

WHISTLE BLOWERS POLICY



PURPOSE

The objective of this policy is to encourage reporting of wrongdoing that is of legitimate concern by providing a convenient and safe reporting mechanism, and protection for people who make serious wrongdoing disclosures.

SCOPE

This Policy applies to all Apprenticeships Are Us Ltd services regardless of entity name or type (collectively referred to as Apprenticeships Are Us Ltd). It encompasses all Directors and personnel including executives, managers, staff, contractors, consultants, volunteers and interns. It extends to clients and suppliers.

POLICY STATEMENT

Apprenticeships Are Us Ltd is committed to the highest standards of conduct and ethical behaviour and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance. People who have a working relationship with Apprenticeships Are Us Ltd are often the first to realise that there may be something seriously wrong. However, they may not wish to speak up for fear of appearing disloyal or may be concerned about being victimised or subject to reprisals for reporting wrongdoing. Apprenticeships Are Us Ltd encourages the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving Apprenticeships Are Us Ltd and provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation, disadvantage or reprisal.

This policy also complies with the Corporations Act 2001 (as amended in 2024) and the Public Interest Disclosure Act 2013, ensuring that whistle-blower protections align with the latest legal frameworks, including enhanced provisions for reporting, confidentiality, and protection against retaliation.

When a person makes a disclosure:

1. Their identity must remain confidential according to their wishes.
2. They will be protected from reprisal, discrimination, harassment or victimisation for making the disclosure.
3. An independent internal inquiry or investigation will be conducted.
4. Issues identified from the inquiry/investigation will be resolved and/or rectified.
5. They will be informed about the outcome.
6. Any retaliation for having made the disclosure will be treated as serious wrongdoing under this Policy.

Definitions Terms used in this Policy are:

Whistle blowing Disclosure: by (or for) a witness of actual or suspected wrongdoing.

Whistle blower: A person who reports wrongdoing in accordance with this Policy.

Wrongdoing: Conduct that includes but is not limited to:

- 1) Breaches legislation, regulations or local government by-laws or is otherwise illegal (including whistle-blower laws, corporations' law, theft, drug sale/use, violence or threatened violence or criminal damage against property).
- 2) Is an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more.
- 3) Is corrupt or is an abuse of public trust or position as a public official.
- 4) Is dishonest or fraudulent.
- 5) Perverts the course of justice.
- 6) Unreasonably endangers health and safety or the environment.
- 7) Is maladministration (e.g., unjust, based on improper motives, is unreasonable, oppressive or negligent).

- 8) Is serious or substantial waste (including public money or public property).
- 9) Is gross mismanagement or repeated breaches of administrative procedures.
- 10) Has financial or non-financial loss detrimental to the interests of Apprenticeships Are Us Ltd.
- 11) Is an unethical breach of the Code of Conduct.
- 12) Is serious improper conduct or an improper state of affairs.
- 13) Environmental, Social, and Governance (ESG) breaches: Any conduct that fails to meet the organisation's ESG reporting obligations, including environmental harm, failure to meet sustainability targets, or non-compliance with social and governance commitments, may be considered serious wrongdoing under this policy.

RESPONSIBILITIES

Whistle-blowers Protection is available to Whistle-blowers who disclose wrongdoing that is made with reasonable grounds to believe it is true. To ensure that all employees are treated fairly and that resources are not wasted, protection is not available where the disclosure is:

- a) Trivial or vexatious in nature with no substance. This will be treated in the same manner as a false report and may itself constitute wrongdoing.
- b) Unsubstantiated allegations which are found to have been made maliciously, or knowingly to be false. These will be viewed seriously and may be subject to disciplinary action that could include dismissal, termination of service or cessation of a service or client relationship.

A Whistle-blower must provide information to assist any inquiry/investigation of the wrongdoing disclosed. Making a disclosure may not protect the Whistle-blower from the consequences flowing from involvement in the wrongdoing itself. A person's liability for their own conduct is not affected by their report of that conduct under this policy. However, active cooperation in the investigation, an admission and remorse may be taken into account when considering disciplinary or other action. Even though a Whistle-blower may be implicated in the wrongdoing they must not be subjected to any actual or threatened retaliatory action or victimisation in reprisal for making a report under this policy.

This policy is in line with the *Australian Accounting Standards Board (AASB)* guidance on reporting misconduct, and the *ASX Corporate Governance Principles* on whistle-blower protections. These frameworks ensure that reporting structures are robust and that disclosures of financial, operational, or governance misconduct are managed in accordance with national standards.

Whistle-blower Protection Officer

If the Whistle-blower wishes a Whistle-blower Protection Officer may be appointed who is an officer, senior manager or employee to support and provide protection to the Whistle-blower according to this policy. The Whistle-blower Protection Officer must have a direct reporting line to an Executive and/or Manager from an area of the organisation that is independent of line management in the area that is the subject of the report of wrongdoing. The Whistle-blower Protection Officer will provide mentoring and other support deemed necessary by the Whistle-blower Protection Officer. The Whistle-blower Protection Officer is responsible for keeping the Whistle-blower informed of the progress and outcomes of the inquiry/investigation subject to considerations of privacy of those against whom a disclosure has been made.

Whistle-blower Governance Officers

A Whistle-blower Governance Officer is a person named in *Appendix 1* of this policy as such and is responsible for receiving whistle-blower disclosures of wrongdoing and overseeing resolution. Whistle-blower Governance Officers must (after reasonable preliminary inquiry):

- 1) If the Whistle-blower agrees appoint a whistle-blower Protection Officer to provide support to the whistle-blower.

- 2) Notify the Protected Disclosures Coordinator of disclosure allegations.
- 3) Be satisfied that each disclosure of wrongdoing they received was appropriately inquired into or investigated.
- 4) Be satisfied that action taken in response to the inquiry/investigation is appropriate to the circumstances.
- 5) Provide governance oversight over any inquiry/investigation into retaliatory action taken against the whistle-blower. Alternatively, if the disclosure contains allegations against any Apprenticeships Are Us Ltd Executive and Management or where the whistle-blower has a reasonable belief that the whistle-blower Governance Officers are not sufficiently independent a report may be made to Brown Wright Stein Lawyers.

Protected Disclosures Coordinator

The Protected Disclosures Coordinator is the Company Secretary.

The Protected Disclosures Coordinator receives particulars about all whistle-blower events and performs the following functions:

1. Arranges for an inquiry/investigation into the disclosures made by the Whistle-blower.
2. Ensures appropriate government agencies are notified about Whistle-blower events where required.
3. Maintains a Whistle-blower Register for trend analysis and to identify systemic issues requiring attention.

Investigator

Apprenticeships Are Us Ltd will investigate all matters reported under this policy as soon as practicable after the matter has been reported. The Investigator is appointed by the Protected Disclosures Coordinator and may be internal or external to Apprenticeships Are Us Ltd. The Investigator must have internal independence of line management in the area affected by the wrongdoing disclosure. The internal investigator may be a member of the Management and Executive Team, Internal Solicitor or external legal counsel.

The investigation will be conducted in an objective and fair manner, and as is reasonable and appropriate having regard to the nature of the disclosure and the circumstances. Where a report is submitted anonymously, Apprenticeships Are Us Ltd will conduct the investigation and its enquiries based on the information provided to it. However, anonymity can sometimes prevent Apprenticeships Are Us Ltd from taking the issue further if Apprenticeships Are Us Ltd is not able to obtain further information from the source of the report. The Investigator may second the expertise of other officers in Apprenticeships Are Us Ltd to assist in the investigation and may seek the advice of internal or external experts as required.

Managers

All managers who receive disclosure about wrongdoing must notify the Integrity Line or a Whistle-blower Governance Officer and provide particulars and maintain confidentiality about it.

Policy Application

Reporting a Disclosure

Internal Whistle-blowers (current or former Directors, employees, volunteers, interns, contractors or consultants) Internal Whistle-blowers are encouraged to report their concerns to their supervisor or their supervisors' manager to seek an immediate response. Where the internal Whistle-blower believes this is not appropriate, then an alternative reporting mechanism is available.

External Whistle-blowers (Other people with a relationship with Apprenticeships Are Us Ltd – e.g., clients & suppliers).

Where an external Whistle-blower is reluctant to report it to line management for fear of retribution, they can report their concerns to a higher level of management than the person in Apprenticeships Are Us Ltd that they ordinarily deal with. There may be a simple explanation that they had not considered. Where this is not appropriate, an alternative reporting mechanism is available.

Alternative reporting

Alternative reporting to normal channels is available where:

1. The normal reporting channel is considered inappropriate to the circumstances;
2. Apprenticeships Are Us line management was notified but failed to deal with it; or
3. The person or organisation disclosing wrongdoing is concerned about possible retaliation. In any of these circumstances, an internal Whistle-blower may provide the report of wrongdoing directly to:
 - a. A Whistle-blower Governance Officer; A person or entity who is eligible to receive the disclosure under the *Corporations Act 2001*.
 - b. External Whistle-blowers (people or organisations with a relationship with Apprenticeships Are Us Ltd) may provide the report of wrongdoing to: - The Integrity Line; or - A person or entity who is eligible to receive the disclosure under the *Corporations Act 2001*.

In cases where external reporting is deemed necessary, whistle-blowers may report directly to regulatory bodies such as ASIC, the Australian Charities and Not-for-profits Commission (ACNC), or the Australian Prudential Regulation Authority (APRA), depending on the nature of the misconduct. This aligns with the requirements of the *Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2024*.

Other Complaint Mechanisms This Policy is in addition to:

- I. Grievance procedures for employees, which is for all staff to raise any matters they may have in relation to their work or their work environment, other persons, or decisions affecting their employment.
- II. This policy does not replace other reporting structures such as those for dispute resolution, discrimination, victimisation or matters relating to workplace bullying or harassment.
- III. Standard complaint mechanisms for Host Employers or Apprentices.
- IV. Any exercising of rights under the terms of their contract by contractors and suppliers. An exception to this is where the issue is wrongdoing of a serious nature, yet the existing reporting system failed to attend to the issue or has processed it in a substantially inappropriate, grossly unfair or heavily biased manner.

Anonymous reporting

Anonymous reports of wrongdoing are accepted under this policy. Anonymous reports have significant limitations that may inhibit a proper and appropriate inquiry or investigation. These limitations include the inability to provide feedback on the outcome and/or to gather additional particulars to assist the inquiry/investigation. Specific protection mechanisms may be difficult to enforce if you choose to remain confidential.

Protection

Not all disclosures of serious wrongdoing are protected at law. To meet Apprenticeships Are Us Ltd.'s philosophy of accepting tip-offs from anyone, Apprenticeships Are Us Ltd adopts the principle of providing protection to people or organisations with a relationship (or a former relationship as an officer, employee or contractor) with Apprenticeships Are Us Ltd:

1. At least to the extent of protection at law; and
2. A brief summary of legal protection is at *Appendix 1*.

Confidentiality

Apprenticeships Are Us Ltd will not disclose a whistle-blower's identity unless:

1. It is necessary to further an investigation and the Whistle-blower consents to the disclosure; and/or
2. The disclosure is required or authorised by law.
3. When a report is investigated it may be necessary to reveal its substance to people such as other Apprenticeships Are Us Ltd.'s personnel.
4. External persons involved in the investigation process and, in appropriate circumstances, law enforcement agencies.

5. It will be necessary to disclose the facts and substance of a report to a person who may be the subject of the report as it is essential for natural justice to prevail. Although confidentiality is maintained, in some circumstances, the source of the reported issue may be obvious to a person who is the subject of a report.

Apprenticeships Are Us Ltd will take reasonable precautions to store any records relating to a report of wrongdoing securely and to restrict access to authorised persons only. Unauthorised disclosure of information that could prejudice confidentiality and identify a whistle-blower will be regarded seriously and may result in disciplinary action and where applicable, Apprenticeships Are Us Ltd will notify relevant enforcement agencies.

All whistle-blower reports and related documentation will be handled with enhanced security protocols as per the *Australian Privacy Principles (APPs)*. This includes encrypted storage of sensitive information and limited access to authorized personnel only.

Retaliation

Apprenticeships Are Us Ltd will not tolerate any retaliatory action or threats of retaliatory action against a Whistle-blower, or against a Whistle-blower's colleagues, employer (if a contractor, consultant or supplier) or relatives.

Retaliatory actions may also include indirect forms of discrimination or economic disadvantage, such as loss of future employment opportunities or refusal of contracts. Apprenticeships Are Us Ltd will ensure that whistle-blowers are protected against these broader retaliatory measures as per the updated Fair Work Act 2009.

For example, a Whistle-blower must not be disadvantaged or victimized for having made the report by:

1. Dismissal or termination of services or supply
2. Demotion
3. Discrimination, victimization or harassment
4. Current or future bias
5. Threats of any of the above

Any such retaliatory action or victimisation in reprisal for a disclosure made under this policy will be treated as serious misconduct and will result in disciplinary action, which may include dismissal. In some circumstance it may be illegal, in which case Apprenticeships Are Us Ltd will notify relevant protection and/or enforcement agencies.

Investigation

All reports of alleged or suspected wrongdoing made under this policy to a Whistle-blower Governance Officer will be properly assessed, and if appropriate, inquired into or independently investigated - with an objective of gathering evidence relating to the claims made by the Whistle-blower. That evidence may substantiate or refute the claims made. Investigations must be conducted in a fair and independent manner.

All investigations will be conducted in accordance with the updated Australian Standards on Fraud and Corruption Control (AS 8001:2024). Investigators must document the inquiry process, ensure fairness, and maintain the confidentiality of both the whistle-blower and the subject of the report unless disclosure is necessary for the investigation

Disclosure Management

Apprenticeships Are Us Ltd recognises that individuals against whom a report is made must also be supported during the handling and investigation of the wrongdoing report. Apprenticeships Are Us Ltd takes reasonable steps to treat fairly any person who is the subject of a report, particularly during the assessment and investigation process in accordance with an established support protocol which may be extended to include appointing an independent senior officer in Apprenticeships Are Us Ltd to provide support. Where a person is identified as being suspected of possible wrongdoing, but preliminary inquiries determines that the suspicion is baseless or unfounded and that no formal investigation is warranted, then the Whistle-blower will be informed of this outcome and the matter laid to rest. The Whistleblowing Governance Officer will decide whether or not the person named in the allegation should be informed that a suspicion was raised and found to be baseless upon preliminary review. This decision will be

based on a desire to preserve the integrity of a person so named, so as to enable workplace harmony to continue unfettered and to protect the Whistle-blower where it is a bona fide disclosure.

Regular reviews of whistle-blower reports will be conducted to identify any systemic issues within the organisation. A summary of disclosures and outcomes, ensuring the confidentiality of whistle-blowers, will be reported annually to the board of directors and relevant external regulators in compliance with the ASX Corporate Governance Council's Best Practice Recommendations.

Where an investigation does not substantiate the report, the fact that the investigation has been carried out, the results of the investigation and the identity of the person who is the subject of the report must be handled confidentially. Generally, where an investigation is conducted and the investigator believes there may be a case for an individual to respond, the Investigator must ensure that a person who is the subject of a disclosure:

1. Is informed of the substance of the allegations;
2. Is given a fair and reasonable opportunity to answer the allegations before the investigation is finalised;
3. Has their response set out fairly in the Investigator's report; and
4. Is informed about the substance of any adverse conclusions in the investigator's report that affects them.

Where adverse conclusions are made in an investigator's report about an individual, that individual has a right to respond to those conclusions prior to any action being taken by Apprenticeships Are Us Ltd against them. Apprenticeships Are Us Ltd will give its full support to a person who is the subject of a report where the allegations contained in the report are clearly wrong.

Failure to comply

Any breach of this Policy may result in disciplinary action that could result in severance from the organisation.

RELATED POLICIES

Other organisational policies that should be read in conjunction with this policy and with Apprenticeships Are Us Ltd.'s Code of Conduct Policy include:

- Apprenticeship Are Us Ltd – Organisation Policies and Procedures Manual
- Apprenticeships Are Us Ltd – Bullying and Harassment Policy
- Apprenticeships Are Us Ltd – Access, Equity & Support Procedure

Who speak to?

ROLE	DETAILS
Whistle Blower Protection Officer	Any employee nominated by the Whistle Blower
Whistle Blower Governance Officer	The nominated legal representative for Apprenticeships Are Us Ltd. Michael Wentworth Managing Director Apprenticeships Are Us Ltd mwentworth@apprus.com.au (02) 9891 6900
Protected Disclosure Officer	Brian Schembri Financial Controller Apprenticeships Are Us Ltd bschembri@apprus.com.au (02) 9891 6900
Investigator	Kinh Luong Partner HLB Mann Judd kluong@hlbns.com.au (02) 9020 4057

AUTHORISATION

Michael Wentworth



Managing Director
Apprenticeships Are Us Limited

APPENDIX 1

Part 9. 4AAA of the Corporations Act 2001 (as amended)	
Essential Element	Description
Reportable Conduct	A report is made about serious breaches of the corporation laws or other reportable conduct such as information concerning misconduct or an improper state of affairs or circumstances by the company or by and officer or employee of the company.
Reasonable grounds for suspecting	The person making the report has reasonable grounds for suspecting the reportable conduct.
Person making the disclosure	The person is or has been; (1) An officer of Apprenticeships Are Us Ltd, (2) An employee of Apprenticeships Are Us Ltd, (3) A supplier (including their employees) who provides or has provided services or goods to Apprenticeships Are Us Ltd, (4) An associate of Apprenticeships Are Us Ltd; or (5) a relative of an individual referred to any of the above.
Person receiving the disclosure	The person receiving the report is one of either (1) ASIC, (2) ACNC, (3) The company auditor, (4) A director, secretary or senior manager of Apprenticeships Are Us Ltd, (4) A Apprenticeships Are Us Ltd.'s Whistle Blower Governance Officer.

Public Interest Disclosure Act 2013 (Commonwealth)	
Essential Element	Description
Person making the disclosure	The person is performing a Commonwealth 'public official' function within Apprenticeships Are Us Ltd or as a subcontractor of Apprenticeships Are Us Ltd.
Person receiving the disclosure	The person receiving the report is one of either: (1) supervisor who must pass on to a Whistle Blower Governance Officer, (2) An Apprenticeships Are Us Ltd.'s Whistle Blower Governance Officer, (3) The Commonwealth agency that provides the funding, (4) The Commonwealth Ombudsman.
Person's Identity	Must be kept confidential as far as practical.
Reasonable belief	The report is made with reasonable belief.
Name requirement	Can be anonymous.
Exclusions	(1) Liability for false or misleading statement is unaffected, (2) knowingly contravening a designated publication restriction without having a reasonable excuse for the contravention, (3) Disagreement with government policy or expenditure.
Persons Rights	(1) Immunity from civil, criminal and administrative liability (including disciplinary action) for making the disclosure, (2) No contractual or other remedy may be enforced against the discloser for making the disclosure, (3) absolute privileges in proceedings for defamation, (4) Criminal offense to take or threaten to take a reprisal, (5) legal remedies available to repress reprisal actions.

DOCUMENT CONTROL

Version	Authorised by	Authorisation Date	Sections	Amendment
1.1	M. Wentworth	30/06/2019	All	Implementation of a new policy
1.2	M. Wentworth	27/04/2022	All	Updated Acts and staffing
1.3	M. Wentworth	05/06/2023	All	Cover Page and update governance officers
1.4	M. Wentworth	11/10/2024	All	Cover page, minor information update