

**THALES AUSTRALIA**

# Whistleblower Policy



# Whistleblower Policy

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## Document overview

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### 1.1 PURPOSE AND SCOPE OF APPLICATION

Thales is committed to high standards of corporate conduct. We want everyone in the Thales team to act consistently with Thales' Code of Ethics and core values.

In keeping with those goals, Thales encourages its staff and others we work with to come forward if they see conduct within Thales, or by representatives of Thales, that they believe is problematic. In this policy we set out how Thales will protect and assist those who do so. This policy is very important to Thales' risk management and corporate governance framework. It is also intended as a practical tool for helping Thales to identify and address wrongdoing. Thales wants to:

- give people who are aware of possible wrongdoing the confidence to speak up;
- ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported;
- identify wrongdoing as early as possible;
- ensure disclosures are dealt with appropriately and on a timely basis;
- provide transparency around our framework for receiving, handling and investigating disclosures;
- help deter wrongdoing; and
- build confidence and trust in our whistleblower policy, processes and procedures.

The policy applies to Thales Australia Holdings Pty Limited (ABN 84 058 583 841) and its Australian subsidiaries (referred to as 'Thales' or 'Thales Australia' in this policy).

If you have any questions about this policy, please feel free to contact the Chief Compliance Officer at [cco@thalesgroup.com.au](mailto:cco@thalesgroup.com.au).

### 1.2 ACRONYMS

- ASIC: Australian Securities and Investments Commission  
APRA: Australian Prudential Regulation Authority  
CCO: Chief Compliance Officer  
ELT: Executive Leadership team

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## General concepts

### 2.1 WHAT IS A WHISTLEBLOWER?

Generally speaking, for the purpose of this policy, a whistleblower is someone who 'speaks up' and reports something about Thales (a 'disclosure') to a person who is authorised to receive whistleblowing information. In doing so, whistleblowers help ensure corporate integrity is maintained and laws are complied with.

### 2.2 WHAT KINDS OF DISCLOSURES ARE COVERED BY THIS POLICY?

You can make a disclosure covered by this policy where you have reasonable grounds to suspect:

- misconduct or an improper state of affairs. This does not only mean conduct that is in breach of the law. For example, it might be conduct which you reasonably believe is unethical, unsafe or endangers the health and safety of others, or which might seriously damage Thales' reputation or financial position;
- contravention of any law administered by the Australian Securities and Investments Commission ('ASIC') (including the Corporations Act 2001) and/or the Australian Prudential Regulation Authority ('APRA');
- conduct that represents a danger to the public or to Australia's financial system;
- an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
- another matter so prescribed as a protected disclosure by the regulations to the Corporations Act 2001.

You will also receive protection under this policy where:

- your disclosure turns out to be incorrect, but you had reasonable grounds to make it;
- you make a disclosure:
  - having reasonable grounds to suspect that the disclosure concerns misconduct, or an improper state of affairs or circumstances in relation to taxation laws; or
  - that may assist the Commissioner of Taxation perform its duties under taxation laws in relation to Thales' tax obligations; or
- you make disclosures to a journalist or parliamentarian, but only where that disclosure qualifies as an 'emergency disclosure' or a 'public interest disclosure'. In summary, an emergency disclosure is where you make a disclosure to a journalist or parliamentarian

after you have already disclosed that information to a regulator, the information concerns a substantial and imminent danger to the health or safety of persons or the environment, and you have given notice to that regulator that you intend to make an emergency disclosure. A public interest disclosure works in a similar way, but instead requires (among other things) you to have waited 90 days after notifying a regulator, and requires that you do not have reasonable grounds to believe that the regulator is taking action. There are no grounds to make emergency disclosures or public interest disclosures in relation to taxation matters. Prior to making a public interest or emergency disclosure it is strongly recommended that you consult with an independent legal practitioner or the Chief Compliance Officer as they will be able to ensure that you understand the relevant criteria that you must satisfy in order to qualify for protection under either instance.

Thales's business is varied. It is, accordingly, conceivable that a range of concerns could be raised across its respective lines of business (e.g. Defence, Security, Aerospace and Transportation) that attract the protections set out in this Policy.

A whistleblower who has reasonable grounds to be concerned about, for example, suspected bribery, corruption or fraud in the abovementioned business lines and reports those concerns in accordance with the requirements outlined in this policy, will qualify for the protections set out in this Policy.

### 2.3 WHAT KIND OF CONDUCT IS NOT COVERED BY THIS POLICY?

The type of conduct not covered by this policy includes:

- personal work-related grievances (unless they also concern the types of misconduct mentioned in 2.2. above); and
- dishonest or untruthful disclosures are not covered by this policy. Such disclosures may result in disciplinary action against the person purporting to make them.

Thales does however take such grievances seriously. Any work-related grievances should be directed in accordance with the Employee Complaint Handling Guideline.

Examples of disclosures regarding personal work-related grievances that may not qualify for protection include:

- a conflict between you and another employee;
- a decision relating to your engagement, transfer or promotion;
- a decision relating to the terms and conditions of your engagement, including your employment contract or applicable enterprise agreement or modern award (as may apply); and
- a decision to suspend or terminate your engagement, or otherwise discipline you.

## 2.4 WHO IS ELIGIBLE FOR PROTECTION UNDER THIS POLICY?

The types of people who can be protected whistleblowers include both current and former:

- officers or employees;
- people who supply goods or services to Thales (whether paid or unpaid) together with their employees;
- associates of Thales, such as Thales' parent company and other companies in the Thales group, as well as the directors and company secretaries of those companies;
- an individual so prescribed by the regulations under the Corporations Act 2001 or Taxation Administration Act 1953; and
- relatives of anyone who belongs to the categories above, or a dependent of such a person or a dependent of their partner. You may make a disclosure anonymously and still qualify for protection. You may also choose to remain anonymous during the course of the investigation concerning your disclosure and after the investigation and may refuse to answer questions, at any time, if you feel they could reveal your identity.

In summary, if you speak up about one of the permitted whistleblowing matters mentioned above and you belong to one of the above categories, you will be protected by Thales in accordance with this policy and all applicable laws.

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## Information about the protections available if you make a disclosure

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### 3.1 CONFIDENTIALITY AND YOUR IDENTITY

If you make a disclosure covered by this policy, we will keep your identity, and any information likely to lead to your identification, confidential and limited to those involved in reviewing and investigating your concerns, unless we have your consent otherwise. Subject to certain limited exceptions prescribed by law, it is illegal for a person to identify a whistleblower protected under this policy or to disclose information likely to lead to the identification of the discloser.

The exceptions are that we can disclose your identity to:

- ASIC or a member of the Australian Federal Police; and
- a legal practitioner (for the purpose of obtaining legal advice or legal representation about the protections available to the whistleblower).

We can also disclose information that it likely to lead to the identification of a whistleblower if it is reasonably necessary for the purpose of investigation the disclosure.

Where we are required or permitted by law to disclose that information, or where we need to make some disclosures of information (but not your identity) in order to investigate what you have told us, we will take reasonable steps to reduce the risk that you will be identified.

If, after making a disclosure, you are concerned that your identity is not being kept confidential, you should inform Thales' Chief Compliance Officer, or engage with a regulator such as ASIC or APRA, for investigation.

You should also know that there are offences relating to disclosure of identity and victimisation of those who have made protected disclosures, and that you may have legal rights about those matters in certain circumstances.

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## 3.2 OTHER PROTECTIONS

If you make a disclosure covered by this policy, you will be protected from:

- civil liability for having made the disclosure (e.g. any legal action against you for breach of an employment contract, duty of confidentiality or another contractual obligation);
- criminal liability for having made the disclosure (e.g. attempted prosecution of you for unlawfully releasing information, or other use of the disclosure against you in a prosecution (other than for making a false disclosure)); and
- administrative liability for having made the disclosure (e.g. disciplinary action for making the disclosure).

However, these protections do not mean you have immunity for any misconduct you have engaged in that is revealed by your disclosure.

A whistleblower who makes a Protected Disclosure may also be entitled to court ordered remedies.

These remedies include:

- compensation for any loss or damage suffered;
- injunctive relief restraining a person from engaging in detrimental conduct, or to prevent the effects of the detrimental conduct;
- an order requiring an apology be given;
- any other order that the court thinks is appropriate.

## 3.3 WHEN DOES THE PROTECTION APPLY?

If your disclosure is covered by this policy, you will qualify for protection from the time you make your disclosure. The protections in this policy apply whether you make your disclosure to Thales, or to one of the external parties described in section 4.3 below.

We encourage you to speak to Chief Compliance Officer, or to an external lawyer, if you have any questions about the protections that are available to you or any other questions you may have in relation to the operation of this policy.

## 3.4 CONDUCT AGAINST YOU

Thales does not tolerate intimidation, harassment or any other retaliatory conduct against a person who has or may make a disclosure, because of that disclosure.

If Thales becomes aware that an employee has engaged in such retaliatory conduct against you, that employee may be subject to disciplinary action or even termination of their employment. You should know that retaliatory conduct may include (but is not limited to): dismissal; demotion; change of duties; discrimination; harassment; intimidation; disciplinary action; damage to property, reputation, business or financial position; physical or psychological harm; or threats to do any of these things.

If you have suffered detriment or someone has threatened you with detriment in connection with a disclosure you or another person have made, or a disclosure that you or another person intend to make:

- you may raise that fact with the Chief Compliance Officer; and
- you may have the right to seek compensation or certain other legal remedies (such as injunctions to stop or prevent the detrimental conduct, reinstatement of position and/or a court ordered apology for the detrimental conduct).

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## Who can you make disclosures to in order to qualify for protection, and how can you make them?

### 4.1 WHO CAN YOU MAKE A DISCLOSURE TO?

Thales encourages disclosures to be made on a named basis (rather than anonymously) and to the Chief Compliance Officer (rather than to the other persons referred to in section 4.2 or in section 4.3).

The Chief Compliance Officer is the Thales Australia Vice President Legal & Contracts. The Chief Compliance Officer can be contacted as follows:

- by letter: addressed to the Chief Compliance Officer, Thales Australia Limited, 7 Murray Rose Avenue, Sydney Olympic Park NSW 2127;
- by email: to [cco@thalesgroup.com.au](mailto:cco@thalesgroup.com.au);
- by telephone: on +61 2 8037 6000; or
- in person: please ask at the reception at Thales' offices at 7 Murray Rose Avenue, Sydney Olympic Park NSW 2127 for the Chief Compliance Officer (after organising the meeting with them via email or telephone).

If you consider that the Chief Compliance Officer would be conflicted or partial, you may alternatively make the disclosure to the Thales Group VP, Ethics, Integrity and Corporate Responsibility via the internal alert system by visiting <https://thales.integrityline.org>

The Chief Compliance Officer and the Thales Group VP, Ethics, Integrity and Corporate Responsibility can provide you with additional information regarding the process for making a disclosure and protections available to whistleblowers prior to you making a formal disclosure.

You can make a report anonymously if you wish to do so. That may, however, make it harder for Thales to investigate the report effectively, or to protect you effectively.

### 4.2 OTHER PERSONS THAT MAY RECEIVE A DISCLOSURE

There are a number of persons, other than the Chief Compliance Officer and Thales Group VP, Ethics, Integrity and Corporate Responsibility, to whom you may make a disclosure in the first instance. You can make a disclosure to any of the following people:

- company directors and company secretaries of Thales or of its related body corporates;
- an officer or senior manager of Thales or of its related body corporates (for example, all members of the ELT);
- an actuary of Thales or of its related body corporates;
- an auditor or a member of an audit team conducting an audit of Thales or any of Thales' related body corporates; or
- any other person authorised, from time to time, to receive eligible disclosures so prescribed by the regulations to the Corporations Act 2001 (or, in the case of tax matters, the Taxation Administration Act 1953).

You may make a disclosure to any of these people on an anonymous or named basis in a number of ways, including by:

- written letter or email;
- telephone call; or
- meeting in person.

Any report received by these people will be passed onto the Chief Compliance Officer for assessment, unless he is conflicted or partial as notified by you in which the report will be assessed by Thales Group VP, Ethics, Integrity and Corporate Responsibility (each are "**Whistleblowing Assessors**").

Regardless of who you make a disclosure to or by what method you make that disclosure, we encourage you to make the disclosure as factually thorough as possible, including by referring to the specific details of the conduct you are speaking up about, the dates and times at which it occurred, the names of other people who might be involved and any other relevant matter (including by producing evidence of the conduct if possible). Doing so will assist in the matter being thoroughly investigated.

If your disclosure relates to allegations about the Chief Compliance Officer or someone else who is senior, that person will not be involved in conducting or receiving reports of any investigation of your concerns.

## 4.3 HOW DO YOU MAKE AN EXTERNAL DISCLOSURE?

Outside of Thales, a report may be made to:

- an external auditor or a member of an external audit team conducting an audit of Thales or any of Thales' related body corporates;
- ASIC or APRA; or
- an independent legal practitioner (engaged by you and not part of the Thales legal team), if the disclosure is made for the purpose of you obtaining legal advice or legal representation (you may still qualify for protection even if the legal practitioner concludes that the disclosure does not relate to an eligible disclosure).

A disclosure may be made to ASIC by:

- lodging a report via ASIC's online reporting form at: <http://www.asic.gov.au/report-misconduct>; or
- by writing to ASIC at: Australian Securities and Investments Commission, GPO Box 9827, Brisbane QLD 4001

In the case of tax-specific disclosures, a disclosure may also be made to registered tax agent or BAS agent or the Commissioner of Taxation.

A disclosure may be made to the Commissioner of Taxation:

- through the tip-off form in the contact section of the ATO app, downloadable from: <https://www.ato.gov.au/General/Online-services/ATO-app/>;
- by telephone on the confidential hotline to report tax avoidance schemes: 1800 060 062;
- by email to [reportataxscheme@ato.gov.au](mailto:reportataxscheme@ato.gov.au); or
- by mail by marking your letter "in confidence" and posting it to: Australian Taxation Office, Tax Evasion, Locked Bag 6050, Dandenong VIC 3175

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## How Thales will support you if you are a whistleblower

As set out at part 3.1, we will keep your identity confidential and seek to protect you from threats or detriment due to your disclosure.

As a whistleblower, there may be a number of ways Thales can support you, including access to our Employee Assistance Program and flexible work. Please note that whilst Thales will endeavour to provide support, the individual circumstances may need to be factored in (for example, Thales may not be able to provide as much practical support to former employees as it may with current employees). If you require further support as a whistleblower, please contact the Chief Compliance Officer or Thales Group VP, Ethics, Integrity and Corporate Responsibility.



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## How Thales will investigate disclosures that qualify for protection

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### 6.1 INITIAL REVIEW

Each disclosure will be considered by the Whistleblowing Assessor, who will conduct a preliminary review of the allegations raised in the disclosure. The preliminary review of the disclosure will be done as soon as reasonably possible after its receipt and it must determine whether the disclosure is protected under this policy, the Corporations Act 2001 and/or the Taxation Administration Act 1953. After this review, the Whistleblowing Assessor will decide whether to formally investigate the allegations. At this stage, unless you have elected to remain anonymous and have not provided a means by which we may contact you, the Whistleblowing Assessor will advise you of that decision.

### 6.2 FORMAL INVESTIGATION

If Thales decides to formally investigate the allegations, the Whistleblowing Assessor will determine:

- the nature and scope of the investigation;
- the person(s) within and/or outside Thales that should lead the investigation;
- the nature of any technical, financial or legal advice that may be required to support the investigation; and
- the timeframe for the investigation.

Any formal investigation will be conducted independently of the persons referred to in the allegations. If you have disclosed your identity or contact details, Thales will let you know approximately how long the investigation is expected to take and, if appropriate and consistent with other confidentiality and privacy considerations, the findings of any investigation (although no copy of any report prepared as part of the investigation will be provided). The Whistleblowing Assessor will keep you informed of the investigations and will let you know the outcome if you have provided a means by which we can contact you.

The Whistleblowing Assessor may report the progress and outcomes of the investigation to the Executive Leadership Team or the Board or their subcommittees as appropriate, while preserving your confidentiality.

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## How Thales will ensure fair treatment of employees the subject of protected disclosures, and keep the investigation confidential

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Thales will ensure fair treatment of employees of the company who are referred to in disclosures that qualify for protection, or to whom such disclosures relate, by:

- ensuring any investigations are free from bias, appropriately resourced and made in a timely fashion;
- putting appropriate information barriers in place as soon as reasonably practicable to protect the confidentiality of the disclosure and any named persons;
- allowing people who are named in disclosures an opportunity to respond to allegations against them at an appropriate time during any investigation; and
- establishing secure record keeping and information sharing procedures, including by ensuring that:
  - all paper and electronic documents and other materials relating to disclosures are stored securely;
  - all information relating to a disclosure can only be accessed by those directly involved in managing and investigating the disclosure;
  - only a restricted number of people who are directly involved in handling and investigating a disclosure are made aware of a discloser's identity or information that is likely to lead to the identification of the discloser; and
  - each person who is involved in handling and investigating a disclosure is reminded that they should keep the identity of the discloser and the disclosure confidential and that an unauthorised disclosure of a discloser's identity may be a criminal offence.

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## How we will make this policy available to officers and employees of Thales

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### 8.1 THALES INTRANET AND CHORUS

This policy will be made available on Thales' intranet, Thales' internet and on Chorus 2.0 at all times; and also, be made available to any person who does not have access to that intranet by hard copy.

Any officer or employee of Thales may also obtain a copy of the policy by emailing 1st Point HR on [1stpointhr@thalesgroup.com.au](mailto:1stpointhr@thalesgroup.com.au).

This policy will also be available on Thales' website.

### 8.2 NEW STARTERS

All new starters at Thales will be informed of the policy as part of Thales's induction training and awareness program.

### 8.3 DOCUMENT UPDATES

From time to time, Thales will review, and where required update, this policy (for example, if there is a change in law that requires an amendment to this policy). We will circulate notifications to staff members in relation to any such updates.



# THALES

Building a future we can all trust

7 Murray Rose Avenue,  
Sydney Olympic Park, NSW 2127  
Australia

Tel: +61 (0)2 8037 6000  
E-mail: [cco@thalesgroup.com.au](mailto:cco@thalesgroup.com.au)

> [thalesgroup.com](http://thalesgroup.com) <

