

1. Scope

This policy applies to all eligible whistleblowers.

The term "eligible whistleblowers"¹ is defined as an individual who is, or has been, any of the following with respect to Airport Development Group Pty Ltd and its subsidiaries (**ADG**):

- officer;
- employees;
- an individual who supplies services or goods to ADG (whether paid or unpaid);
- an employee of a person that supplies services or goods to ADG (whether paid or unpaid); or
- an individual who is an associate² of ADG,

(**eligible whistleblowers**).

2. Purpose

The purpose of this policy is to maintain honesty and integrity by developing a whistleblowing culture which encourages individuals to:

- report misconduct or impropriety that they become aware;
- deter misconduct or impropriety; and
- provide a transparent process on how reports by eligible whistleblowers will be handled promptly and appropriately.

3. Objectives

The objectives of this policy are to inform eligible whistleblowers on how:

- to make a report and to whom a report should be made;
- a report will be investigated;
- support is provided to them when making a report;
- they are protected once a report is made; and
- fair treatment of individuals mentioned in the report is maintained.

4. Reportable Misconduct

4.1 Governing Legislation

Part 9.4AAA of the *Corporations Act 2001* (Cth) and any related legislation,³ regulations or rules.

4.2 What behaviour can be reported?

An eligible whistleblower **must** have reasonable grounds to suspect that the information they are disclosing concerns misconduct or an impropriety.

Conduct which constitutes misconduct or impropriety under the Act is as follows:

- any breaches of the Act;

¹ Section 1317AAA the *Corporations Act 2001* (Cth) (the Act).

² As defined under the Act.

³ Legislation including the *Australian Securities and Investment Commission Act 2001* (Cth) or the *Taxation Administration Act 1959* (Cth)

- any [offence](#) against any other [law of the Commonwealth](#) that is punishable by imprisonment for a period of 12 months or more;
- represents a danger to the public or the Australian financial system; or
- represents a danger to the public or the Australian financial system.
- Below are some examples of this type of conduct:
- Dishonesty;
- Fraud;
- Corruption;
- Illegal activities (including theft, drug sale/use, violence, threatened violence, or criminal damage against company assets/property);
- Discrimination, vilification, sexual harassment, harassment, bullying and victimisation;
- Unsafe work-practices;
- Any other conduct which may cause financial or non-financial loss to ADG or is otherwise detrimental to the interests or reputation of ADG, or any of its employees;
- The deliberate concealment of information tending to show any of the matters listed above; and
- Causing or threatening to cause detriment to a person who has made a report, believed or suspected to have made, or planning to make, a report.

4.3 Reports protected by the Act

An eligible whistleblower will qualify for protection under the Act where the following test has been satisfied:

- The person disclosing the information is an **eligible whistleblower** (see section 1.1);
- The eligible whistleblower makes the **disclosure to any person listed in section 5.1**; and
- The eligible whistleblower has **reasonable grounds to suspect misconduct or impropriety** (see section 4.2) has been committed by ADG, a related body corporate of ADG, or an officer or employee of ADG.

Where the test above has been satisfied, protection under the Act will be given to an eligible whistleblower even if the allegations prove to be incorrect or unsubstantiated.

Reporting misconduct does not remove liability for criminal activity if the discloser was complicit in the reportable misconduct or impropriety. However, ADG may consider the genuineness of the action and lessen the severity of any disciplinary action where it sees fit.

4.4 Reports not protected by the Act

The protections afforded to eligible whistleblowers under the Act⁴ do not extend to information disclosed which:

- concerns a personal work-related grievance of the eligible whistleblower; and
- does not concern a contravention, or alleged contravention of the Act⁵ that involves detriment caused to the discloser or a threat made to the discloser.

Personal work-related grievance

Information is a "personal work-related grievance" if:

- the [information](#) concerns a grievance about any matter in relation to the discloser's employment, or former employment, having (or tending to [have](#)) implications for the discloser [personally](#); and
- the [information](#):
 - does not [have](#) significant implications for ADG; and
 - does not concern conduct, or alleged conduct, relating to:

⁴ Section 1317AA(1) and (2) of the Act.

⁵ Section 1317AC of the Act.

- a breach of the Act;
- an offence against any other [law of the Commonwealth](#) that is punishable by imprisonment for a period of 12 months or more; or
- represents a danger to the public or the financial system.

Examples of grievances that may be considered to be “[personal](#) work-related grievances” are as follows:

- an interpersonal conflict between the discloser and another employee;
- a [decision](#) relating to the engagement , [transfer](#) or promotion of the discloser;
- a [decision](#) relating to the terms and [conditions](#) of engagement of the discloser;
- a [decision](#) to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

A disclosure concerning a [personal](#) work-related grievance that is [made](#) to a legal practitioner may qualify for protection under the Act.⁶

5. Reporting misconduct

5.1 Where to report

An eligible whistleblower **must** submit their report (make their disclosure) to:

- company officer as defined under the Act (which includes a director, company secretary, Chief Executive Officer, Chief Financial Officer, Executive General Manager) or senior manager of ADG or a related company;
- an auditor, or a member of the audit team, of ADG, or a related company;
- an actuary of ADG, or a related company;
- a person authorised by the Company or organisation to receive whistleblower disclosures (see;
- Australian Securities and Investments Commission (**ASIC**); or
- your lawyer.

While you must make your disclosure to one of these people or organisations, you can raise your concerns anonymously through the external nominated body outlined in section 5.2 of this policy below.

5.2 How to make a report

All claims of misconduct or impropriety should provide specific, adequate and pertinent information with respect to, among other things, dates, places, persons/witnesses, amounts, and other relevant information, in order to allow for a reasonable investigation to be conducted.

If you disclose your name, the person receiving the report will acknowledge having received the complaint and may initiate a follow-up meeting. However, if the claim is submitted internally on an anonymous basis, there will be no ability to follow-up regarding the report of malpractice or misconduct and ADG will be unable to communicate with you if more information is required or if the matter is to be referred to external parties for further investigation. Please see below for External Reporting Authorities for reporting anonymously.

Please remember that all claims of misconduct or impropriety received are treated on a confidential basis and individuals are encouraged to disclose your identity to obtain the protection afforded to an eligible whistleblower at law.

Internal Reporting- ADG Responsible Officers

If you have reasonable grounds to suspect misconduct or impropriety within ADG, you are encouraged to submit a report through the following channels:

In writing integrityreporting@ntairports.com.au

⁶ Section 1317AA(3) of Act.

Verbally Chief Financial Officer or the Executive General Manager People, Culture & Community
(Responsible Officers)

If the matter relates to any of the above Responsible Officers, the Responsible Officer is the General Counsel.

External Reporting Authorities

If you do not wish to make the report to the Responsible Officers outlined above, the report is in respect of a Responsible Officer, or you would like to make the report anonymously, then your report may be made to an external authorities listed below.

ADG recognises that often disclosers feel more comfortable reporting anonymously. An anonymous report is treated in the same way and with the same degree of seriousness as a report made by an individual who discloses their identity. Reporting to the external whistleblowing service provider below will enable the discloser to report the disclosure anonymously to enable the person handling the report to follow up any concerns or provide an eligible whistleblower with updates.

1. ADG Whistleblowing Hotline Service

YourCall

Telephone Hotline:

1300 790 228

Service Hours 09:00am to 12:00am AEST, Monday to Friday

Online

www.yourcall.com.au

Service Hours (24/7)

Email

ADG@yourcall.com.au

Service Hours (24/7)

Locked Mail Bag Service

Locked Bag 7777, Kew, Victoria 3101

2. ASIC

[Report misconduct to ASIC | ASIC - Australian Securities and Investments Commission](#)

5.3 Getting Advice

If a person believes that they may be an eligible whistleblower or are unsure about what protections or rights to compensation may apply to them, it is important to seek legal advice. ADG cannot give a discloser personal legal or general advice regarding their rights under the whistleblower protection regime.

Anyone seeking to disclose misconduct or impropriety should seek advice from the following sources:

- ASIC - can only provide general information on these issues; or
- Suitably qualified legal practitioner – advice regarding your legal rights and obligations under the whistleblower protection regime.

6. Protections under the Act

6.1 Detriment

The Act makes it illegal (through a criminal offence and civil penalty) for someone to cause or threaten detriment to another person who they believe or suspect have made, may have made, or could make a whistleblower disclosure.

Importantly, the criminal offence and civil penalty apply even where the person has not made a whistleblower report, but the offender causes or threatens detriment to the person because they believe or suspect you have or might make a report.

Someone may be causing another person detriment if they:

- dismiss the other person from their employment;

- injure the other person in their employment;
- alter the other person's position or duties to their disadvantage;
- discriminate between the other person and other employees of the same employer;
- harass or intimidate the other person;
- harm or injure the other person, including causing them psychological harm;
- damage the other person's property;
- damage the other person's reputation;
- damage the other person's business or financial position;
- cause the other person any other damage.

The offence requires that the detriment be the result of an actual or suspected whistleblower disclosure.

If you believe that you are suffering detriment, ADG strongly recommends that you report the alleged detriment to an ADG officer or Responsible Officer, or ASIC so that the allegations can be investigated. Any action taking may result in a penalty to the person causing the detriment but not necessarily any compensation.

6.2 Compensation

A person can seek compensation through a court if they suffer loss, damage or injury as a result of them making a disclosure. If a person is or was an employee and experienced detriment at work for reporting misconduct, the court may order the person causing them detriment or ADG to compensate the affected person.

They can also pursue other remedies, such as:

- ADG reinstating their original position or a comparable position;
- the court issuing an injunction to prevent or stop detrimental conduct; and
- an apology from the person causing the detriment (or ADG where it caused the detriment).

It is important to note that it is the person's responsibility to bring any such action for compensation. ADG strongly encourages anyone who believes they are a whistleblower to seek independent legal advice about what remedies may be available to them if they suffer loss, damage, or injury.

If a person makes a claim for compensation for detriment against a person, company or organisation, they are protected from having to pay the other party's legal costs (unless a court finds your claim to be vexatious or you have acted unreasonably).

7. Protection of Identity of Whistleblower

ADG is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a qualifying disclosure⁷ are treated fairly and do not suffer detriment.

If you report qualifying disclosure your identity (if disclosed) and the information you provided will only be shared on a strictly confidential basis for the purposes of ADG resolving the report. Subject to compliance with legal requirements, the company will only share your identity as an eligible whistleblower or information likely to reveal your identity if:

1. You consent;
2. We are required to do so under the Act;
3. The concern is reported to ASIC, the Australian Prudential Regulation Authority, the Commissioner of Taxation or the Australian Federal Police; or
4. The concern is raised with a lawyer for obtaining legal advice or representation.

If ADG investigates a report, it may disclose information that could lead to your identification but, it will take all reasonable steps to reduce this risk. ADG encourage disclosers to put their name to reports to facilitate follow up that may assist us in the investigation of the qualifying disclosure.

⁷ As defined by s 1317AAE of the Act.

8. Procedures Following Reporting

Investigations

8.1 Fair treatment of individuals mentioned in the report

Investigations will be conducted promptly and fairly with due regard for the nature of the allegation and the rights of the persons involved in the investigation.

Every person(s) having allegations made against them will be provided with all relevant materials (redacted of identity/ies where possible) and afforded fair opportunity during the investigation to provide their responses.

8.2 Investigation Procedures

The Responsible Officer will assess a disclosure if received internally as soon as is reasonably practicable, to determine whether the matter warrants an investigation. This may involve a preliminary investigation of the disclosure. If the preliminary investigation requires an investigation, then the Responsible Officer through the General Counsel will appoint an appropriate investigator as soon as is reasonably practicable after the preliminary report is received. The investigator will conduct the investigation in a timely manner, in compliance with this policy, all relevant legislation and treating both the discloser and all relevant persons providing evidence with respect.

Evidence (including any materials, documents or records) shall be held securely by the investigator and the Responsible Officer. The Responsible Officer in consultation with the General Counsel will determine the appropriate methodology for the investigation and appoint such resources as are reasonably necessary to conduct the investigation in a proper and timely manner. The Responsible Officer may if appropriate, through the General Counsel appoint internal or external specialists to conduct or assist an internal investigator. Such persons will be required to sign confidentiality deeds (where required) to ensure the identity of the discloser is kept confidential in accordance with the requirements of the Act.⁸

During the investigation, the investigator will have access to all relevant materials, documents, and records. All officers, employees, independent contractors and agents of ADG must co-operate fully with the investigator.

Strict confidentiality of the identity of all relevant persons and evidence given will be maintained during the investigation unless otherwise required by law or with the written consent of the individual(s) concerned.

8.3 Reporting by Investigator

At the conclusion of the investigation, the investigator will prepare a report of the findings for the Responsible Officer. Where the final report indicates that misconduct or impropriety has occurred, the report will include recommendations for steps to be taken to prevent the misconduct or impropriety from occurring in the future, as well as any action that should be taken to remedy any harm or loss arising from the misconduct or impropriety including any disciplinary proceedings recommended to be taken against the person/s engaging in the misconduct or impropriety.

The Responsible Officer will refer any appropriate matters to external authorities such as the police.

8.4 Communications to the Whistleblower

Provided the claim was not submitted anonymously, unless the report was made to the external reporting authority in section 5.2, ADG will ensure that a discloser is kept informed in writing of the progress and the outcome of the investigation of the report made.

8.5 Reporting to the Chair of the Board

The Responsible Officer through the Chief Executive Officer (if there is no conflict) will provide reporting to Chair of the Board of any reports received by a discloser.

If the allegations are deemed to be serious or relate to the Chief Executive or an Executive General Manager who is not a Responsible Officer, then the Responsible Officer will notify the Board Chair of the allegations as soon as is reasonably practicable after the report is made. If the allegations relate to a

⁸ Section 1317AAE of the Act.

Responsible Officer, the General Counsel will notify the Board Chair of the allegations as soon as is reasonably practicable after the report is made.

The Chair of the Board and the Chief Executive Officer (if there is no conflict) will be provided with a copy of the report on the results of the investigation as soon as practicable after it is concluded, together with the recommendations of the investigator and the Responsible Officers' as to the action that has been or will be taken against any person(s) in relation to the misconduct.

Conflicts

Where the matter relates to:

- (a) the Chair of the Board, the Chair of the Risk and Audit Committee will assume the role of the Chair of the Board;
- (b) the Chief Executive Officer, the Chief Executive Officer will not be provided a copy of an investigation report or be required to be provided reporting under this section; and
- (c) a Responsible Officer, the General Counsel will assume the role of the Responsible Officer.

9. Accessibility

This policy may be accessed on NT Airports Intranet and www.darwinairport.com.au.

10. Further Information and Advice

For further information, contact any Responsible Officer by email or telephone.