

# Whistleblower Policy

Australian Logistics Acquisition  
Holdings Pty Limited  
ACN 611 628 909





## UPDATES

4 October 2016

Adopted by the Board (included in Code of Conduct).

21 August 2019

Adopted by the Board.

# Whistleblower Policy

## 1. Context & Purpose

Pacific National's vision is to be a recognised leader for safe, innovative and sustainable rail freight solutions in Australia. To achieve this vision, Pacific National requires its employees and external partners to be guided by our values: safety, integrity, accountability, teamwork and our Code of Conduct (**Code**).

In living our values and the Code, we encourage our employees and external partners to speak up where they think a decision or action does not reflect our values or is not in line with our Code. As part of this, this Whistleblower Policy (**Policy**), sets out how we will support people so that they understand the process of making a disclosure and feel safe to do so.

## 2. Who can be a whistleblower

This Policy applies to whistleblowers, defined as: an 'Eligible Person' who makes (or attempts to make) a disclosure about 'Reportable Conduct'. There may also be instances where Pacific National otherwise determines that the protections under the Policy should apply.

An **Eligible Person** means Pacific National's current or past:

- directors, officers and employees;
- contractors, consultants, suppliers, service providers (or their employees);
- associates<sup>1</sup> (for example a director or secretary of a related company of Pacific National); and
- any relatives, dependents or spouses (or that spouse's dependents) of individuals listed above.

**Reportable Conduct** is conduct which is:

- in serious breach of the Code;
- illegal, dishonest, fraudulent or corrupt;
- in breach of legal obligations (e.g. legislation);
- in serious breach of internal policy;
- unethical, such as dishonestly altering company records or data, adopting questionable accounting and taxation practices;
- unsafe and may cause serious harm to the public, the environment or the health and safety of any Pacific National person; and/or
- any other conduct which represents misconduct or an improper state of affairs in relation to Pacific National, causes or may cause financial or non-financial loss to Pacific National or damages its reputation or is otherwise detrimental to Pacific National's interests.

Reportable Conduct **does not** include personal work-related grievances in relation to the whistleblower unless that grievance:

- a) has significant implications for Pacific National;
- b) represents a danger to the public or the financial system; or
- c) concerns a breach, or suspected breach, of the *Corporations Act 2001*, *Australian Securities and Investment Commission Act 2001* or of a Commonwealth law punishable by imprisonment for a period of 12 months or more.

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<sup>1</sup> As defined in the *Corporations Act 2001*.

The types of personal work-related grievances which may fall into categories a) – c) above, meaning they are Reportable Conduct, include:

- a) disclosures about systemic issues;
- b) disclosures that include information about executive or board member involvement in workplace matters; and
- c) disclosures that relate to a matter that could cause significant financial or reputational damage to Pacific National.

Personal work-related grievances in relation to the whistleblower that do not fall within the above exceptions should be reported in accordance with the Grievance Resolution Policy. If you are unsure whether a matter is Reportable Conduct, please contact the Legal team.

### 3. Making a protected disclosure about Reportable Conduct

Eligible Persons are encouraged to make disclosures about Reportable Conduct using STOPline, Pacific National's external 24/7 service (contact details p6, further information on this service can be found [here](#)). Using STOPline is the best way to ensure your disclosure is managed promptly and securely.

If Eligible Persons are not comfortable using STOPline, they may contact members of the Whistleblowing Committee set out in section 7.

Eligible Persons may by law also make disclosures about Reportable Conduct to certain 'Other Eligible Recipients'<sup>2</sup> but these will generally be referred to the Whistleblowing Committee to manage under this Policy. 'Other Eligible Recipients' also includes any person who is a senior manager. Within Pacific National, a senior manager means any person who is an Executive Manager.<sup>3</sup>

Disclosures relating to the CEO or members of the Executive Team need to be made to the Audit and Risk Committee Chair (contact details p6). If reporting through STOPline, STOPline will refer the matter directly to the Audit and Risk Committee Chair.

The whistleblower must act honestly and reasonably in making the disclosure and have reasonable grounds to suspect that the disclosure concerns Reportable Conduct.

When making a disclosure, the whistleblower may advise that they wish to remain anonymous, or place restrictions on who knows their identity (for example, limiting disclosure of identity to the investigating team and Whistleblowing Committee). Pacific National encourages whistleblowers not to make disclosures anonymously as reports without identifying information can be more difficult to investigate. Pacific National will protect the confidentiality of all whistleblowers and protect them from detrimental conduct as set out below.

Subject to compliance with legal requirements, recipients or any other person with knowledge of the whistleblowing disclosure must not share a whistleblower's identity (e.g. name, staff code or email address) unless:

- the whistleblower provides prior consent;
- the Reportable Conduct is reported to ASIC, APRA or the Australian Federal Police; or
- the Reportable Conduct is raised with a lawyer for the purpose of obtaining legal advice or representation in relation to legal obligations of protection and confidentiality.

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<sup>2</sup> Other Eligible Recipients includes Pacific National officers, members of the enterprise-level internal audit team (i.e. excluding HSE and Engineering internal audit teams) or members of an audit team conducting an audit of our business or related companies' business for the purposes of the *Corporations Act 2001* (e.g. an audit of financial reporting), and actuaries. If the Reportable Conduct relates to a tax matter, Other Eligible Recipients include a registered tax agent or BAS agent who provides tax or BAS services to Pacific National.

<sup>3</sup> Within Pacific National, an Executive Manager is the Chief Executive Officer, Chief Financial Officer, President Coal, President Freight, Chief Legal Officer, Chief People Officer, Chief Transformation Officer, Chief of Operational Planning, Chief Marketing Officer and Chief of Staff.

Where it is reasonably necessary for Pacific National to investigate a whistleblowing report, recipients may disclose information which could lead to a whistleblower's identification (e.g. role and responsibilities if these are unique). However, Pacific National will take all reasonable steps to reduce the risk that you will be identified as a result of the investigation.

Pacific National will also ensure that any records relating to a disclosure are stored securely and can be accessed only by authorised staff.

Any breach of confidentiality in relation to the disclosure or whistleblower's identity will be taken seriously and may be the subject of a separate investigation and/or disciplinary action. In addition, it may be an offence under Australian law.

## 4. Investigation

Pacific National has a Whistleblowing Committee with responsibility for ensuring compliance with this Policy and overseeing investigations. The Whistleblowing Committee will carry out a preliminary review of all disclosures and decide if the matter raised in the disclosure ('Allegation') is, or is likely to be, Reportable Conduct. A Whistleblowing Committee member will either conduct an investigation or commission another staff member or external party to do so. Staff members will only be asked to investigate Reportable Conduct where they can do so in a disinterested manner. For example, a manager will not be asked to investigate any matter which relates to their own business or functional unit. Where the Reportable Conduct relates to or involves a Whistleblower Committee member, or their team or portfolio, that member will be excluded from oversight of review and investigation of the Allegation in accordance with the Conflicts of Interest Policy.

The Whistleblowing Committee will inform the whistleblower of their decision to investigate unless the whistleblower has chosen to remain anonymous. This may be through STOPline or via an Other Eligible Recipient depending on the method of whistleblowing.

Where appropriate, the subject of the Allegation will be informed of the Allegation and have an opportunity to respond. Pacific National is committed to treating all employees involved in Reportable Conduct fairly, as appropriate in the circumstances. All investigations undertaken under this Policy will be conducted in accordance with the principles of procedural fairness, having regard for the whistleblower laws.

## 5. Findings and next steps

The investigators appointed by the Whistleblowing Committee will provide a report setting out the findings on the Reportable Conduct and summary of evidence to the relevant level of management depending on the type of matter. The findings may be that the whistleblower's report has been fully substantiated, partially substantiated, is not able to be substantiated or is unsubstantiated. The whistleblower may be informed of the findings when appropriate, however they will not receive a copy of the report. The method of being informed will depend on how the whistleblower reported. In most instances, the whistleblower will be informed via STOPline.

## 6. Protection

Pacific National is committed to protecting whistleblowers from 'Detrimental Treatment' by anyone who believes or suspects that a whistleblowing report has been made, may have been, is proposed to or could be made under this Policy. This includes protecting the whistleblower's identity through the investigation process, even if consent has been given to share it, identifying the risk of retaliation to the whistleblower and taking steps relevant to that risk. 'Detrimental Treatment' includes dismissal, injury, demotion, harassment, discrimination, disciplinary action, bias, threats, damage to property, reputation or a person's business or financial position or other unfavourable treatment connected with whistleblowing.

If a whistleblower is subjected to Detrimental Treatment as a result of making a report under this Policy, they should report it immediately via STOPline. A person found to have retaliated against a whistleblower in response to a disclosure will be subject to disciplinary action, up to and including termination of employment or engagement.

In addition to the above, under Australian law, a whistleblower making a report under this Policy may be entitled to additional legal protections in certain circumstances, including:

- they may be protected from civil, criminal or administrative legal action for making the report;
- they may be protected from contractual or other remedies being sought against them on the basis of the report;
- the information they provide may not be admissible in evidence against them in legal proceedings (unless they have provided false information); and
- if they are subject to Detrimental Conduct for reporting, in some circumstances they may be entitled to compensation or another remedy.

## 7. Contact details

The following list identifies the contact details of people relevant to this Policy.

Position	Contact Details
STOPline	pacificnational@stopline.com.au 1300 304 550
Whistleblowing Committee Members  Chief Legal Officer Chief People Officer Head of Workplace Relations Head of Risk and Internal Audit	Whistleblower_Committee@pacificnational.com.au
Audit and Risk Committee Chair (and Company Secretariat)	ARC_Chair@pacificnational.com.au

## Associated Documents

Document Name	Link
Code of Conduct	<a href="#">Code of Conduct</a>
Grievance Resolution Policy	<a href="#">Grievance Resolution Policy</a>
Fraud and Corruption Prevention Policy	<a href="#">Fraud and Corruption Prevention Policy</a>
Fraud and Corruption Prevention Framework	<a href="#">Fraud and Corruption Prevention Framework</a>
Prevention of Bullying and Discrimination Policy	<a href="#">Prevention of Bullying and Discrimination Policy</a>