



# **THE AUSTRALIAN PETROLEUM PRODUCTION & EXPLORATION ASSOCIATION (APPEA)**

## **WHISTLEBLOWER POLICY**

**Approved by the Board March 2022**

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# Whistleblower Policy

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## 1. Purpose

In accordance with APPEA's Code of Conduct, APPEA is committed to upholding the highest standards of integrity, fairness and ethical conduct. This Whistleblower Policy (Policy) has been adopted to provide:

- a safe and confidential approach to the reporting of improper conduct;
- a way of identifying wrong-doing, and transparency around how issues are dealt with appropriately and in a timely way.

APPEA also recognises its legal obligations to provide an effective whistleblower protection program.

## 2. Scope

This Policy applies to a disclosure of information when a discloser has reasonable grounds to suspect misconduct or an improper state of affairs or circumstances in relation to APPEA and all entities over which it exercises control (**Disclosable Matters**).

Examples of Disclosable Matters may include but are not limited to:

- illegal conduct;
- fraud, money laundering or misappropriation of funds;
- offering or accepting a bribe;
- financial irregularities;
- failure to comply with, or breach of, legal or regulatory requirements;
- engaging in or threatening to engage in detrimental conduct against a person who had made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure;
- conduct endangering health and safety or causing damage to the environment;
- unauthorised use of APPEA's confidential information;
- conduct likely to damage the financial position or reputation of APPEA;
- information that indicates a significant risk to public safety; or
- deliberate concealment of any of the above.

Disclosable Matters do not, generally, include personal work-related grievances as described below in part 3 of Section 4. However, if you are unsure if something is a Disclosable Matter, ask the HR Adviser.

The roles and responsibilities of key stakeholders under this Policy are set out in **Attachment 1**.

## 3. Eligible Whistleblowers

The Policy applies to:

- current and former employees and officers of APPEA and all entities over which it exercises control;

- current and former suppliers and service providers (including their employees) to APPEA and all entities over which it exercises control;
- current and former associates of APPEA;
- relatives, dependents, or dependents of the spouse of an individual referred to above.

For the purpose of this Policy, any of the people above who make a disclosure relating to a Disclosable Matter directly to an Eligible Recipient are described as **Eligible Whistleblowers**.

**Eligible Recipients** includes members of the Executive Team [or one of their direct reports], directors of APPEA, APPEA's external whistleblower service Deloitte (see Section 6 below), or an auditor or actuary of APPEA. Other parties to whom protected disclosures can be made are included in **Attachment 2**.

To qualify for protection as a whistleblower under the *Corporations Act 2001* (Cth) (**Corporations Act**) the Discloser must be an Eligible Whistleblower in relation to APPEA and:

- they have made a disclosure of information relating to a Disclosable Matter directly to an Eligible Recipient, or to ASIC, APRA or another Commonwealth body prescribed by regulation; or
- they have made a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Corporations Act.

In certain situations, the law also protects disclosures made as an "emergency disclosure" or "public interest disclosure". Disclosers are encouraged to seek their own independent legal advice for more information about these types of disclosure.

## 4. Raising concerns at APPEA

APPEA is committed to a supportive workplace environment and you are encouraged to raise concerns that you may have regarding conduct occurring at APPEA or in relation to APPEA.

There are various ways in which concerns can be raised depending on your circumstances and the level of seriousness of the issue. For example, your concerns may be able to be addressed informally, through discussions with your manager or by talking to the HR Adviser.

However, in some cases, you may be more comfortable making a formal report and APPEA has adopted this Policy to help you with that process. Set out below are the three main ways in which you may choose to raise your concerns.

### 1. Speaking to your manager / informally raising concerns

APPEA encourages you to informally raise issues with your manager or another trusted person within APPEA. You may also contact an Eligible Recipient where you require additional information about the Policy before formally making a disclosure.

**Note:** *informally raising concerns outside of this Policy and/or raising them in a way which does not otherwise meet legislative requirements, may limit the protections to which you are entitled under the law, which are summarised in **Attachment 2**.*

### 2. Formally reporting a Disclosable Matter under this Policy

Where you have concerns about a Disclosable Matter at APPEA and you are not comfortable raising your concerns informally (as outlined above), you are encouraged to formally report it under this Policy. This means telling an Eligible Recipient if you have reasonable grounds to suspect that a Disclosable Matter has occurred or is occurring in relation to APPEA.

Refer to Section 5 of this Policy on how to formally raise a concern.

Provided such disclosures meet certain legislative requirements (including being made by an Eligible Whistleblower in relation to APPEA to an Eligible Recipient on a Disclosable Matter under the Corporations Act), then it will be a protected disclosure and you will have certain protections under the law (**Disclosure**). As noted above, these protections may not be available in the case of an informal disclosure or a personal work-related grievance as per paragraphs 1 above and 3 below.

### 3. Personal work-related grievances

Personal work-related grievances should be raised directly with the HR Adviser, as such grievances are not within the scope of this Policy (subject to some exceptions, see **Attachment 2**). Personal work-related grievances are those that relate to the Discloser's current or former employment and have, or tend to have, implications for them personally (i.e. matters solely related to their personal employment), but do not:

- have any other significant implications for APPEA under the law; or
- relate to any conduct, or alleged conduct, about a Disclosable Matter.

Examples of personal work-related grievances include:

- an interpersonal conflict between you and another employee;
- a decision relating to a promotion impacting you; or
- a decision relating to the termination of your employment.

However, in some cases personal work-related grievances may be covered by this Policy. See further information in **Attachment 2**.

## 5. How to raise a formal concern at APPEA

If you wish to raise a formal concern, you must report the Disclosable Matter directly to an Eligible Recipient to qualify for protection. You may raise your concern directly with APPEA's external whistleblower service, the Deloitte Whistleblower Service. Contact details for the Deloitte Whistleblower Service can be accessed on the APPEA intranet in the 'HR – All Staff Access' area. This information is also prominently displayed in all APPEA workplaces.

Deloitte Whistleblower Services: Ph: 1800 173 918

E: [whistleblower@deloitte.com.au](mailto:whistleblower@deloitte.com.au)

<https://australia.deloitte-halo.com/APPEA>

You should provide as much information as possible, including details of the Disclosable Matter, people involved, dates, locations and any evidence that may exist.

## 6. Raising a concern anonymously

You can make an anonymous Disclosure if you do not want to reveal your identity. Such Disclosures will still be protected under the relevant legislation (provided all other criteria are met). You may choose to remain anonymous while making a Disclosure, throughout any investigation and after the investigation is finalised, however this may limit the ability to investigate the Disclosure depending on the circumstances. You are also not obliged to answer questions if you feel doing so could reveal your

identity during follow-up conversations. You may also choose to adopt a pseudonym for the Disclosure.

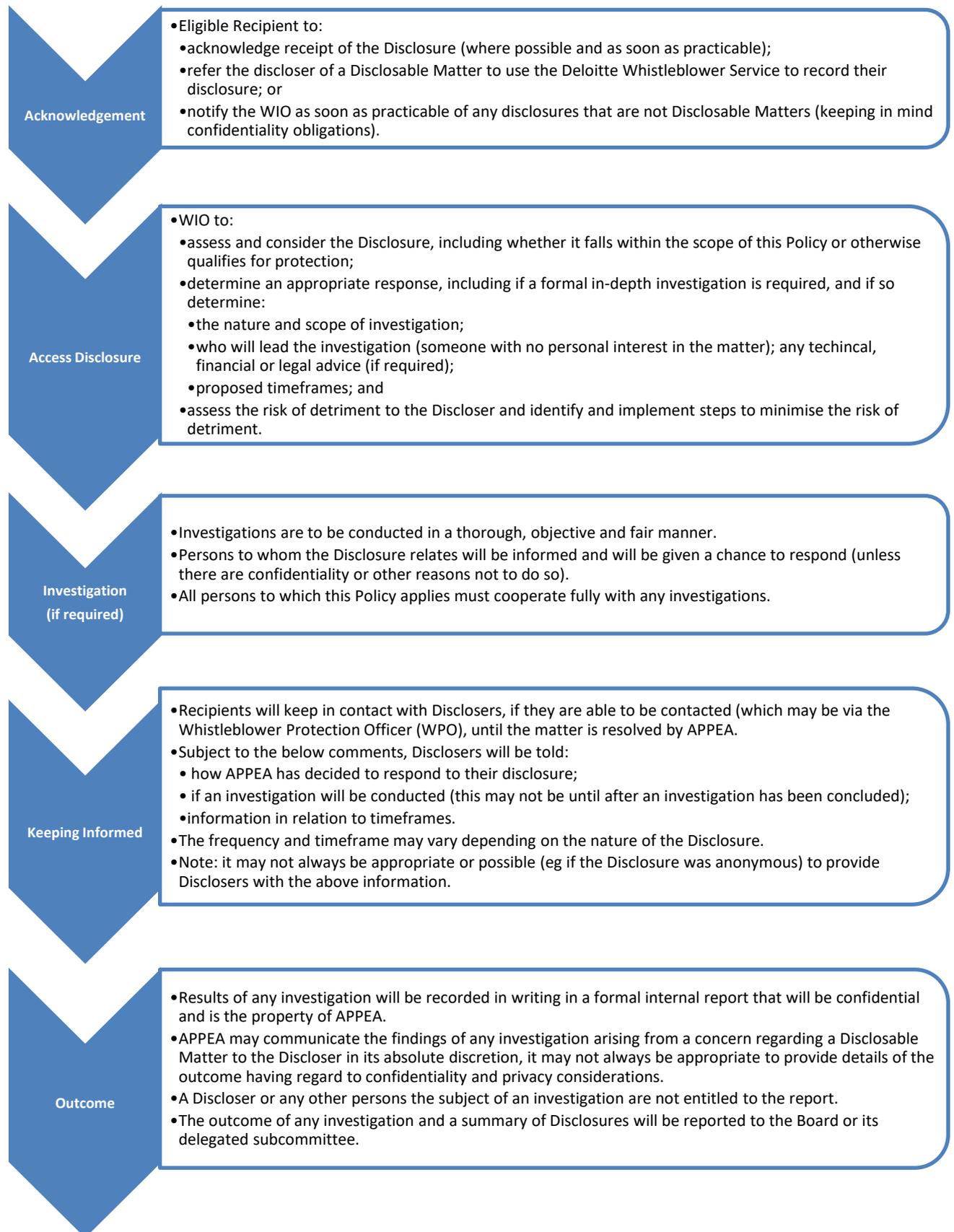
While you are encouraged to provide your name when providing a Disclosure to the Deloitte Whistleblower Service because it will make it easier for APPEA to address your Disclosure (for example, the context in which you may have observed the Disclosable Matter is likely to be useful information), you are not required to do so.

If you do not provide your name, APPEA will assess your Disclosure in the same way as if you had revealed your identity, and any investigation will be conducted appropriately in the circumstances. However, please be aware that an investigation may not be possible unless sufficient information is provided. You will still be entitled to protections under the law if a protected disclosure is made, as described in **Attachment 2**.

It is illegal for a person to identify a Discloser, or disclose information that is likely to lead to the identification of the Discloser other than in certain circumstances. The identity of and information received from a Discloser will therefore be held in confidence. If you believe your confidentiality has been breached, you can raise this with an Eligible Recipient as outlined in this Policy. More information on protecting your identity is outlined in Section 8.

## 7. What happens following a disclosure

When a Disclosure is made, it will be dealt with sensitively and seriously, and may be addressed informally or through formal investigation. The following steps must be followed except where, in the opinion of the Whistleblower Investigations Officer (WIO) who is assigned to oversee the investigation, it would be inappropriate or unreasonable in the circumstances to do so. A Whistleblower Protection Officer (WPO) may with consent of the Discloser be assigned to put in place protocols to safeguard the Discloser and ensure the integrity of the process.



Note:

- where an investigation identifies a breach of law or a breach of APPEA internal policies or procedures, appropriate disciplinary action may be taken. This may include but is not limited to terminating or suspending the employment or engagement of the person(s) involved in the misconduct;
- in some circumstances, Disclosures made may also be subject to statutory reporting requirements and processes, or a matter may need to be reported to the police, or a government agency or authority. This Policy does not negate a statutory requirement or process, or customary processes under law.

## 8. Legal protection of disclosers

APPEA is committed to protecting and respecting the rights of a Discloser under this Policy. This section outlines how APPEA will assist in protecting Disclosers (in addition to legislative protections as summarised in **Attachment 2**).

### Protecting your identity

It is a priority to protect Disclosers. Each person performing a function under this Policy in relation to a Disclosure must take all reasonable steps to reduce the risk that a Discloser will be identified.

If you make a Disclosure, your identity (and information about the Disclosure that reveal your identity) must not be disclosed unless:

- you give your consent for APPEA to disclose that information;
- the disclosure is allowed or required by law (for example, disclosure by APPEA to a lawyer to get legal advice relating to the law on whistleblowing); or
- in the case of information likely to identify you, it is reasonably necessary to disclose the information for the purposes of an investigation, but all reasonable steps are taken to prevent someone from working out your identity; or
- it is reported to a relevant regulator such as to:
  - the Australian Federal Police;
  - the Australian Securities and Investments Commission;
  - the Australian Prudential Regulatory Authority; or
  - the Australian Commissioner of Taxation if the disclosure concerns APPEA's tax affairs or the tax affairs of an associate of APPEA.

### Protecting you from detriment

APPEA will not tolerate any detrimental conduct to any person who:

- is or proposes to be a Discloser; or
- is suspected or believed to be, or could be, a Discloser, including conduct against that person's colleagues, employer (if a contractor) or relatives.

Examples of detrimental conduct include the following:

- being terminated or having their employment ceased;

- injury of an employee in their employment or alteration of their duties to their disadvantage;
- harassment or intimidation;
- harm or injury;
- damage to property, reputation, business or financial position or any other damage;
- discrimination; and
- any other action that can be perceived as retaliation for making a report.

Any person involved in detrimental conduct may be subject to disciplinary action (including but not limited to termination of employment or engagement). In some circumstances, such conduct may also be a criminal offence.

If you are concerned that you may be, are being, or have been subject to detrimental conduct as a result of an actual or proposed Disclosure, you should immediately report this matter to the Whistleblower Protection Officer (**WPO**) assigned to your matter.

APPEA is committed to making sure that a Discloser does not suffer detriment. The protections offered are as required by law, and may, depending on the circumstances, include:

- monitoring and managing the behaviour of other employees;
- relocating employees to a different group or revising reporting lines;
- offering you a leave of absence or flexible workplace arrangements while a matter is investigated.

A Discloser, who is a current employee, may access APPEA's Employee Assistance Program, information of which is available on the APPEA intranet in the 'HR – All Staff Access' area.

See also **Attachment 2**.

### **Compensation and other remedies**

A Discloser (or any other employee or person) may be entitled to seek remedies through the courts such as compensation if they suffer loss, damage or injury due to detrimental treatment.

Disclosers are encouraged to seek independent legal advice.

### **Civil, criminal and administrative liability protection**

Disclosers are protected from any civil, criminal and administrative liability, in relation to their Disclosure. These protections do not grant immunity for any misconduct a Discloser has engaged in that is revealed in their Disclosure.

## **9. False or misleading disclosures**

When you make a Disclosure, you will be expected to have reasonable grounds to suspect the information you are disclosing is true, but you will not be penalised under the relevant laws if the information turns out to be incorrect.

However, you must not make a Disclosure that you know is not true or is misleading. Where it is found that a Discloser has knowingly made a false Disclosure, this may be a breach of APPEA's Code of Conduct and will be considered a serious matter that may result in disciplinary action. There may also be legal consequences if you make a knowingly false Disclosure.

## 10. Record keeping

When Disclosures are recorded, the record will be kept in confidence. The method for documenting and reporting the findings will depend on the nature of the Disclosure. As outlined above, there may be circumstances where it may not be appropriate to provide details of the outcome to the Discloser.

Access to all information relating to a Disclosure will be limited to those directly involved in managing and investigating the disclosure.

All information, documents, records and reports relating to a Disclosure (including, subject to the terms of this Policy, the Discloser's identity) and any associated investigation will be confidentially stored and retained in an appropriate and secure manner.

## 11. Reporting and review of this Policy

The Board will within a reasonable timeframe receive a summary of Disclosures which did not require investigation under this Policy. The summary provided to the Board will not identify individual Disclosers.

Disclosures the subject of an investigation will be reported to the Board in accordance with section 7 of this Policy.

APPEA is committed to monitoring the effectiveness of this Policy, its processes and procedures. Consequently, this Policy is to be reviewed periodically by the Board.

## 12. Availability of this Policy and training

APPEA intends that employees (including new employees) are informed about, have access to, and understand this Policy. Training will be provided to Recipients or those who otherwise have a role under this Policy, including in relation to how to respond to Disclosures.

A copy of this Policy will also be available on the APPEA website ([www.appea.com.au/legal/policies](http://www.appea.com.au/legal/policies)) and intranet.

Persons to whom this Policy applies may (without necessarily making a Disclosure) also contact APPEA's HR Adviser or the Chief Executive for information about this Policy including:

- how this Policy works;
- what the Policy covers; and
- how a Disclosure might be handled.

## Attachment 1: Roles and responsibilities

The Policy also refers to a number of key people, whose roles and responsibilities are defined as follows:

Term	Meaning	Role and Responsibilities
<b>Discloser</b>	The person reporting a Disclosable Matter under this Policy that qualifies for protection under the Corporations Act.	
<b>Eligible Recipient</b>	Those persons who receive a disclosure that qualify for protection under the Corporations Act, including the Deloitte Whistleblower Service. See <b>Attachment 2</b> for list of other Eligible Recipients.	<ul style="list-style-type: none"> <li>• The role of the Eligible Recipient is to ensure that the information which a Discloser discloses is heard by APPEA and that proper follow-up occurs, as well as to ensure the Discloser feels supported and protected.</li> <li>• Eligible Recipients will refer the Discloser (of a Disclosable Matter) to the Deloitte Whistleblower Service as soon as possible to allow APPEA's response to commence (see Section 7).</li> </ul>
<b>Whistleblower Investigations Officer (WIO)</b>	HR Adviser	<ul style="list-style-type: none"> <li>• If a report made under this Policy is formally investigated, the WIO will carry out or supervise the investigation.</li> <li>• The WIO will report to the Board any investigation outcomes.</li> <li>• The WIO and WPO act independently of each other and the responsibilities of these roles do not reside with one person.</li> </ul>
<b>Whistleblower Protection Officer (WPO)</b>	HR Adviser	<ul style="list-style-type: none"> <li>• The WPO will safeguard the interests of Disclosers reporting under the Policy and will ensure the integrity of the reporting mechanism.</li> <li>• The WPO acts as the contact point for communication with the Discloser after reporting.</li> <li>• The WPO will explain confidentiality processes in place to protect the Discloser's confidential identity.</li> </ul>

## Attachment 2: Protections provided by Australian law

This is a high level summary of some aspects of applicable law as at the date of this Policy. You should seek independent legal advice specific to your personal circumstances regarding matters the subject of this Policy, including any actual or potential Disclosures.

### 1. When legislative protections may apply

Under Australian law, legislative protections for Disclosures are available to certain persons (including current and former employees and suppliers, and their relatives and dependants) who make a "protected disclosure" to certain people.

APPEA encourages you to make Disclosures to an Eligible Recipient. Provided the Disclosure falls within the protected disclosures under the relevant legislation, you will have the same protections if you make the Disclosure to certain other persons also. Details of those persons to whom a "protected disclosure" can be made are set out below in section 2.

Protections and remedies available to those who make a "protected disclosure" are set out in section 3 to this Attachment. If you make a "protected disclosure" that does not comply with the Policy but otherwise meets legislative requirements, you will still be entitled to the legal protections under applicable Australian law.

### 2. Protected Disclosures

To be a "protected disclosure", information must relate to "disclosable matters" and be made to "eligible" persons or organisations. Examples of this type of information and recipients are outlined in the following table:

Information reported or disclosed	Recipient of disclosed information
<p><b>General Disclosable Matters</b></p> <ul style="list-style-type: none"> <li>• Information about misconduct, or an improper state of affairs or circumstances in relation to APPEA or a related body corporate.</li> <li>• Information that APPEA or any officer or employee of APPEA has engaged in conduct that:               <ul style="list-style-type: none"> <li>○ contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act);</li> <li>○ represents a danger to the public or the financial system; or</li> <li>○ constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more.</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• A person authorised by APPEA to receive protected disclosures – i.e. Recipients under this Policy.</li> <li>• An officer or senior manager of APPEA or of a related body corporate.</li> <li>• An auditor, or a member of an audit team conducting an audit, of APPEA or of a related body corporate.</li> <li>• An actuary of APPEA or of a related body corporate.</li> <li>• Regulatory bodies eg ASIC or APRA.</li> <li>• A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions</li> </ul>

Note that "personal work-related grievances" are not protected disclosures under the law, subject to the exceptions referred to below.

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#### **Tax-related Disclosable Matters**

Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of APPEA or an associate of APPEA, which the employee considers may assist the eligible recipient to perform functions or duties in relation to the tax affairs of APPEA or the associate.

- An auditor or a member of an audit team conducting an audit of APPEA or an associate.
- A registered tax agent or BAS agent who provides tax services or BAS services to APPEA or the associate.
- A director, secretary or senior manager of APPEA or an associate.
- An employee or officer of APPEA, or a related body corporate of APPEA, who has functions or duties that relate to the tax affairs of APPEA or an associate. A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions.

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#### **Further tax-related information**

Information that may assist the Commissioner of Taxation to perform his or her functions or duties under a taxation law in relation to APPEA.

- Commissioner of Taxation.
  - A legal practitioner for the purpose of obtaining legal advice or legal representation about the operation of the whistleblower provisions.
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The law also protects certain disclosures made in "emergency" and "public interest" situations, in which case disclosures can be made to additional recipients.

#### **Personal work-related grievances**

Protection for disclosures about personal work-related grievances are only available under the law in limited circumstances. A disclosure of a personal work-related grievance will remain protected if, in summary:

- it concerns detriment to you because you have or may be considering making a Disclosure; or
- it is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistleblowers.

Under the law, a grievance is not a 'personal work related grievance' if it:

- has significant implications for an entity regulated under the law that do not relate to the Discloser;
- concerns conduct, or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws;
- concerns conduct that represents a danger to the public or financial system; or
- concerns conduct prescribed by the regulations.

### **3. Specific Protections and Remedies**

The law provides protections if you make a "protected disclosure", including that:

- you are not subject to any civil, criminal or administrative liability for making the disclosure;
- no contractual or other remedy may be enforced or exercised against you on the basis of the disclosure; and
- in some circumstances (e.g. if the disclosure has been made to a regulator), the information you provide is not admissible in evidence against you in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information.

Additional legislative protections and remedies may also be available.