



australia

# Whistleblower Policy



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## Whistleblower Policy

# 1. Purpose

Virgin Australia is committed to the highest standards of conduct in all our business activities and to promoting and supporting a culture of honest and ethical behaviour, compliance, and good corporate governance.

We believe in and support a ‘speak up’ culture where individuals can report improper, unethical or illegal conduct to appropriate persons with confidence and without fear of reprisal.

The purpose of this Whistleblower Policy (**Policy**) is to ensure eligible Whistleblowers, and those who may be involved in an investigation, understand:

- the ways in which a Whistleblower can make a disclosure of information;
- the protections which arise under whistleblower laws;
- Virgin Australia’s process for handling and investigating disclosures, and ensuring the fair treatment of the individuals involved; and
- how Whistleblowers and those who may be involved in an investigation will be supported and protected by Virgin Australia.





## Whistleblower Policy

# 2. Who does this Policy apply to?

This Policy applies to Virgin Australia Holdings Pty Ltd (VAH), Virgin Australia International Holdings Ltd (VAIH) and each of their respective subsidiaries. This Policy uses the term ‘Virgin Australia’ to describe all of these entities unless otherwise indicated.

This Policy applies to all Virgin Australia employees, officers, directors, contractors, and consultants (**Team Members**) working for Virgin Australia and any Whistleblower outside of Virgin Australia who is in one of the categories of people set out in section 4.2.





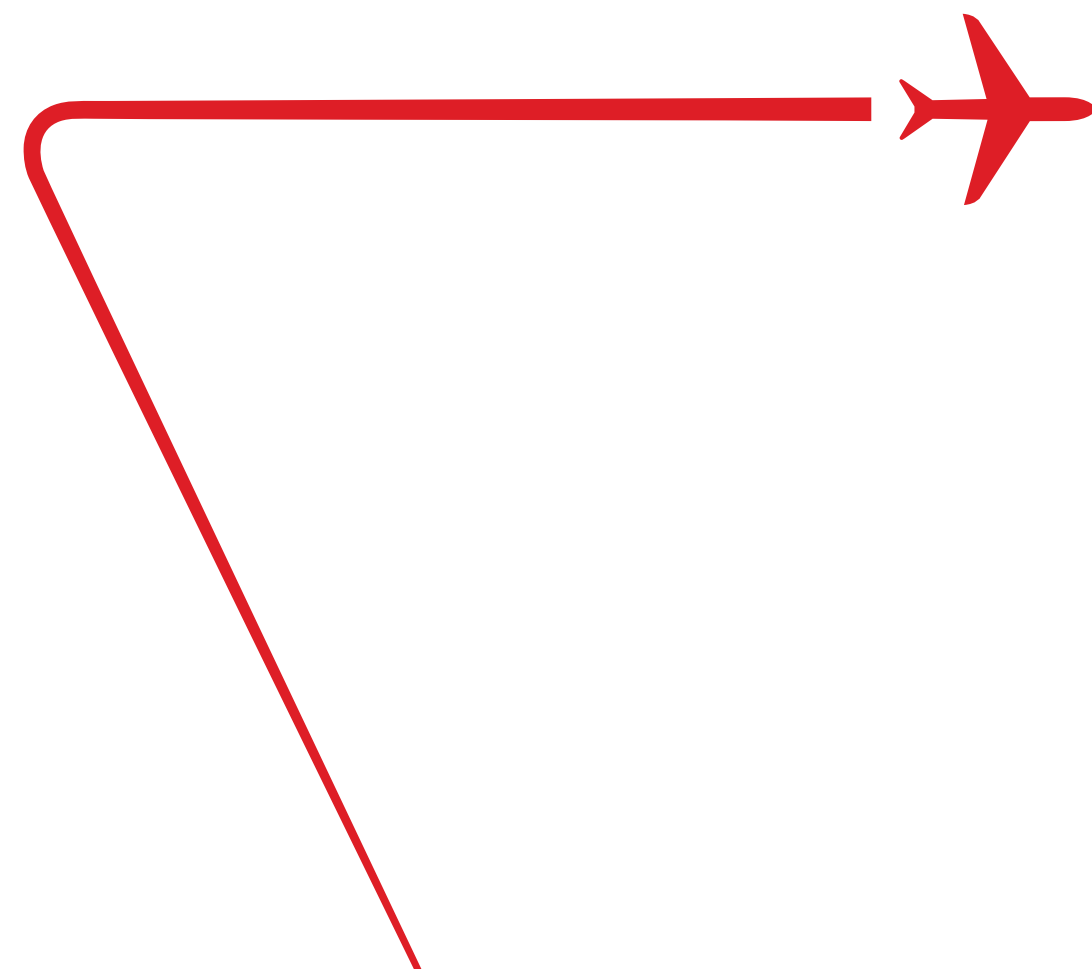
## Whistleblower Policy

# 3. Our Values

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

The values are:

- **WE PUT SAFETY FIRST** - we put the health and safety of our people, customers and communities above all else.
- **WE HAVE A BIG HEART** - our customers live at the centre of everything we do.
- **WE DO THE RIGHT THING** - everything we do for our people, our customers and our communities is done with absolute integrity, always.
- **WE OWN IT** - we're different and that's not going to change. We all, in our own way, embody Virgin's flair and laid-back, authentic spirit.



## Whistleblower Policy

# 4. Who is a Whistleblower and what is a Whistleblower Report

## 4.1 Overview

Not everyone fits into the legal definition of ‘Whistleblower’. To be a ‘Whistleblower’:

- you must be eligible to be a Whistleblower – see section 4.2 for eligibility criteria;
- your Whistleblower Report must be about certain improper, unethical or illegal conduct – the list of the **‘Reportable Matters’** and exclusions is in section 4.3 to 4.4 below;
- the Whistleblowing Report must be made to a person who is authorised to receive it – the list of authorised recipients is in the Appendix.

Even if these definitions don’t apply, and the person raising the grievance or concern is not a ‘Whistleblower’ or the matter is not a ‘Whistleblower Report’ (for example, because it is a personal work-related grievance), we still encourage Team Members to speak up if there is a problem.

Virgin Australia will consider all grievances or concerns. However, if it is not a ‘Whistleblower Report’, then there may be other policies or procedures that might be a better fit for the issue.

## 4.2 Who may be eligible to be a Whistleblower

To meet the legal definition of a ‘Whistleblower’ (and be entitled to legal whistleblower protections if you make a ‘Whistleblower Report’ under this Policy), you must currently be (or have previously been):

- an officer (usually that means a director or secretary) within Virgin Australia;
- an employee of Virgin Australia (which includes permanent, full-time, part-time, fixed-term or temporary employees, as well as employees, managers and directors);
- a supplier of services or goods to Virgin Australia (whether paid or unpaid), or one of the supplier’s employees (e.g. this includes Virgin Australia contractors, consultants, service providers and business partners);
- an associate of Virgin Australia (as that term is defined in the *Corporations Act 2001* (Cth) (**Corporations Act**)); or
- a relative, spouse, dependant or the dependant of the spouse of any of the above categories of people.

## Whistleblower Policy

# 4. Who is a Whistleblower and what is a Whistleblower Report

## 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:

- is about misconduct (including fraud, negligence, default, breach of trust and breach of duty); or
- is about an improper state of affairs or circumstances in relation to Virgin Australia; or
- indicates that Virgin Australia or one of Virgin Australia's officers or employees has engaged in:
  - o a breach of the Corporations Act, the *Australian Securities and Investment Commission Act 2001* (Cth), the *Banking Act 1959* (Cth), the *Financial Sector (Collection of Data) Act 2001* (Cth), the *Insurance Act 1973* (Cth), the *Life Insurance Act 1995* (Cth), the *National Consumer Credit Protection Act 1973* (Cth), or the *Superannuation*

*Industry (Supervision) Act 1993* (Cth), or regulations made under those laws; or

- o an offence against any other Commonwealth law punishable by 12 months or more imprisonment; or
- o conduct that 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), or is prescribed by regulation; or
- is about misconduct, or an improper state of affairs or circumstances in relation to the tax affairs of Virgin Australia or an associate of Virgin Australia which the Whistleblower considers may assist the recipient to perform the functions or duties in relation to the tax affairs of Virgin Australia or an associate of Virgin Australia.

In this Policy, we call these types of issues '**Reportable Matters**'. Reportable Matters are not limited to conduct that breaches the law. For example, information that indicates a significant risk to public safety or the stability of, or confidence in, the financial system can also be a disclosable matter, even if there is no specific breach of the law involved.

Reportable Matters can include the following types of conduct:

**Negligence**

**Misappropriation of funds**

**A director failing to disclose a material personal interest**

**Theft**

**Breach of duty**

**Insider trading**

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

**Covering up fraud in financial reports**

**Not responding appropriately to a serious safety issue**

**Money laundering**

**Fraud**

**Not acting with care and diligence**

**Improperly using your position**

**Corruption**

**A person improperly using information**

Your disclosure can still be a Reportable Matter even if the information you have turns out to be incorrect (see section 5.3).



## Whistleblower Policy

# 4. Who is a Whistleblower and what is a Whistleblower Report

## 4.4 What is not a Reportable Matter

Not everything is a Reportable Matter. In particular, a personal work-related grievance is not a Reportable Matter if it:

- solely relates to your current or former employment and which has (or tends to have) implications for you personally;
- does not relate to a detriment (or threatened detriment) because you are a Whistleblower and made a Whistleblowing Report; and
- does not relate to any 'Reportable Matters' listed in section 4.3 above that relate to a breach of Commonwealth laws or a danger to the public or the financial system.

If you make a report about a personal work-related grievance that meets the above definition, this is not a 'Reportable Matter' and cannot be a 'Whistleblower Report'. This means you may not meet the definition of Whistleblower or be entitled to the legal protections that apply for 'Whistleblowers' under this Policy or the law. However, Virgin Australia will still consider that report and take the action it considers appropriate.

### Examples of grievances which may qualify for protection as a Whistleblower Report

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



### Examples of personal work-related grievances which do not qualify for protection as a Whistleblower Report

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





## Whistleblower Policy

# 5. Making a Whistleblower Report

## 5.1 How can a Whistleblower Report be made

To ensure the Whistleblower 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 Virgin Australia to receive reports that may qualify for Whistleblower protection.

A Whistleblower Report may also be made directly to one of the other people listed in the Appendix.

## 5.2 Can complaints be made anonymously

Yes. You do not need to provide your name or other personal details when you make a Whistleblower Report that is protected under the Corporations Act or the *Taxation Administration Act 1953* (Cth) (**Taxation Administration Act**).

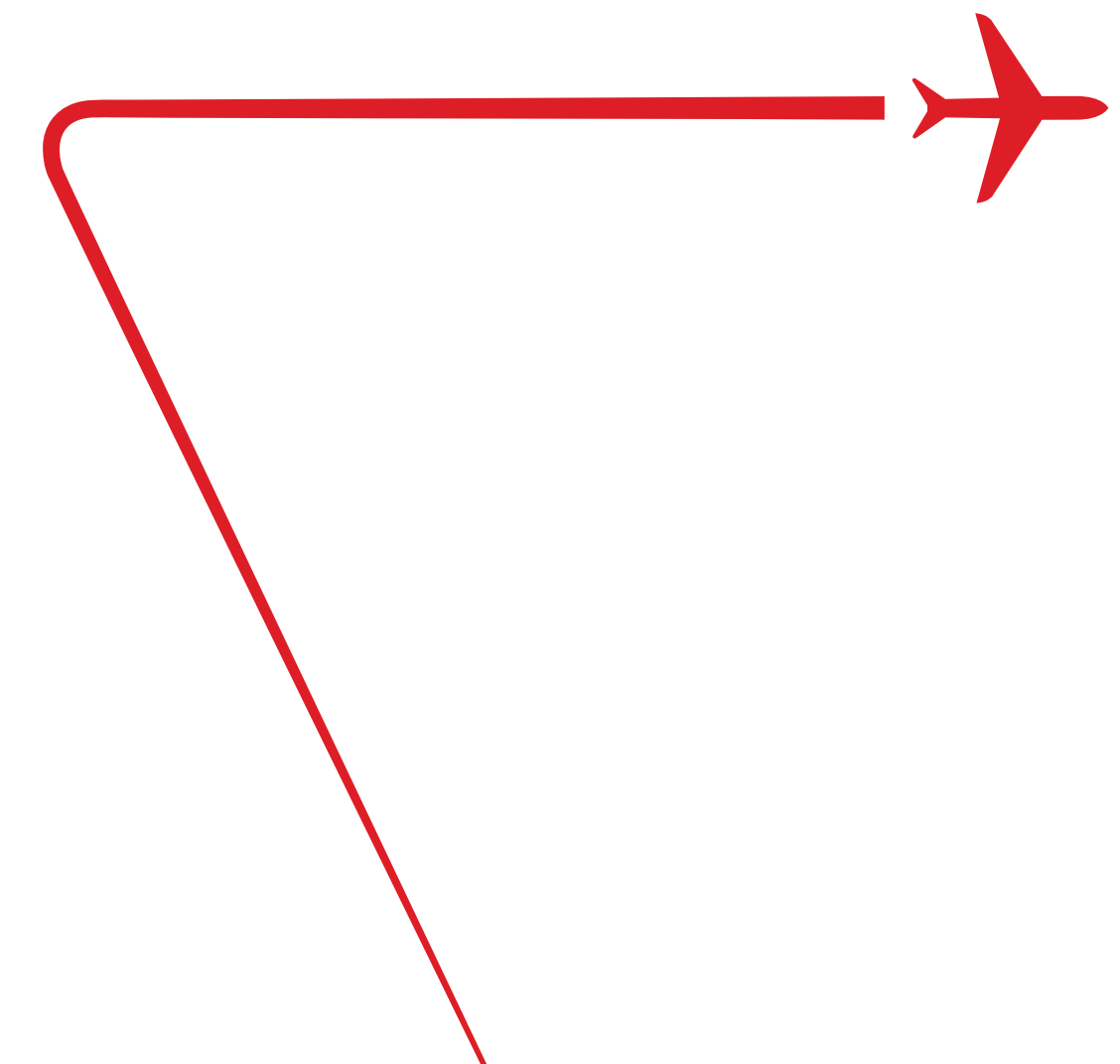
However, while reports can be made anonymously (for example through the Ethics Hotline), if you do not provide your name or other personal details when you make a report, this may limit the ability of Virgin Australia to investigate the matter and to communicate with you about the report.

## 5.3 False reporting

Whistleblower Reports should only be made when you have reasonable grounds to suspect one of the other Reportable Matters has occurred. You may still qualify for protection if your disclosure turns out to be incorrect. However, if there are no reasonable grounds for the report, or it is intentionally false, it does not meet the legal definition and the person who makes that report is not a 'Whistleblower'. Further, this is viewed as a serious matter and persons who knowingly make a false or baseless report may be subject to disciplinary action up to and including termination of their employment.

To make a Whistleblower report to the Ethics Hotline.

- Australia: 1800 829 466 (free call)
- New Zealand: 0800 934 742 (free call)
- International: +61 3 9278 1017
- Text: +61 499 221 005
- Web: [www.rightcall.com.au/ethicsline](http://www.rightcall.com.au/ethicsline)





## Whistleblower Policy

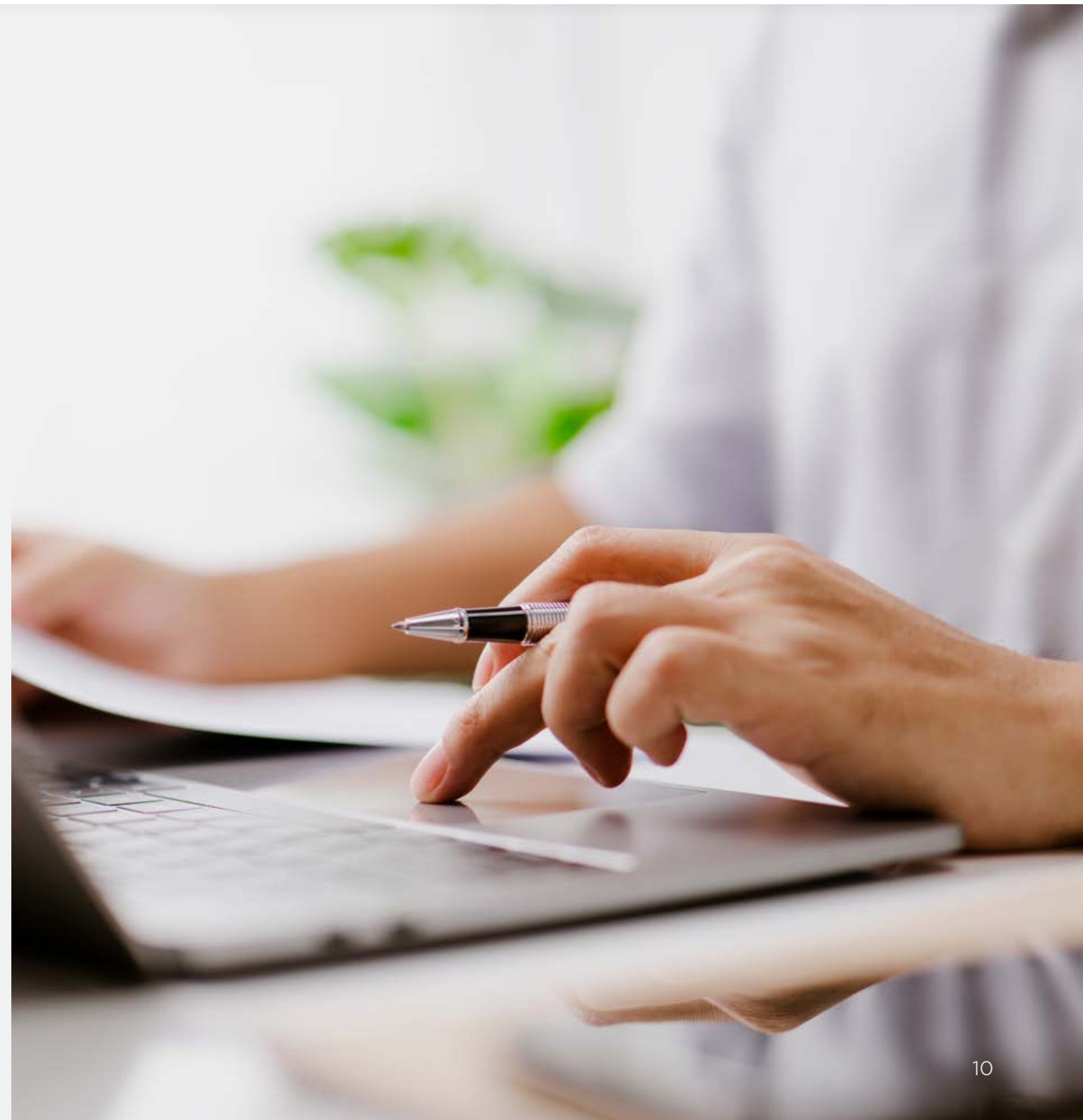
# 5. Making a Whistleblower Report

## 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 Virgin Australia in accordance with this Policy.

However, there are also options to make a legally protected disclosure externally to one of the people or bodies described in the Appendix (including an auditor of Virgin Australia, Australian Securities and Investments Commission (**ASIC**), Australian Prudential Regulation Authority (**APRA**), or the Commissioner of Taxation).

You may also make a legally protected 'Public Interest Disclosure' or an 'Emergency Disclosure' to a member of parliament or a journalist under certain circumstances. Additional criteria apply to these kinds of disclosures in order for them to be legally protected whistleblowing. If you are considering making this kind of disclosure, it is important that you consider and ensure you understand the criteria that apply (eg, some of these requirements include that it may be necessary for a disclosure to have previously been made to ASIC, APRA or a prescribed body, to have been notified in writing and/or (in the case of a public interest disclosure) for at least 90 days to have passed). This Policy does not include a full statement of all the relevant requirements. You should consider obtaining independent legal advice before making a public interest disclosure or an emergency disclosure to a member of parliament or a journalist.





## Whistleblower Policy

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

This Policy sets out how Virgin Australia intends to support people making Whistleblowing Reports in accordance with the law. If you meet the legal definitions to be a 'Whistleblower', you will be entitled to certain protections in accordance with the Corporations Act and/or the Taxation Administration Act. While we refer to some of these below, those legal protections apply outside of this Policy as a matter of law and are not incorporated into this Policy. Nothing in this Policy alters those legal right and protections.

We expect all Virgin Australia employees, officers and agents to be aware of, and comply with, the processes and procedures set out below. Virgin Australia also expects its contractors and suppliers to be aware of and comply with these processes and procedures.

## 6.1 Confidentiality and protecting the Whistleblower's identity

Whistleblower laws protect the confidentiality of a Whistleblower's identity and it is illegal to identify a Whistleblower, or disclose information that is likely to lead to their identification, unless an exception applies. Those protections apply as a matter of law and are not incorporated into this Policy. If you believe the law has been breached, you can raise your concerns about this with Virgin Australia or a regulator.

To ensure that your identity is protected, you are encouraged to make a report to the Ethics Hotline. Your identity and any identifying features will be redacted in any report provided to us by the Ethics Hotline.

Where you choose to make a report to one of the people listed in the Appendix, you may choose to adopt a pseudonym, which may be appropriate in circumstances where your identity is known to the relevant recipient. The relevant recipient will ensure that to the extent possible your report is kept confidential and your identity and identifying features remain anonymous.

Virgin Australia intends to protect confidentiality by ensuring that Whistleblowing Reports are treated confidentially and securely. Whistleblower identification or information likely to lead to identification received under this Policy will be held in confidence and disclosed only:

- informing those who have access to the information of the confidentiality requirements and the protections for Whistleblowers as outlined in this Policy; or
- to the appropriate persons within Virgin Australia to the extent reasonably necessary to investigate the Whistleblowing Report and take action as appropriate. Where information is disclosed for this reason:
  - o this will not include the Whistleblower's identity (without their consent) and
  - o those involved in the investigation will take all reasonable steps to reduce the risk of identification; or
- to ASIC, APRA, the Commissioner of Taxation, or the Australian Federal Police (**AFP**) for investigation or to a legal practitioner for the purpose of obtaining advice or legal representation.



## Whistleblower Policy

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

## 6.1 Confidentiality and protecting the Whistleblower's identity (continued)

Any Virgin Australia officer, employee or agent who has information about Whistleblower identify (or that could lead to Whistleblower identification because of a Whistleblowing Report) or who receives confidential information as a result of a Whistleblower Report is expected to take steps to ensure that all such information is kept confidential and secure, and only disclosed on a need-to-know basis and/or in accordance with Virgin Australia's directions, policies and training.

The specific steps to protect confidentiality should be determined on a case-by-case basis and could include for example:

- those who have access to the information will be informed of the confidentiality requirements and the protections for Whistleblowers as outlined in this Policy;
- ensuring that the information is not accessible by others (eg storing it in a restricted area);

- redacting or masking personal information about the Whistleblower;
- using a pseudonym as a substitute for the Whistleblower's name (noting that you have done this); and
- ensuring all references to the Whistleblower are in gender-neutral language.

If any person is unsure of what to do with confidential information, particularly if that information could lead to the identification of the person who made the Whistleblower Report, they should contact the Ethics and Compliance team by emailing [ethicsandcompliance@virginaustralia.com](mailto:ethicsandcompliance@virginaustralia.com) team for clarification or advice before any disclosures are made.

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



## Whistleblower Policy

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

## 6.2 Protecting the Whistleblower from detriment

Whistleblower laws protect Whistleblowers from detriment because they have made a legally protected disclosure. It can be unlawful to subject someone to detriment (or threaten to do so) if:

- the person threatening or causing the detriment knows or believes that the victim (or any other person) made, may have made, proposes to make or could make a legally protected Whistleblowing Report; and
- the fact that the person made the Whistleblowing Report is the reason, or part of the reason, for causing the detriment.

Those protections apply as a matter of law and are not incorporated into this Policy. If you believe the law has been breached, you can raise your concerns about this with Virgin Australia or a regulator.

It can be 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 Whistleblower Report. 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, alteration of an employee’s position or duties, discrimination, harassment, intimidation, harm or injury (including psychological harm) in the person’s employment, 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 ‘detriment’

- 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; or
- Refusing to engage a labour hire worker because they have made a Whistleblower Report.



### Examples of actions which are not ‘detriment’

- Conduct that is not because of the Whistleblower Report or the person’s status as a Whistleblower;
- Reasonable administrative action taken to protect a person from detriment (e.g. moving a person from their normal working environment to prevent them from being victimised); or
- Managing an employee’s unsatisfactory work performance or taking disciplinary action under Virgin Australia’s normal processes.





## Whistleblower Policy

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

## 6.2 Protecting the Whistleblower from detriment (continued)

As with any other decisions made about a person's engagement or employment, Virgin Australia expects that its employees, officers and agents will ensure decisions are made for lawful reasons in accordance with Virgin Australia's policies and procedures. Virgin Australia will not tolerate any conduct that threatens or causes 'detriment' to a Whistleblower because of a Whistleblower Report. Any officer, employee, contractor or contractor's employee who is found to have subjected a Whistleblower to detriment because of 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.

If you believe you have been subjected to detriment as a result of making a Whistleblower Report, you should contact the Ethics Hotline or one of the individuals listed in the Appendix immediately.

## 6.3 Protection for Whistleblowers against certain civil, criminal and administrative liability

If you make a legally protected Whistleblowing Report and meet the legal definition of a 'Whistleblower', then the laws that apply protect you from being subject to certain civil liability, criminal liability and administrative liability (including disciplinary action). Those protections apply separately as a matter of law and do not form part of this Policy. However, these laws **do not** provide a 'Whistleblower' with immunity for any misconduct that is revealed in that Whistleblowing Report.

All Virgin Australia officers, employees and agents must ensure that decisions are made for lawful reasons in accordance with Virgin Australia's policies and procedures and that they do not take action that could result in a legally protected 'Whistleblower' being pursued for civil, criminal or administrative liability in breach of the above laws.

In particular:

- no decisions should be made about an employee's employment or contractor or supplier's engagement because of the fact that person is, or may be, a Whistleblower, or may have made, or could make, a Whistleblowing Report under this Policy;
- however, the fact a person has made a Whistleblowing Report does not prevent steps being taken for other lawful reasons (for example, managing an employee's unsatisfactory work performance or taking disciplinary action under Virgin Australia's normal processes).

It is important to understand that the fact that you make a Whistleblower Report does not mean that you are protected from any action that might be taken against you because you have been involved in any inappropriate or unlawful activity (including activity that is a Reportable Matter).

## 6.4 What other support is available to Whistleblowers?

We will support you while your report is being handled. Employees can contact the Converge Program:

- Calls from Australia: 1300 687 327 (1300 OUR EAP)
- Calls from New Zealand: 0800 666 367
- International calls: +61 3 8620 5300
- Live chat and online booking: [www.convergeinternational.com.au](http://www.convergeinternational.com.au) (organisational code VIRGINAU)



## Whistleblower Policy

# 7. Handling Whistleblower Reports

Any person who receives a Whistleblower 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 Virgin Australia meets its obligations in relation to reports from Whistleblowers.

Although the steps taken in individual cases may vary, the diagram on this page summarises how Whistleblower Reports will generally be managed by Virgin Australia.



## 7.1 Assessment of Whistleblower Report

After receiving a Whistleblower Report, Virgin Australia 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. If a Whistleblower Report relates to a director, Chief Executive Officer or any person who typically is involved in handling Whistleblower Reports, the recipient of the Whistleblower Report (not being an individual to whom the Report relates) will consider the most appropriate steps to address the matter.



## Whistleblower Policy

# 7. Handling Whistleblower Reports

## 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 Virgin Australia in accordance with this Policy. Where a disclosure has been made on an anonymous basis or on the basis of limited information, that could impact Virgin Australia's ability to fully address the matter.

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

- considering if any technical, financial or legal advice may be required for Virgin Australia to consider the appropriate outcomes, including making any investigation for the purpose of obtaining that legal advice;
- once a report has been reviewed and if it is determined that an investigation is required, appointing an internal or external investigator to investigate the matter;

- interviewing the Whistleblower and any other person to obtain information about the report;
- reviewing relevant documents and other information;
- making findings about the conduct reported where possible; and
- taking 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 AFP).

Confidential information received as part of the investigation will be treated in accordance with section 6.1.

We will aim to conclude investigations within a reasonable timeframe depending on the nature of the disclosure and scope of the investigations required.

## 7.3 Communication with a person who makes a report

The person who made the Whistleblowing Report can request an update on the status of their Whistleblowing Report (if Virgin Australia has a way to identify them as the person who made the disclosure). In some cases, it may be appropriate for that person to be advised of any outcome; however, nothing in this Policy requires any person to be provided with confidential details relating to a Whistleblowing Report (or any investigation into a report), a copy of investigation materials or the final report (if any) or the details of any action taken.

## 7.4 Training

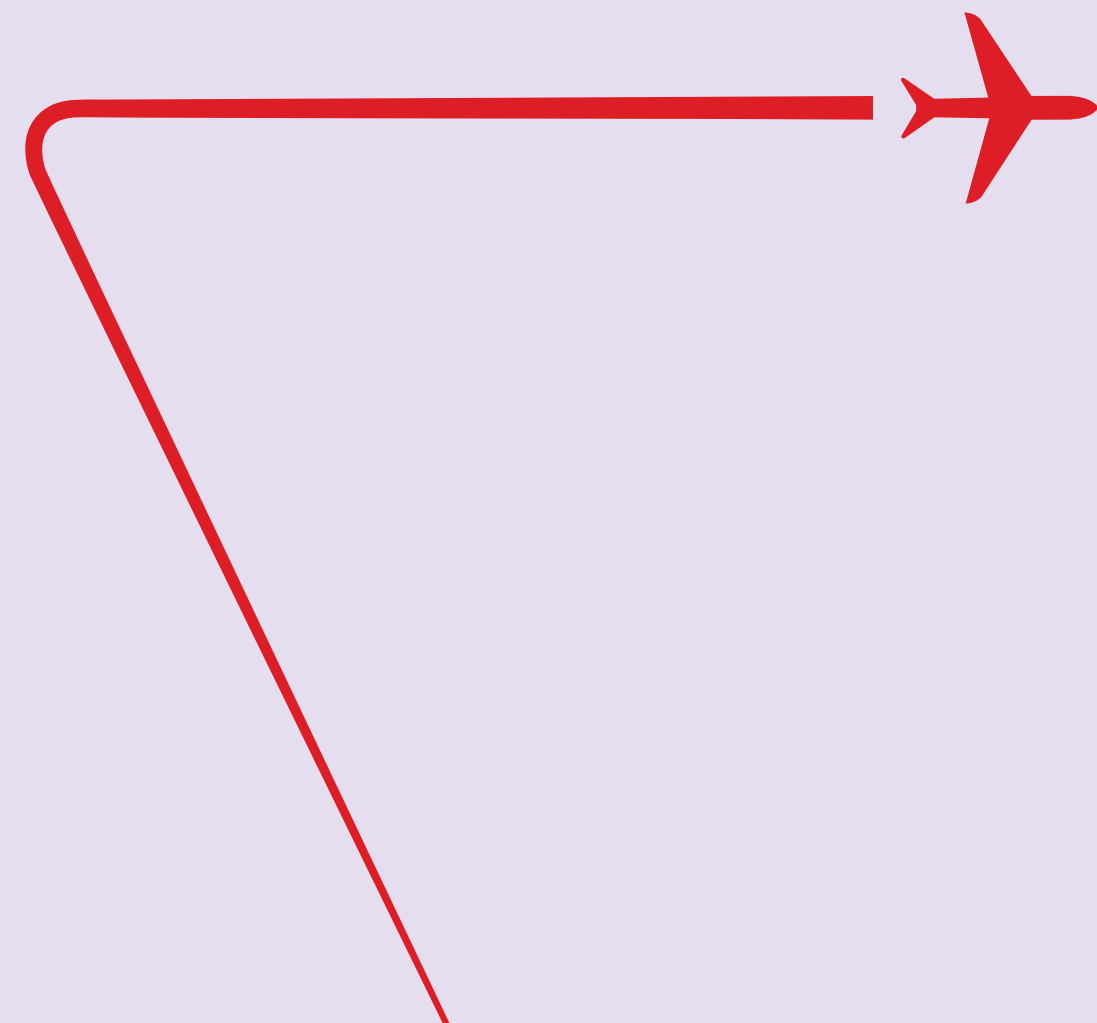
Virgin Australia will also provide regular training in relation to the application and operation of this Policy and applicable whistleblower laws so that Team Members are able to make Whistleblower Reports and are aware of their rights and obligations under this Policy. Virgin Australia will also provide training to its officers and senior managers who may receive a Whistleblower Report to facilitate compliance with this Policy and the proper handling of Whistleblowing Reports.



## Whistleblower Policy

# 8. Reporting to the Audit, Risk, Sustainability and Compliance Committee

The Audit, Risk, Sustainability and Compliance Committee (a committee of the Board) 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. However, unless the Whistleblower consents, their identity will not be disclosed as part of this reporting and Virgin Australia will seek to ensure that reporting is managed to protect confidentiality as outlined in section 6.1.





## Whistleblower Policy

# 9. Treatment of employees of Virgin Australia who are mentioned in Whistleblower Reports

While the steps taken by Virgin Australia may vary on a case-by-case basis, we will generally seek to:

- handle disclosures confidentially, based on evidence and without prejudging the outcome;
- involve experts or independent specialists as appropriate in the circumstances;
- at the appropriate time, notify an employee who may be involved in or a witness to the subject of a Whistleblowing Report about the subject matter being investigated, and seek their response, subject to also preserving confidentiality; and
- provide any employees of Virgin Australia involved in a Whistleblowing Report with access to support services, if required.

In addition, Virgin Australia's Converge Program (formerly the MyCoach/ Employee Assistance Program) is available to support all employees affected by the Whistleblower Report on:

- Calls from Australia: 1300 687 327 (1300 OUR EAP)
- Calls from New Zealand: 0800 666 367
- International calls: +61 3 8620 5300
- Live chat and online booking: [www.convergeinternational.com.au](http://www.convergeinternational.com.au) (organisational code VIRGINAU)



## Whistleblower Policy

# 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 Ethics and Compliance team by emailing [ethicsandcompliance@virginaustralia.com](mailto:ethicsandcompliance@virginaustralia.com). They can provide you with guidance and support about making a Whistleblower Report.

This Policy is available on the Vine and Virgin Australia's external facing website and is intended to be accessed by all.

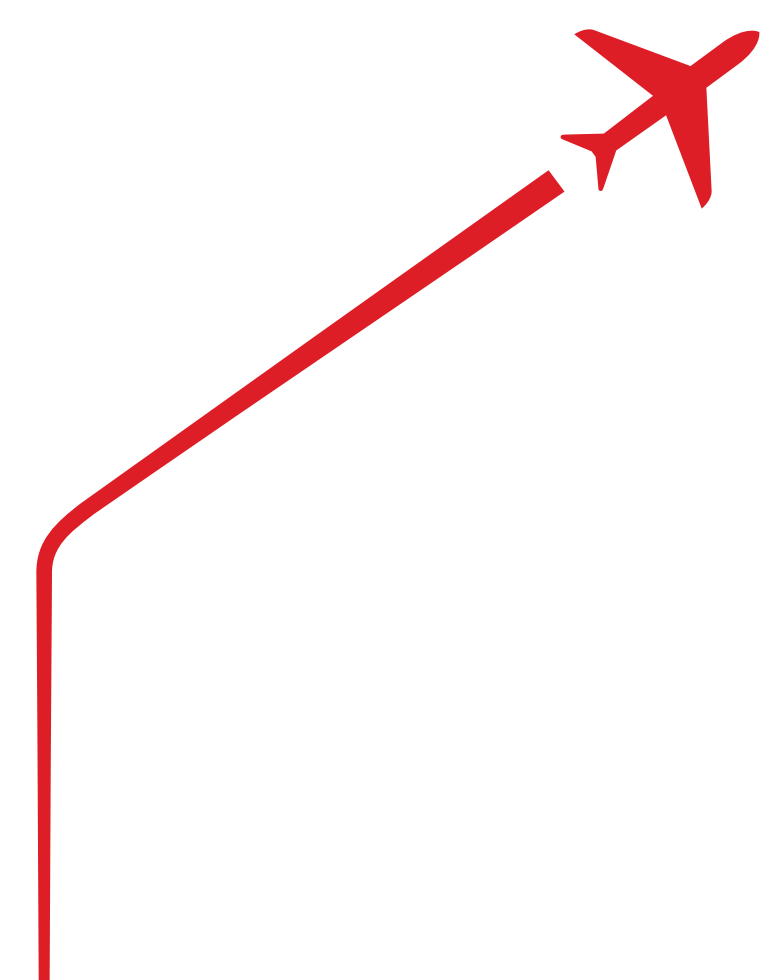
This document sets out above some information about some of the laws that apply when a Whistleblowing Report is made. However, nothing in this document amounts to legal advice to any individuals about what their rights or obligations are under law or alters any rights or obligations arising under law.

Any person who considers they have experienced any conduct in breach of the law might also have the ability to seek other remedies under law (including without limitation seeking compensation or other remedies in a court against individuals and/or Virgin Australia). Any person who is involved in a breach of the law could also be personally liable for any unlawful conduct that they are involved in. A person may be eligible to seek remedies including compensation if they suffer loss, damage or injury because of a Whistleblowing Report. This could include legal action against Virgin Australia and/or individuals depending on what has occurred.

We encourage any person who has questions about these rights or obligations that arise under applicable law (outside this Policy) to take any steps necessary to seek any professional advice about their position. They may wish to consider contacting a regulator such as ASIC or APRA, or to seek independent legal advice.

The following sources of information may be a helpful starting point:

- ASIC publishes guidance for whistleblowers, which can be accessed via [www.asic.gov.au](http://www.asic.gov.au)
- APRA publishes information about whistleblowers which can be accessed via [www.apra.gov.au](http://www.apra.gov.au)
- If you want to access a copy of the Corporations Act, you can do so via the Australian government's legislation website at [www.legislation.gov.au](http://www.legislation.gov.au).
- There are also protections for whistleblowers under tax laws and the Australian Tax Office (ATO) publishes information concerning tax whistleblowers at [www.ato.gov.au](http://www.ato.gov.au).





## Whistleblower Policy

# 11. Consequences of a breach of this Policy

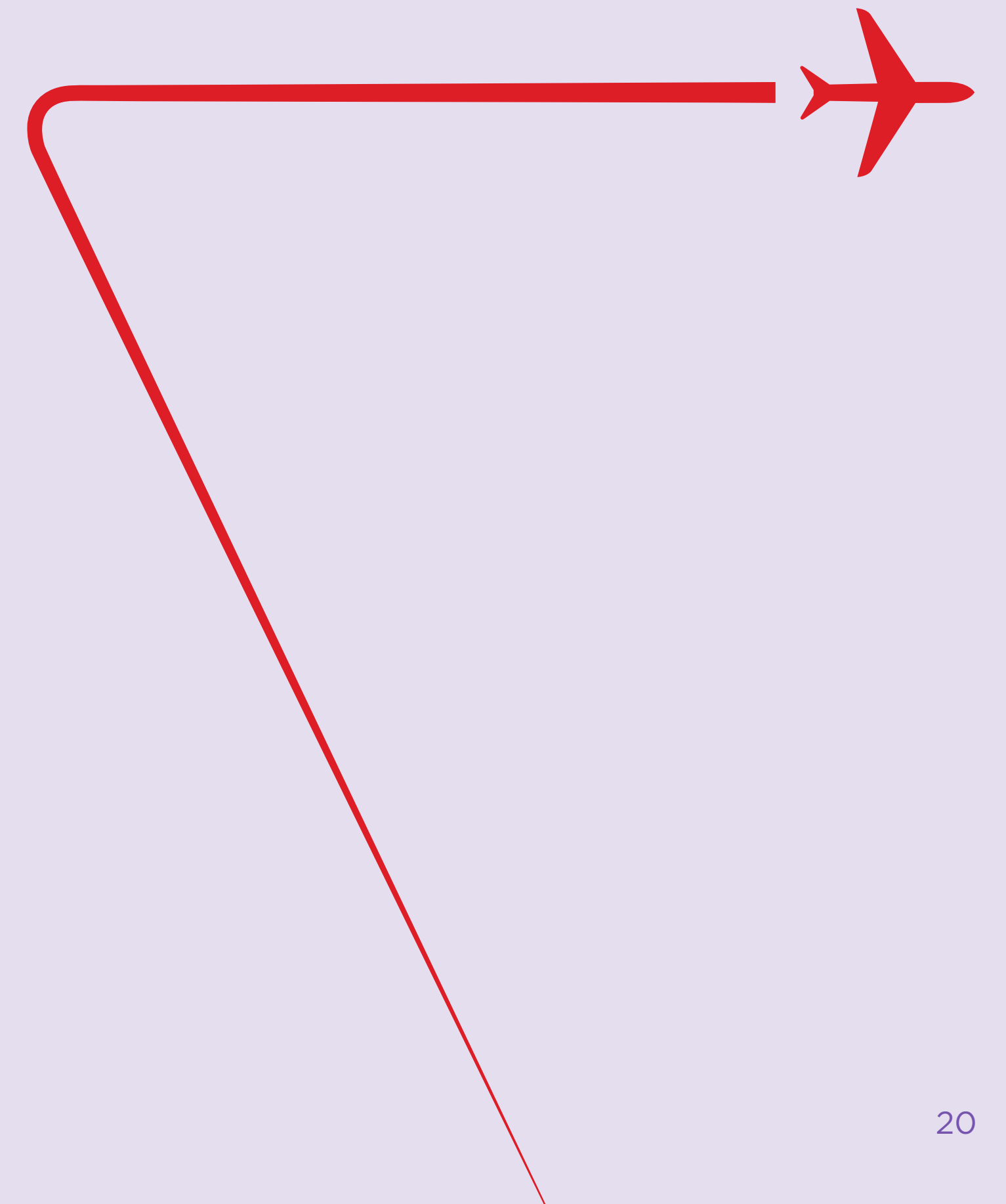
A breach of this Policy will result in a report of that breach being made to the Audit, Risk, Sustainability and Compliance Committee of the Board, or the VAH and/or VAIH Board as appropriate.

A breach of this Policy could also amount to a breach of the law. A complaint concerning a breach of Whistleblower confidentiality may be made to a regulator such as ASIC or APRA. Any person who is involved in or affected by a Whistleblowing Report, or who makes decision that affects that person, may have legal rights and obligations under those laws and could be personally liable if they act in a way that breaches those laws.

Any person who considers they have been the victim of a breach of the whistleblowing laws might have the ability to seek compensation under those laws by taking legal action against the people involved (which could extend to claims against Virgin Australia).

For this reason, Virgin Australia expects all its employees, agents, directors, officers, contractors and suppliers to comply with the processes and procedures set out in this document and also to comply with the law in all their actions connected with their work at Virgin Australia. Any conduct that breaches the standards set out in this document may result in disciplinary action being taken against any person who is involved. For example, in the case of an employee, the steps could include termination of employment and in the case of a contractor or supplier, the steps could include termination of the contract.

If any person considers that they have experienced or witnessed conduct that breaches the standards set out in this Policy, they should notify Virgin Australia of what occurred so that we can consider what steps should be taken, including what support may be offered if the person considers that they may need additional support. If a Whistleblower considers that their confidentiality has been breached, they should contact the Ethics and Compliance team by emailing [ethicsandcompliance@virginaustralia.com](mailto:ethicsandcompliance@virginaustralia.com).





## Whistleblower Policy

# 12. Definitions

**Board** refers to the Board of Directors of VAH or VAIH.

**Corporations Act** refers to the *Corporations Act 2001* (Cth).

**Detriment** includes, dismissal, alteration of an employee's position or duties, discrimination, harassment, intimidation, harm or injury (including psychological harm) in the person's employment, 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.

**Personal work-related grievances** refers to 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 Virgin Australia. Examples of personal work-related grievances are provided in Section 4.4.

**Reportable Matters** are matters that can be the subject of 'whistleblowing' under the Corporations Act, Taxation Administration Act and/or other relevant Australian laws, including as defined in section 4.3.

**Taxation Administration Act** refers to the *Taxation Administration Act 1953* (Cth).

**Team Members** refer to all Virgin Australia employees, officers, directors, contractors, and consultants working for Virgin Australia.

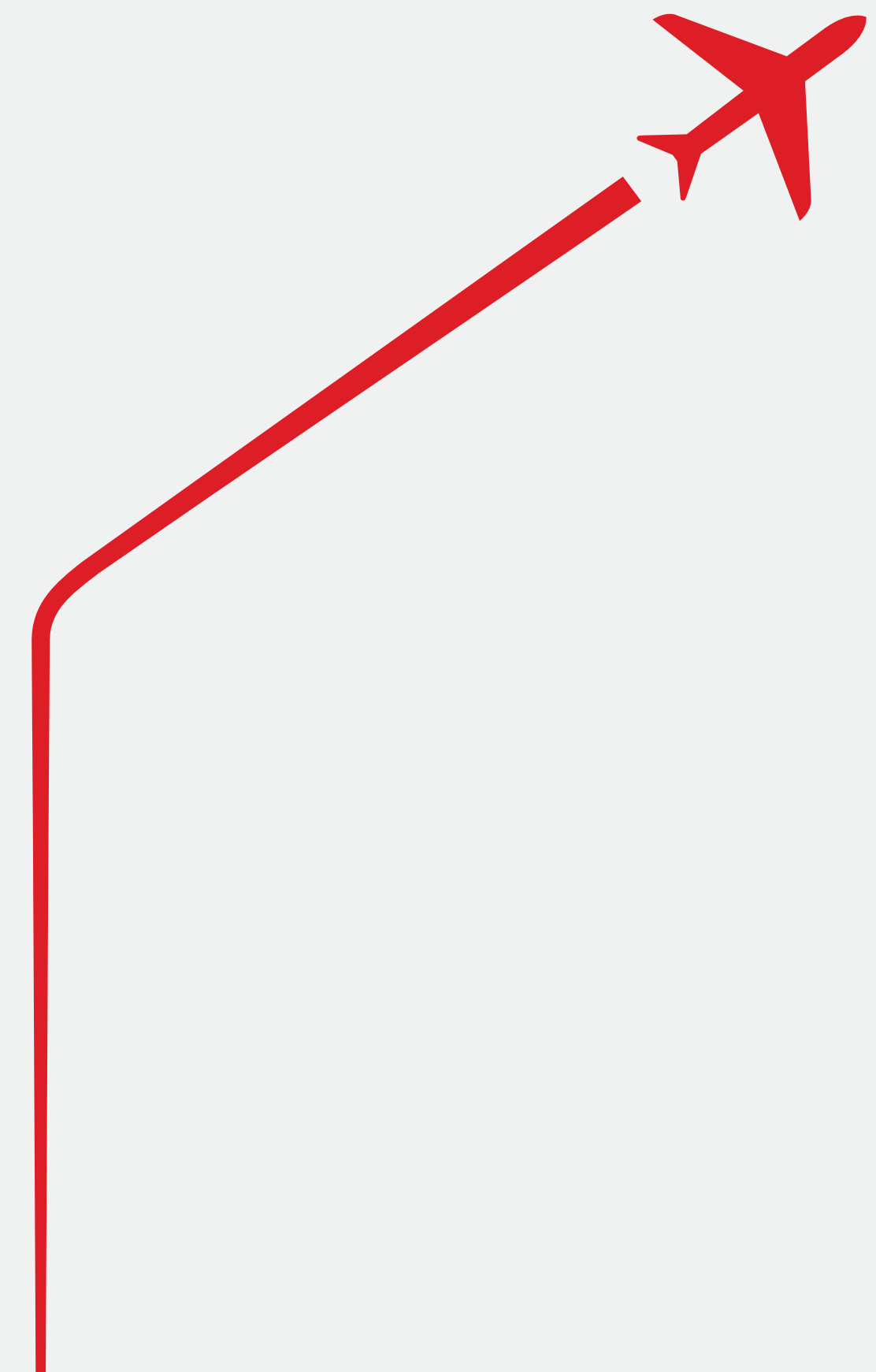
**VAH** refers to Virgin Australia Holdings Limited.

**VAIH** refers to Virgin Australia International Holdings Ltd

**Virgin Australia** refers to VAH, VAIH and their subsidiaries.

**Whistleblower** is a person who meets the definition of a 'whistleblower' under the Corporations Act and/or Australian taxation laws, including as defined in section 4.1.

**Whistleblower Report** is a report about certain improper, unethical or illegal conduct (subject to Reportable Matters and exclusions in section 4.3-4.4 of the Policy) which is made to a person who is authorised to receive it.





Whistleblower Policy

# 13. Roles and responsibilities

## Roles

Audit, Risk,  
Sustainability and  
Compliance Committee

Ethics Hotline

Converge Program

General Manager  
Ethics and Compliance

Team Members

## Responsibilities

May be provided with details of the Whistleblower Report and any findings made to ensure appropriate oversight of reports and investigations relating to alleged improper, unethical, or illegal conduct.

An external independent provider which provides a confidential method of reporting concerns related to this Policy.

Available to support all Whistleblowers and other employees affected by a Whistleblower Report. The relevant details are available at section 9.

- administers the Policy
- manages oversight and implementation of this Policy
- establishes effective reporting and compliance procedures
- available to assist with offering any further information, advice or with making a report.

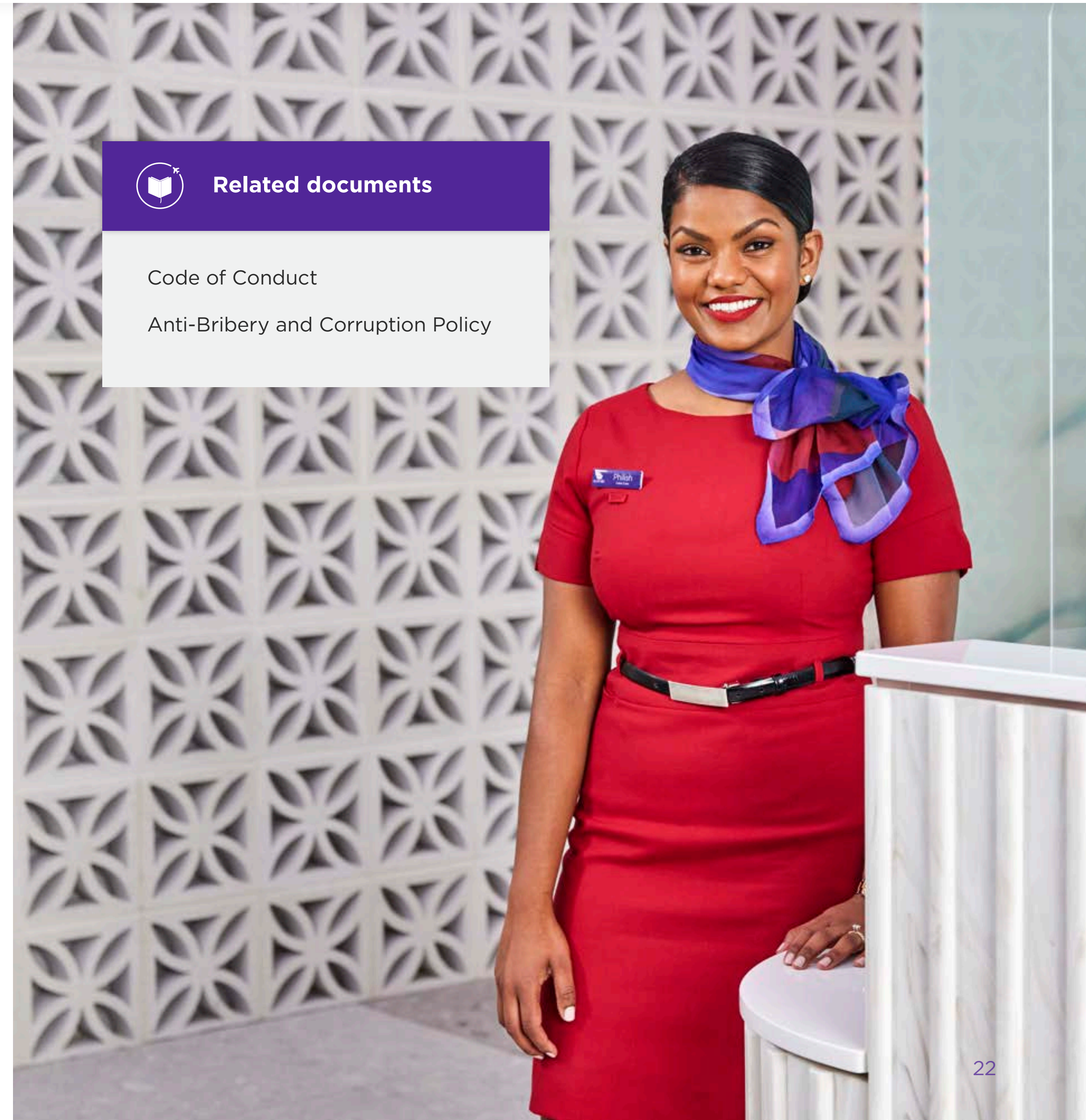
Report information, protect the identity of Whistleblowers and comply with this Policy.



### Related documents

Code of Conduct

Anti-Bribery and Corruption Policy





# Document details

**Version** 8.0E

## Policy Owner

General Manager,  
Ethics and Compliance

## Policy Contact

General Manager,  
Ethics and Compliance

## Approval Authority

VAH and VAIH Boards

## Approval Date

May 2025

## Last Amendment Date

October 2022

## Revision Date

May 2025

## Next Revision Date

May 2027

## Review Period

This Policy may be reviewed and amended from time to time and at least every two years.

## Consequences

Any breach of this policy will result in a report of that breach being made to the Audit, Risk, Sustainability and Compliance Committee of the Board or the Board as appropriate.

It's each Team Member's responsibility to comply with this Policy. Virgin Australia treats non-compliance seriously and resulting action could include suspension or termination of employment or engagement with Virgin Australia.

## Governance, Monitoring and Reporting

The General Manager, Ethics and Compliance is responsible for oversight and implementation of this Policy, and for establishing effective reporting and compliance procedures.

## Further Information and Advice:

This Policy is non-contractual and may be replaced, amended from time to time, or withdrawn in accordance with legislative changes or operational requirements.





# Appendix: Who can a report be made to

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

- the Ethics Hotline (which is authorised by Virgin Australia to receive reports that may qualify for protection);
- the following individuals who have been appointed as the primary recipients for Whistleblower Reports for Virgin Australia:
  - o the Chief Executive Officer;
  - o the Chief Legal Officer and Company Secretary;
  - o the Chief Risk Officer; or
  - o the General Manager, Ethics and Compliance.
- for reports in relation to taxation matters only:
  - o the Chief Financial Officer; or
  - o the Manager, Tax; or

- if none of the individuals listed are suitable or you do not feel comfortable making a report to one of them: a director or officer of Virgin Australia, or a senior manager in Virgin Australia who makes or participates in making decisions that affect the whole, or a substantial part, of the business of Virgin Australia or who has the capacity to significantly affect Virgin Australia's financial standing (usually a member of the Executive Leadership Team).

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;
- ASIC;
- APRA;
- a Commonwealth authority prescribed under the Corporations Act; or
- an auditor, or member of an audit team conducting an audit of Virgin Australia.

A report under the Taxation Administration Act may also be made externally to the Commissioner for Taxation or a registered tax agent or Business Activity Statement (BAS) agent who provides tax agent services to Virgin Australia.

