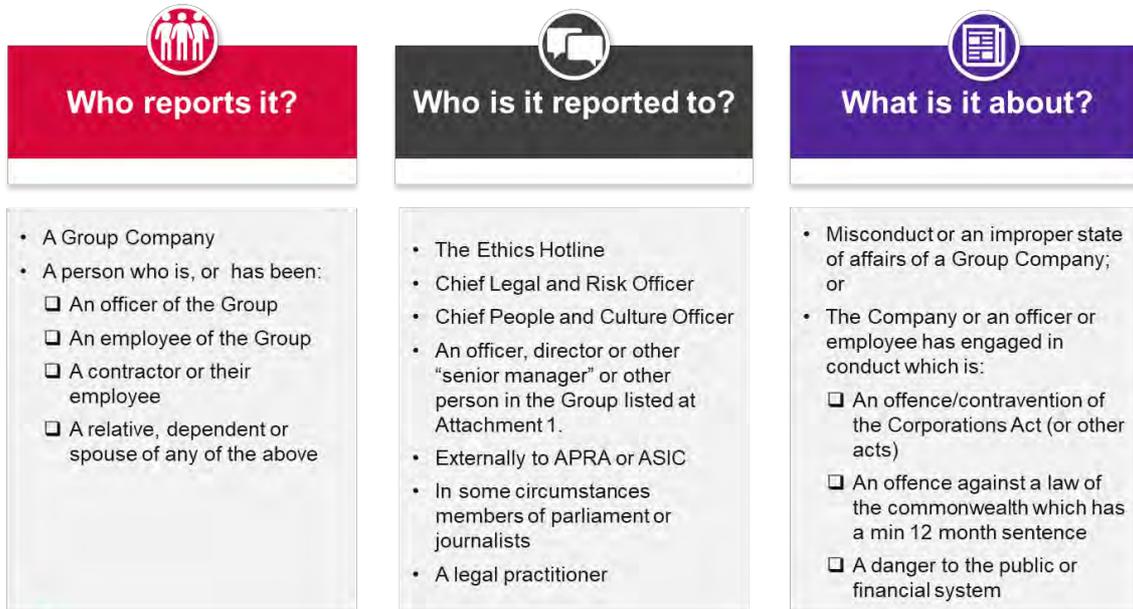
### 4.1 Overview

A '**Whistleblower**' is a person who fits within one of the categories described in section 4.2 below and who reports certain improper, unethical or illegal conduct as outlined in this Policy to one of the people described in section 5.2.

A Whistleblower is afforded certain protections under *Corporations Act* and the *Taxation Administration Act* which are described in this Policy.

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The diagram below summarises the circumstances in which a report will be protected.



 **The whistleblower must have reasonable grounds to suspect the information reported is reportable conduct**

#### 4.2 Who may be recognised as a Whistleblower?

To be recognised as a Whistleblower you must be, or have been, one of the following:

- a) an officer (usually that means a director or secretary) within the Group;
- b) an employee in the Group;
- c) an individual who supplies services or goods to a company in the Group (whether paid or unpaid), or their employee; or
- d) a relative, dependent or the dependant of the spouse of any of the above categories of people.

#### 4.3 What must a Whistleblower report be made about?

For a Whistleblower report to be protected, you must have reasonable grounds to suspect the information you are reporting:

- a) is about misconduct or an improper state of affairs or circumstances in relation to a Group Company
- b) indicates that a Group Company or an officer or employee has engaged in conduct that:
  - is an offence against or a contravention of, the *Corporations Act*, the *ASIC Act*, 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 1973*, or the *Superannuation Industry (Supervision) Act 1993*, or regulations made under those laws;
  - is an offence against any other law of the Commonwealth that is punishable by imprisonment for 12 months or more; or
  - represents a danger to the public (e.g. public safety) or the financial system (including conduct which does not involve a breach of a particular law);

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- is prescribed by regulation; or
- c) is about misconduct, or an improper state of affairs or circumstances in relation to the tax affairs of the Group Company or an associate of the Group Company which the Whistleblower considers may assist to perform the functions or duties in relation to the tax affairs of the Group Company.

In this Policy we call these types of conduct “**Reportable Matters**.”

#### 4.4 Examples of conduct which could be a Reportable Matter

The following types of conduct could be a Reportable Matter:

**NEGLIGENCE**

Misappropriation of funds

**Breach of duty**

Covering up fraud in financial reports

Not responding appropriately to a serious safety issue

Not acting with care and diligence

Money laundering

**Insider trading**

**Theft**

A person improperly using information

Improperly using your position

A director failing to disclose a material personal interest

**FRAUD**

**Corruption**

Taking adverse action or threatening to take adverse action against a person who has made, or may make, a report under this policy

#### 4.5 What is not a Reportable Matter?

Personal work-related grievances are not Reportable Matters and are not covered by this Policy.

A personal work-related grievance is a grievance about a person’s current or former employment that has or tends to have personal implications for a person but does not have any other significant implications for the Group and does not relate to any Reportable Matters.

Personal work-related grievances do not qualify for protection under the *Corporations Act* or *Taxation Administration Act*.

However, there may be some employment related concerns which do qualify for protection under this Policy. Below are some examples:

**Examples of work-related grievances which may qualify for protection**

- Where the reporter seeks legal advice or legal representation about the operation of the legal protections under the Corporations Act.
- A report:
  - which includes information about misconduct or an improper state of affairs;
  - about breach of laws punishable by a period of 12 months imprisonment or more;
  - about conduct which represents a danger to the public;
  - relating to information that suggests misconduct beyond the person's personal circumstances;
  - about the discloser suffering from, or being threatened with detriment for making a whistleblower report.

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**Examples of personal work-related grievances which do not qualify for protection**

A report about:

- an interpersonal conflict between two employees;
- an employment decision that does not involve breach of workplace laws;
- a decision about engagement, transfer or promotion;
- a decision about the terms and conditions of employment;
- a decision to suspend or terminate employment or engagement or to discipline a person.

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## 5. Making a Whistleblower report

### 5.1 How can Whistleblower reports be made?

To ensure the report is appropriately managed and any rights are protected, you are encouraged to make a report to the Ethics Hotline by phone, text, web-based reporting portal, email or post. The Ethics Hotline is an external independent provider which provides a confidential method of reporting concerns related to this Policy. The Ethics Hotline is authorised by the Group to receive reports that may qualify for protection.



#### To make a whistleblower report

- Australia: 1800 829 466 (free call)
- New Zealand: 0800 934 742 (free call)
- international: +61 499 221 005
- Text: +61 499 221 005
- Web: [www.rightcall.com.au/ethicsline](http://www.rightcall.com.au/ethicsline)
- Email: [ethicsline@rightcall.com.au](mailto:ethicsline@rightcall.com.au)
- Post: PO Box 24371, Melbourne, VIC 3000 (addressed to Ethics Hotline marked confidential)

A report may also be made in person, by email or telephone to:

- Dayna Field, Chief Legal and Risk Officer ([dayna.field@virginaustralia.com](mailto:dayna.field@virginaustralia.com)); or
- Lucinda Gemmell, Chief People and Culture Officer ([lucinda.gemmell@virginaustralia.com](mailto:lucinda.gemmell@virginaustralia.com)).

Reports may also be made in person, in writing, verbally or over the phone directly to one of the other people listed in **Attachment 1**.

### 5.2 Can complaints be made anonymously?

Yes. You do not need to provide your name when you make a report.

However, while reports can be made anonymously (for example through the Ethics Hotline), if you do not provide your name when you make a report, this may affect the ability of the Group to investigate the matter properly and to communicate with you about the report.

### 5.3 False Reporting

Reports must be made with reasonable grounds. If a report is not made in circumstances where the

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individual has reasonable grounds to believe that a Reportable Matter has occurred, the individual making the report will not be protected under the *Corporations Act* or the *Taxation Administration Act*. Further, this is viewed as a serious matter and persons who knowingly make a false report may be subject to disciplinary action up to and including termination of their employment.

#### **5.4 Reporting to external bodies including journalists or parliamentarians**

If you have a concern about a Reportable Matter and you wish to make a report, you are encouraged to report your concern to the Group in accordance with this Policy.

However, the outcome of an internal investigation about a Whistleblower report, does not prohibit you from making a further report externally to the Group, to one of those people or bodies described in **Attachment 1** below (including an auditor, actuary, ASIC, APRA, the Commissioner of Taxation).

You may also make a Public Interest Disclosure or an Emergency Disclosure to a member of parliament or a journalist if:

##### *Public Interest Disclosure*

- you have made a report to ASIC, APRA or another Commonwealth body prescribed by regulation; and
- at least 90 days have passed since you made your report and you do not have reasonable grounds to believe that action is being or has been taken to address the matters in your report; and
- you believe on reasonable grounds that making a further report would be in the public interest; and
- you notify the body you made your report to (ASIC, APRA or other Commonwealth body) in writing including sufficient information to identify the previous report and state that you intend to make a report to a member of parliament or journalist; *or*

##### *Emergency Disclosure*

- you have previously made a report to ASIC, APRA or another Commonwealth body prescribed by regulation; and
- you have reasonable grounds to believe that the information in the report concerns a substantial and imminent danger to the health or safety of one or more persons or the natural environment; and
- you notify the body you made your report to (e.g. ASIC, APRA or other Commonwealth body) in writing including sufficient information to identify the previous report and state that you intend to make a report to a member of parliament or journalist; and
- the information disclosed to the member of parliament or journalist is no greater than necessary to inform the recipient of the misconduct or improper state of affairs or the substantial and imminent danger.

It is important to understand that a report may only be made to a parliamentarian or a journalist in the circumstances described above. You should seek independent legal advice before making a public interest disclosure or an emergency disclosure to a member of parliament or a journalist.

## **6. What protections are available to me if I am a Whistleblower?**

If you are a Whistleblower you will receive certain protections in accordance with the *Corporations Act* or the *Taxation Administration Act*.

### 6.1 Protecting the Whistleblower's identity

Information received under this Policy will be held in the strictest confidence and will only be disclosed to the appropriate persons within the Group to the extent necessary to investigate the report and take action as appropriate. Where information is disclosed, those who have access to the information will be informed of the confidentiality requirements and the protections for Whistleblowers as outlined in this Policy.

Where a Whistleblower does not consent to their identity being disclosed as part of a report, the Whistleblower's identity or information that is likely to lead to the identification of the Whistleblower will not be disclosed (except as outlined below).

However, a person who is dealing with the Whistleblower report, may disclose information that is reasonably necessary for the purposes of investigating the Whistleblower report. If this occurs, all reasonable steps will be taken to reduce the risk that the Whistleblower will be identified as a result of the report.

Without the Whistleblower's consent, the Whistleblower report can still be passed on to ASIC, APRA, the Commissioner of Taxation or the Australian Federal Police for investigation or to a legal practitioner for the purpose of obtaining advice or legal representation.

The release of information in breach of this policy will be regarded as a serious matter and may be the subject of disciplinary action up to and including dismissal or termination of engagement.

### 6.2 Protecting the Whistleblower from detriment

It is a criminal offence to cause detriment or threaten to cause detriment to a person because they or someone else made, may have made, proposed to make or could make a report which qualifies for protection. A person who is subjected to a detriment in these circumstances may also seek compensation from a Court under the *Corporations Act* or the *Taxation Administration Act*.

'Detriment' includes, dismissal, injury in the person's employment, alteration of an employee's position or duties, discrimination, harassment, intimidation, harm or injury (including psychological harm), damage to a person's property, damage to a person's reputation, damage to a person's business or financial position or any other damage.

**Examples of actions which may be detrimental conduct:**

- Threatening to discipline or actually disciplining a person because it is believed that they want to make a whistleblower report
- Bullying a person because they have made a whistleblower report
- Making negative comments on social media about a person which damages their reputation because they have made a whistleblower report
- Refusing to re-engage a labour hire worker because they have made a whistleblower report



**Examples of actions which are not detrimental conduct:**

- Reasonable administrative action taken to protect a whistleblower from detriment (e.g. moving a whistleblower from their normal working environment to prevent them from being victimised).
- Managing an employee's unsatisfactory work performance if it is in line with normal performance management carried out by the Group.



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The Group will take reasonable steps to ensure that Whistleblowers are not subjected to detriment by the Group or an officer or employee of the Group as a result of making a Whistleblower report.

If you believe you have been subjected to detriment as a result of making a report under this policy, you should contact the Ethics Hotline or one of the individuals listed in Attachment 1 immediately.

Any officer, employee, contractor or contractor's employee who is found to have subjected a person to detriment due to their Whistleblower status (including adverse behaviour towards relatives, friends or colleagues of a person who makes a report), may be subject to disciplinary action up to and including dismissal or termination of their engagement.

### 6.3 Protection for Whistleblowers against litigation

If you are a Whistleblower you are protected from some civil, criminal or administrative action taken against you because you have made a report under this Policy.

This includes civil action being taken against you for breaching your employment contract, criminal action being taken against you (except because you have made a false report) or administrative action (e.g. disciplinary action) being taken against you.

However, these protections do not apply to action being taken against you for misconduct you have engaged in that is revealed in your report.

### 6.4 What other support is available to Whistleblowers?

We will support you while your report is being handled by the Group. For employees, you can also contact the Employee Assistance Program:

- calls from Australia:  
1300 360 364
- calls from New Zealand:  
0800 360 364
- International calls:  
612 8295 8838



## 7. Handling Whistleblower reports

Any person who receives a report made under this Policy, must ensure that the report is managed in compliance with this Policy and any relevant procedure and training. This is to ensure that the Whistleblower's protections are not compromised and to ensure that the Group meets its obligations in relation to reports from Whistleblowers.

The diagram below summarises how Whistleblower reports will be managed by the Group.



### 7.1 Assessment of Whistleblower report

After receiving a Whistleblower report, the Group will review the report to determine whether it qualifies for protection and decide how it will be handled including whether a formal investigation is required.

### 7.2 Investigations

Reports of alleged improper, unethical or illegal conduct made under this Policy will be treated very seriously and where appropriate will be thoroughly, objectively and fairly investigated by the Group in accordance with this Policy and management guidelines on handling and investigating Whistleblower reports.

The precise steps taken to investigate a report will differ in individual cases but may include:

- once a report has been reviewed and it is determined that an investigation is required an internal or external investigator may be appointed to investigate the matter;
- the investigator or other person dealing with the report may ask the Whistleblower whether they consent to their identity being disclosed to investigate the report;
- the investigator may interview the Whistleblower and any other person to obtain information about the report;
- the investigator may review relevant documents and other information;
- the investigator may make findings about the conduct reported where possible;

- the Group may decide to take action in response to any findings which have been made which could include taking disciplinary action, addressing policy/procedural deficiencies, conducting training or reporting the matter to an appropriate regulator (for example, ASIC or the Australian Federal Police).

### **7.3 Communication with a person who makes a report**

The person responsible for making a report can request an update on the status of the matter, any investigation and the outcome of the investigation as outlined below:

- If a report is made via the Ethics Hotline, the person making the report can contact the Ethics Hotline and will be provided with a status update only, subject to privacy and confidentiality considerations.
- Where possible and appropriate, and assuming the identity of the whistleblower is known, the whistleblower will be kept informed of the outcome of the internal investigation of his or her report, subject to privacy and confidentiality considerations.

## **8. Reporting to the Audit and Risk Management Committee**

The Audit and Risk Management Committee (a committee of the Board of Directors) may be provided with details of the Whistleblower report and any findings made in order to ensure appropriate oversight of reports and investigations relating to alleged improper, unethical or illegal conduct.

If the Whistleblower does not provide consent for their identity to be disclosed, employees or officers within the Group who are handling the report may disclose information to the Board that is reasonably necessary for the purposes of investigating the Whistleblower report provided that all reasonable steps are taken to reduce the risk that the Whistleblower will be identified as a result of the report.

## **9. Treatment of employees of the Group who are mentioned in Whistleblower reports**

Employees who are mentioned in whistleblowing reports, will be treated in accordance with the Group's applicable policies and procedures (including management guidelines on investigating and handling Whistleblower reports) in relation to any investigation of the report and any rectification actions taken by the Group in response to the findings.

## **10. Further information and advice**

If you would like further information or advice about this Policy or making a report under it, you can contact the Legal and Risk Division who administers this Policy by emailing [Whistleblowerinformation@virginaustralia.com](mailto:Whistleblowerinformation@virginaustralia.com). They can provide you with guidance and support about making a Whistleblower report.

It is open to you to obtain legal advice if you are unsure what protections apply to you. You may also contact ASIC for further information, but they can only provide general guidance on these issues and not legal advice.

## **11. Avenues for making other reports of improper conduct**

There are other avenues within the business units for employees or contractors, or their employees, to report improper conduct. Please refer to the relevant business unit's policies and procedures. Note that such reports, if they are in relation to conduct which is covered by this Policy, will need to comply with the requirements outlined in this Policy if the person is seeking protection as a Whistleblower under the



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*Corporations Act or the Taxation Administration Act.*

## **12. Access to this Policy**

This Policy will be available to officers and employees of the Group on the Group's intranet site and to all other persons on the Group's internet sites.

## **13. Policy review**

This Policy may be reviewed and amended from time to time by the Policy Owner and in any case at least every two years.

## 14. Definitions/terms

Term	Definition
ASIC	Australian Securities & Investment Commission
APRA	Australian Prudential Regulation Authority
ASIC Act	Australian Securities and Investments Commission Act 2001 (Cth)
Corporations Act	Corporations Act 2001 (Cth)
Group	Means: <ul style="list-style-type: none"> <li>• Virgin Australia Airlines Pty Ltd and its related bodies corporate and Virgin Australia International Airlines Pty Ltd and its related bodies corporate, including: <ul style="list-style-type: none"> <li>○ Virgin Australia Airlines (SE Asia) Pty Ltd;</li> <li>○ Virgin Australia Regional Airlines Pty Ltd;</li> <li>○ Virgin Tech Pty Ltd;</li> <li>○ Virgin Australia Cargo Pty Ltd;</li> <li>○ Virgin Australia (NZ) Employment and Crewing Ltd;</li> <li>○ Velocity Frequent Flyer Pty Ltd;</li> <li>○ Tiger Airways Australia Pty Ltd; and</li> <li>○ Tiger International Number1 Pty Ltd.</li> </ul> </li> </ul>
Group Company	Means one of the companies in the Group as defined in this Policy.
report	Means a report made under this Policy
Reportable Matter	Means the type of conduct which can be reported under this Policy as described in section 5.3
Relative	Means the spouse, parent (or remoter lineal ancestor), son, daughter (or remoter issue) or brother or sister of the person.
Taxation Administration Act	Taxation Administration Act 1953 (Cth)
Whistleblower	Means a person who fits within one the categories described in section 5.2 of this Policy and who reports a Reportable Matter to one of the people described in section 5.6.

## 15. Modification history

Date	Version	Modification	Policy Owner	Approval
3 November 2017	1	New policy	General Manager, Group Workplace Relations – Virgin Australia	Chief Legal and Risk Officer – Virgin Australia
1 July 2019	2	Changes to comply with amendments to the <i>Corporations Act 2001 and the Taxation Administration Act 1953</i>	General Manager, Group Workplace Relations – Virgin Australia	Chief Legal and Risk Officer – Virgin Australia
1 January 2020	3	Further changes to comply with amendments to the <i>Corporations Act 2001 and the Taxation Administration Act 1953</i>	General Manager, Group Workplace Relations – Virgin Australia	Chief Legal and Risk Officer – Virgin Australia

## Attachment 1 – Who can a report be made to?

To be protected, the report may be made internally to one of the following people:

- the Ethics Hotline (who is authorised by the Group to receive reports that may qualify for protection);
- a director or officer of a Group Company or one of the following senior managers in the Group:
  - the Chief Executive Officer of the Group;
  - the Chief Commercial Officer;
  - the Chief Operations Officer;
  - the Chief Executive Officer, Velocity Frequent Flyer;
  - the Executive General Manager, Tigerair;
  - the Executive General Manager, Virgin Australia Regional Airlines;
  - the Group Chief Financial Officer;
  - the Chief Legal and Risk Officer;
  - the Company Secretary;
  - the Chief People and Culture Officer;
  - the Chief Experience Officer;
  - another senior manager in the Group who makes, or participates in making decisions that affect the whole, or a substantial part, of the business of the Group or a Group Company or who has the capacity to significantly affect the Group or a Group Company's financial standing. This may include some general managers.
- for reports in relation to taxation matters only:
  - the Manager, Tax; or
  - the Group Chief Financial Officer.

A report under the *Corporations Act* may also be made externally to one of the following:

- a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the Whistleblower provisions in the *Corporations Act*;
- the Australian Securities and Investments Commission (ASIC);
- the Australian Prudential Regulation Authority (APRA);
- a Commonwealth authority prescribed under the *Corporations Act*;
- an auditor, or member of an audit team conducting an audit of the Group; or
- an actuary of a member of the Group.

A report under the *Taxation Administration Act* may also be made externally to the Commissioner for Taxation or a registered tax agent or BAS agent who provides tax agent services to the Group.