

Whistleblower Policy

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Aurizon Holdings Limited (the Company)

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Whistleblower Policy

1. Introduction

1.1 Definitions

- **Company** means Aurizon Holdings Limited ACN 146 335 622
- **Whistleblower** means a person whom reports improper conduct defined under this Policy
- **Policy** means this Whistleblower Policy

1.2 Recognition and purpose

The Company is committed to ensuring all its business activities are carried out in a way that is both ethical and compliant. The Company recognises that any genuine commitment to detecting and preventing illegal and improper conduct must include a mechanism whereby employees and others can report their concerns freely and without fear of reprisal or intimidation. The Whistleblower Policy provides such a mechanism.

1.3 Scope

This Policy applies to all persons who at the time of making a revelation to which this policy applies are directors, employees, contractors and consultants of the Company or its subsidiaries.

2. Improper Conduct

2.1 What constitutes improper conduct

For the purposes of this Policy, improper conduct can be defined as the conduct of someone connected with the Company, which, in the reasonable opinion of the person reporting the conduct and acting in good faith, is:

- fraud or fraudulent activity, dishonest, corrupt or unlawful;
- misleading or deceptive, including conduct or representations which amount to improper or misleading accounting or financial reporting practices;
- endangering the health and safety of any person, which has been reported to management but not acted upon;
- harassment, bullying or unlawful discrimination;
- creating a significant danger to the environment; and/or
- any other activity which may cause loss to the Company or which may otherwise be detrimental to the Company's interests.

2.2 Reporting improper conduct

- Whistleblowers should report suspected improper conduct to their line management. If improper conduct is still suspected, the Head of Risk & Assurance must be advised of the details of the improper conduct. At all times, discussions will remain confidential to the extent agreed with the Whistleblower and to allow for the matter to be investigated.
- Whistleblowers who:
 - disclose their name;
 - provide consent for further disclosure within appropriate channels in Aurizon;
 - have a reasonable basis to suspect improper conduct has, or is likely to occur; and
 - make the disclosure in good faith,

will be protected under the law from any adverse action that someone may take against them by reason of the disclosure. It is for that reason, that the Whistleblower is encouraged to follow this recommendation.

- If a Whistleblower:
 - is not comfortable reporting suspected improper conduct to their line management (including where the complaint is about line management); or
 - has reported suspected improper conduct to line management but it has not been satisfactorily resolved or investigated,then the Whistleblower may contact:
 - the Head of Risk & Assurance; or
 - a member of the Group Executive; or
 - Company Secretary; or
 - Head of Legal & General Counsel;
 - Head of Safety Health & Environment;
 - Head of Remuneration & Employee Relations; or
 - the Company's Whistleblowers Hotline.
 - The Whistleblower's Hotline number is 1800 144 774.
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3. Investigations

3.1 Procedures

- All reports of improper conduct will be treated seriously and be the subject of a thorough investigation with the objective of locating evidence that either substantiates or refutes the improper conduct reported by the Whistleblower.
- Investigations will be undertaken by appropriately qualified independent investigators depending on the matter or content of the individual complaint received.
- The investigations will be coordinated or managed by the Head of Risk & Assurance, Head of Legal & General Counsel, Head of Safety Health & Environment and the Head of Remuneration & Employee Relations (the "Investigating Executive Group") as appropriate and unless implicated in the alleged improper conduct.

3.2 Reporting of Investigation Findings

- At the end of the investigation, the Investigating Executive Group will make a finding on the report of improper conduct and make a recommendation to the appropriate Group Executive, the CEO & Managing Director or the Chair of the Audit, Governance & Risk Management Committee. A response will be recommended where improper conduct is substantiated and/or action is required to address control weaknesses so as to prevent future occurrences of the same improper conduct.
- All investigation outcomes will be reported to the Audit, Governance & Risk Management Committee by the Head of Risk & Assurance.

3.3 Communication with the Whistleblower

- Where possible, the Whistleblower will be informed of the outcome of the investigation of their report of improper conduct, by the relevant member of the Investigating Executive Group, subject to any lawful constraints in doing so.
- All Whistleblowers must maintain confidentiality of such information and not disclose that information to any person.

3.4 Investigations into matters raised by Whistleblowers

- Those persons responsible for receiving and managing information disclosed by Whistleblowers must take care in telling that that information to someone else at Aurizon where:
 - the Whistleblower has not given their consent to disclose their name; and
 - any disclosure of the information is likely to identify the Whistleblower.
 - Seek legal advice from Aurizon Legal Services if you are unsure.
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4. Confidentiality

The Company cannot reveal the identity of any Whistleblower who makes a report of improper conduct unless:

- the person making the report consents to the disclosure;
 - the disclosure is required by law; or
 - the disclosure is necessary to prevent or lessen a serious threat to a person's health or safety.
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5. Protection of Whistleblowers

- 5.1 The Company will not tolerate any retaliation by management or any other person or group, directly or indirectly, against anyone who makes a report of improper conduct, provided the report is made in good faith and the Whistleblower has not engaged in improper conduct themselves.
- 5.2 A Whistleblower, who provides information about improper conduct in good faith and without having been involved in it themselves and provides their name and consent to disclose the improper conduct to appropriate people at Aurizon, will not be personally disadvantaged as a result of having made the report.
- 5.3 Where a Whistleblower, who has made a report of improper conduct, considers that action has been taken against them, their colleagues or relatives, which results in them being personally disadvantaged, victimised or otherwise threatened in any way, as a result of having made the report they should immediately contact a member of the Investigating Executive Group.
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6. False Disclosures of Improper Conduct

- 6.1 The Company takes deliberate, malicious or recklessly false reports of improper conduct seriously.
- 6.2 Whilst not intending to discourage Whistleblowers from reporting matters of genuine concern, Whistleblowers must ensure as far as possible, that they have a reasonable basis for reporting the improper conduct and that such reports are factually accurate, complete, presented in an unbiased fashion (and any possible perception of bias of the Whistleblower is disclosed) and without material omission. Whistleblowers should not perform their own investigations.
- 6.3 Any employee found to have made a false report of improper conduct without acting in good faith (including, malicious, vexatious or without basis), will be subject to disciplinary action, which may include termination of employment.
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7. Annual Review

This policy is subject to standing annual review by the Board.

8. Contact

If you are in any doubt regarding any aspect of this policy you should contact a member of the Investigating Executive Group.