

7-P19 Whistleblower Policy



Responsible	General Counsel
Accountable 1	Chief Financial Officer
Consulted	External Legal Counsel, Chief People Officer
Informed	All staff, students, volunteers, associates, Board

[Links to ECSNR 2011 and WA 2012:](#)

[Links to NQS:](#)

QA 7

[Related Forms:](#)

[Related Supporting Documents:](#)

4-F70 Witness Statement
Modern Slavery Statement

1.0 Definitions

For the purposes of this policy, a **Whistleblower** is an AEG current or former director or employee, their relative or dependant, or a volunteer, contractor or consultant, who reports actual or suspected serious wrongdoing within AEG relating to fraud, corruption, illegal activities, gross mismanagement or malpractice in accordance with this policy.

Reportable conduct includes dishonesty, fraud, corrupt conduct, illegal conduct, unethical behaviour, misconduct (negligence, breach of trust), improper state of affairs or circumstances, conduct that represents a danger to the public or financial system, conduct that constitutes an offence under a law of a state or the Commonwealth punishable by a term of imprisonment of 12 months or more.

Eligible Recipients are the people to whom the Whistleblower can report their reportable conduct concerns and include:

- A member of the Senior Executive Team
- External bodies – ASIC, APRA, police, Member of Parliament
- Authorised hotlines

2.0 Policy Statement

The purpose of this policy is to set out the processes adopted by Affinity Education Group PTY Limited and its related entities (collectively, **AEG**) in responding to reports by Whistleblowers, and how AEG will support and protect those who make such reports.

AEG is committed to:

- the highest standards of legal, ethical and moral behaviour, and to investigating reports made in accordance with this policy which are not trivial, vexatious, malicious, a mere grievance or false;
- providing a supportive environment in which Whistleblowers are encouraged to report potential or actual serious wrongdoing they believe is occurring within AEG without fear of victimisation or reprisal; and
- supporting and protecting Whistleblowers; no Whistleblower should be personally disadvantaged for making a report where they have reasonable grounds to suspect that potential or actual serious wrongdoing has taken place.

3.0 Scope and Application

This policy applies to Whistleblowers. Other persons to whom this policy does not apply and who wish to report potential or actual serious wrongdoing within AEG are encouraged to contact AEG's **Chief Executive Officer on 07 3513 7700** in the first instance.

Current and former directors and employees, their relatives and dependants, and AEG's volunteers, contractors and consultants, who have concerns generally relating to their employment or engagement, or otherwise in respect of matters that are not serious wrongdoing within AEG relating to fraud, corruption, illegal activities, gross mismanagement and malpractice should raise those concerns in accordance with AEG's grievance procedures and other internal processes, which generally involve discussing the matter with the relevant manager or AEG representative in the first instance.

4.0 Roles and Responsibilities

The AEG whistleblower governance team consists of:

- **Whistleblower Program Manager**
- **Whistleblower Protection Officer** – appointed by the Whistleblower Program Manager to assist the Whistleblower, in most cases the CEO
- **Investigator** – in most cases the Chief People Officer and Chief Financial Officer

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A Whistleblower Program Manager has the following responsibilities in respect of reports made to them under this policy:

- Assess whether the report satisfies the requirements of this policy, is not trivial, vexatious, malicious or false, and warrants investigation; and
- If so:
 - Appoint a Whistleblower Protection Officer to provide support to the Whistleblower
 - Appoint an investigator to investigate the report
 - Take reasonable steps to ensure retaliatory action will not be taken against the Whistleblower
 - Notify the CEO (or alternately the Board, as may be appropriate) of the report and the investigation of it

The Whistleblower Program Manager may seek assistance from external financial, legal and operational advisers as required. The Whistleblower Program Manager reports directly to the CEO (or alternately the Board, as may be appropriate).

A Whistleblower Protection Officer is responsible for the following during the investigation process:

- providing support to the Whistleblower in respect of their report; and
- keeping the Whistleblower informed of the progress and outcomes of the investigation as reported by the investigator, as appropriate in the circumstances.

An investigator will be appointed by the Whistleblower Program Manager and may be internal or external to AEG. An investigator is responsible for ensuring the proper investigation of the report and for keeping the Whistleblower Program Manager and the Whistleblower Protection Officer informed of progress.

An internal investigator must not be a person who is the subject of the investigations or has inappropriate links or connections (actual or perceived) to the persons/practices which are under investigation. Ordinarily an internal investigator will be the Chief People Officer or CFO.

The Whistleblower Program Manager may authorise an investigator to seek assistance from internal or external financial, legal and operational advisers as required.

Whistleblower

A Whistleblower must have reasonable grounds for suspecting there has been wrongdoing in making their report and cooperate in the investigation process, including providing further information and particulars sought by the investigator.

5.0 Strategies and Practices

Reporting

Whistleblowers are encouraged to report suspected or actual wrongdoing to an internal AEG Eligible Recipient in the first instance.

Eligible Recipients within AEG are members of the Senior Executive Team:

- **Chief Financial Officer 07 3513 7700**
- **General Counsel 07 3513 7700**
- **Chief People Officer 07 3513 7700**

Complaints or reports can be sent to whistleblower@affinityeducation.com.au.

If the report contains allegations against these people, or the Whistleblower otherwise considers it inappropriate to make their report to any of these people, the Whistleblower is encouraged to report their reasonable suspicion to the Chief Executive Officer, who will assume the role of Whistleblower Protection Officer for the purposes of this policy:

- **Chief Executive Officer 07 3513 7700**

If the report contains allegations against the internal Eligible Recipients, or the Whistleblower otherwise considers it inappropriate to make their report to the CEO, the Whistleblower is encouraged to report their reasonable suspicion to AEG's external Whistleblower Protection Officer, who will assume the role of Whistleblower Program Manager for the purposes of this policy.

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The external Whistleblower Protection Officer will report any allegations directly to the AEG board. The contact details for the AEG Board are:

- **Quadrant Private Equity**
Directors: Chris Coates, Taseen Rahman
Ph: 02 9221 3044

Anonymous reporting

Anonymous reports are accepted under this policy. However, anonymous reports have significant limitations. These limitations may include the inability to gather additional particulars to assist the investigation and provide specific protection for Whistleblowers.

6.0 Protection of Whistleblowers

Confidentiality

AEG will take reasonable steps to keep the Whistleblower's identity confidential. AEG must obtain written consent from the Whistleblower prior to sharing any information such as their name or information that may disclose their identity unless disclosure is authorised or required by law. AEG must disclose to the Whistleblower to whom their identity or information will be shared with and why. AEG may also disclose information where the disclosure is necessary to facilitate further investigation of the report.

When a report is investigated it may be necessary to reveal its substance to:

- AEG directors and the Board, employees, volunteers, contractors or consultants;
- external persons involved in the investigation process; and
- law enforcement agencies.

To ensure procedural fairness, it may be necessary to disclose the fact and/or substance of a report to any person who may be the subject of the report and allow them an opportunity to respond.

AEG will take reasonable precautions to securely store records relating to any report and its investigation, and to permit access by authorised persons only. Any unauthorised disclosure of information relating to a report or its investigation, or the identity of a Whistleblower will be regarded seriously and may result in disciplinary action (including termination of employment or engagement).

Disclosures to lawyers and regulatory bodies

AEG will take reasonable steps to keep a Whistleblower's identity confidential and reduce the risk of disclosure in the course of an investigation if:

- the concern is raised with a lawyer for the purpose of obtaining legal advice or representation; or
- the concern is reported to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA), or any other government body prescribed under Part 9.4AAA of the *Corporations Act 2001* (Cth).

Public interest disclosures

A Whistleblower may make a 'public interest disclosure' or an 'emergency disclosure' to a journalist or a parliamentarian under certain circumstances and qualify for protection. It is recommended that the Whistleblower seek independent legal advice before making such a disclosure.

Retaliation

AEG will not tolerate any retaliatory action or threats of retaliatory action against any Whistleblower who has reasonable grounds to suspect wrongdoing was taking place.

A Whistleblower must not be disadvantaged or victimised for having made a report. Any detrimental conduct toward the Whistleblower in reprisal for a report being made under this policy may result in disciplinary action, including termination of employment or engagement.

Detrimental conduct may include:

- dismissal of an employee;
- alteration of an employee's position or duties to his or her disadvantage;
- harassment or intimidation of a person;

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- harm or injury to a person, including psychological harm;
- damage to a person's reputation; or
- threats of any of the above.

Detrimental conduct does not include:

- administrative action that is reasonable for the purpose of protecting a Whistleblower from detriment (e.g. moving the Whistleblower who has made a disclosure about their immediate work area to another office to prevent them from detriment); or
- managing a Whistleblower's unsatisfactory work performance, if the action is in line with the entity's performance management framework.

If it is found that a Whistleblower has engaged in wrongdoing that is the subject of their report, or otherwise, the fact that the Whistleblower has made the report will not protect the Whistleblower from potential disciplinary action and any such disciplinary action will not be considered retaliation or victimisation. However, cooperation in an investigation, an admission and/or genuine remorse may be considered when determining disciplinary action.

If a Whistleblower believes they have been the subject of actual or threatened victimisation or other retaliatory action, they are encouraged to report the matter to the Whistleblower Protection Officer.

7.0 Inappropriate Reports

Whistleblowers must only make reports under this policy if they have reasonable grounds to suspect wrongdoing and must not make reports that are trivial, vexatious, malicious or a mere grievance or false. Such reports will not be investigated.

Making a report that is found to be trivial, vexatious, malicious, a mere grievance or false will be regarded seriously and may result in disciplinary action, including termination of employment or engagement.

8.0 Policy Consultation and Communication

This policy is available to all current directors and employees via Promapp. This policy is included in mandatory pre-employment training.

This policy is available to all former directors and employees, their relatives and dependants, and AEG's contractors, suppliers, volunteers and consultants on the AEG website.

All current directors and employees are able to provide input and feedback on this policy and contribute to its annual review. All current directors and employees will be notified of any updates to this policy. Members of the Senior Executive Team will review this policy regularly.

9.0 Authority

This Policy is approved by the Senior Executive Leadership Team and reviewed by the Board.

10.0 Related Policies and Procedures

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| • Grievance and Conflict Resolution Procedure | • Family Complaints Procedure |
| • Code of Conduct Policy | • Allegations Handling Procedure |
| • Performance Management Procedure | • Bullying and Harassment Procedure |
| • Corrective Action and Discipline Procedure | • Equal Employment and Anti-Discrimination Policy |

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11.0 Contacts

Chief People Officer Ph: 07 3513 7700	Internal Whistleblower Governance Officers: <ul style="list-style-type: none"> • Chief Financial Officer Ph: 07 3513 7700 • General Counsel Ph: 07 3513 7700
Chief Executive Officer 07 3513 7700	
External Whistleblower Governance Officer:	Directors of the AEG Board: Quadrant Private Equity Ph: 02 9221 3044 <ul style="list-style-type: none"> • Chris Coates • Taseen Rahman

12.0 References

ASIC. 2022. *Whistleblowing*. Accessed July 2022

<https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/>

Aust. Govt. Modern Slavery Act 2018 <https://www.legislation.gov.au/Details/C2018A00153>

ASIC. 2020. RG 270 *Whistleblower Policies*. Accessed 2022

<https://download.asic.gov.au/media/5702691/rg270-published-13-november-2019-20200727.pdf>

Version Control	Date	Author	Description of Change
1.0	April 2014	AEG	New policy / procedure
1.1	April 2015	AEG	Minor amendments
1.2	May 2016	AEG	Revision
1.3	Dec 2016	AEG	Revision
1.4	Jun 2017	AEG	Reformatting
7.19	July 2019	AEG	Legislation changes
5.20	May 2020	AEG	Contact details updated
6.21	Jun 2021	AEG	Revised role names, added Modern Slavery Statement
11.21	Nov 2021	AEG	Updated roles and Board details
8.22	Aug 2022	AEG	Significant update
10.22	Oct 2022	AEG	Updated QPE director names
1.23	Jan 2023	AEG	Removed External Whistleblower contact
7.23	July 2023	AEG	Added email address
12.23	Dec 2023	AEG	Added RACI table and reference
1.25	Jan 2025	AEG	Scheduled review

Responsible = those who are responsible for carrying out the task

Accountable level 1 = the owner and person accountable for the sign off or approval of a task

Accountable level 2 = the person who is accountable for the task being carried out

Consulted = the person to be consulted with and whose input, opinions and feedback are crucial to the task

Informed = the person who should be informed and made aware of the task and any updates

Policy Sponsored by: Paul Kelly	Position: General Counsel	Date: January 2025
Approved by: Chief Financial Officer	Approved Date: January 2025	Next review date: January 2026