



Australian Whistleblowing Policy

FedEx



1. About this Policy

Background

- 1.1 FedEx Corporation and its subsidiaries are committed to detecting and addressing potential business misconduct and ensuring those who become aware of such misconduct can report it without being concerned that it will negatively affect them or their position. This Whistleblowing Policy (**Policy**) applies to Federal Express (Australia) Pty Ltd and FedEx Express Australia Pty Ltd (**FedEx Australia**).
- 1.2 This Policy relates to the protection of those ‘speaking-up’ about misconduct (also known as "whistleblowers") and how FedEx Australia will respond to reports of misconduct.
- 1.3 FedEx Australia may amend this Policy from time to time at its discretion.

Interaction with Whistleblowing Legislation

- 1.4 While FedEx Australia considers it important that whistleblowers are encouraged to report misconduct and are protected when they do so, there are specific provisions under Australian legislation which provide whistleblowers with legal rights for certain types of disclosures.
- 1.5 For FedEx Australia, the relevant legislation is sections 1317AA to 1317AJ of the *Corporations Act 2001* (Cth) and sections 14ZZT to 14ZZE of the *Taxation Administration Act 1953* (Cth) (the **Whistleblowing Legislation**). The protections under the Whistleblowing Legislation only apply to certain types of disclosures, known as **Qualifying Disclosures**. Additional information about the Whistleblowing Legislation is set out in **Annexure A**.
- 1.6 To make a ‘Qualifying Disclosure’, a whistleblower must:
 - (a) be an ‘eligible whistleblower’, as set out in section 3.7 of this Policy;
 - (b) be reporting on a ‘disclosable matter’, as described in section 3.2 of this Policy; and
 - (c) report that disclosable matter to an ‘eligible recipient’, who are set out in sections 3.9, 3.10 and 3.11 of this Policy.
- 1.7 This Policy contains a summary of parts of the Whistleblowing Legislation, and for further detail, you should refer to the text of this legislation. This Policy is not intended to override any rights or obligations you may have under the Whistleblowing Legislation.

Link between FedEx's global whistleblower other organisational policies

- 1.8 This Policy should be read in conjunction with:
 - (a) FedEx's Policy on Treatment of Complaints Regarding Financial Fraud and Accounting and Auditing Matters; and
 - (b) FedEx Code of Conduct.
- 1.9 Those policies can be found on FedEx's website here: <http://investors.fedex.com/governance-and-citizenship/policies/>.
- 1.10 Under these global policies, the FedEx Alert Line enables you to anonymously and confidentially report a disclosable matter (see section 3.9 below for further details of the FedEx Alert Line).
- 1.11 To the extent that there are any inconsistencies between the policies listed above and this Policy, this Policy takes priority.

2. Policy Access

- 2.1 A copy of this Policy is accessible to all employees and officers of FedEx Australia on SharePoint.

3. Making a Report

What matters should be reported?

- 3.1 It is important that FedEx Australia is aware of any information which allows it to appropriately manage risks to its employees, its customers, its property, its business and its reputation.

- 3.2 If you have reasonable grounds to suspect that you have information concerning:

- (a) misconduct (which includes fraud, dishonest or unethical behaviour or failure to comply with legal duty) or an improper state of affairs in relation to FedEx Australia or any related body corporate of FedEx Australia; or
- (b) misconduct (as defined above), or an improper state of affairs or circumstances, in relation to the tax affairs of FedEx Australia or an associate of FedEx Australia (**Tax Disclosures**),

then this is a **disclosable matter** under the Whistleblowing Legislation. Failure to report disclosable matters may result in disciplinary action.

- 3.3 Some examples of conduct which should be reported under this Policy include:

- (a) corrupt, fraudulent or other illegal conduct or activity; or
- (b) conduct involving substantial risk to public health or safety or the environment.

Some examples of conduct that will be disclosable matters are included at Annexure A.

What matters are not included under this Policy?

- 3.4 Personal work-related grievances are not included under this Policy and are not protected under the Whistleblowing Legislation.

- 3.5 Some examples of matters which are not included under this Policy are:

- (a) a staff member's dissatisfaction with their pay (unless the staff member's grievance relates to discriminatory conduct);
- (b) a staff member's failure to receive a promotion on grounds unrelated to discriminating conduct.

- 3.6 Some situations involve circumstances where a personal work-related grievance **may** amount to a disclosable matter. For example, this may occur where:

- (a) a personal work-related grievance includes information about corporate misconduct;
- (b) the disclosure relates to the breach of employment laws.

Who can make a disclosure?

- 3.7 Under the Whistleblowing Legislation a person is an **eligible whistleblower** (including in relation to Tax Disclosures) if they are, or have been:

- (a) an officer of FedEx Australia, which includes directors of the board and the company secretary of FedEx Australia;
- (b) an employee of FedEx Australia;
- (c) an individual who supplies services or goods to FedEx Australia;
- (d) an employee of a supplier of services or goods to FedEx Australia;
- (e) an individual who is an associate of FedEx Australia (this includes directors and secretaries of both FedEx Australia and any related bodies corporate);
- (f) a spouse, child or other relative of an individual listed above; or
- (g) a dependant of any individual listed above or of their spouse.

Who to report conduct to

- 3.8 Receiving disclosures requires careful training to ensure whistleblower protections are maintained.
- 3.9 Whistleblowers can report disclosable matters via the FedEx Alert Line, which is an independent service provider that is authorised to receive disclosures that may qualify for protection under the Whistleblowing Legislation. Reports can be made 24 hours a day, seven days a week via the FedEx Alert Line as follows:
- (a) by calling the FedEx Alert Line (call from within Australia 1800 710 687). Phone numbers for callers outside Australia are available at www.fedexalertline.com;
 - (b) by submitting an online report via the FedEx Alert Line web portal located at www.fedexalertline.com.
- 3.10 Under the Whistleblowing Legislation, whistleblowers may also report such information to the following additional **eligible recipients**:
- (a) an officer of FedEx Australia and related bodies corporate;
 - (b) an auditor, or a member of an audit team auditing FedEx Australia or any related body corporate of FedEx Australia;
 - (c) an actuary of FedEx Australia or any related body corporate of FedEx Australia;
 - (d) any person authorised by FedEx Australia to take disclosures, being those persons described in section 3.9 above; or
 - (e) any senior manager of FedEx Australia or any related body corporate of FedEx Australia. FedEx Australia considers its senior managers to be those Officers and Directors listed at Annexure A.
- 3.11 Additionally, the Whistleblowing Legislation allows whistleblowers to make Tax Disclosures to the following '**eligible recipients**':
- (a) a registered tax agent or Business Activity Statement (**BAS**) agent who provides tax agent services or BAS services to FedEx Australia;
 - (b) a senior manager of FedEx Australia;
 - (c) any other employee or officer (within the meaning of the *Corporations Act 2001* (Cth)) of FedEx Australia who has functions or duties that relate to the tax affairs of FedEx Australia.

- 3.12 Under the Whistleblowing Legislation, whistleblowers may also report such information to:
- (a) the Australian Securities and Investments Commissions (**ASIC**);
 - (b) the Australian Prudential Regulation Authority (**APRA**);
 - (c) in relation to Tax Disclosures, the Commissioner of Taxation (**ATO**); or
 - (d) any other prescribed Commonwealth authority or regulator.
- 3.13 However, if a whistleblowing report is made to one of these regulators FedEx Australia will not automatically become aware of that report and therefore may not be able to respond to it in accordance with this Policy.
- 3.14 A whistleblower can obtain additional information about making a disclosure by contacting the Managing Director Legal Australasia.

Anonymous disclosures

- 3.15 Whistleblowers can make an anonymous disclosure and they will still be entitled to the protections set out in this Policy and under the Whistleblowing Legislation if the other requirements for making the disclosure are complied with. Whistleblowers can remain anonymous during the investigation and after any investigation has been finalised. A whistleblower may refuse to answer questions they feel could reveal their identity during follow-up conversations.
- 3.16 However, if the whistleblower's identity is not provided, this:
- (a) will prevent FedEx Australia from re-contacting the whistleblower confidentially to clarify or confirm information supplied;
 - (b) may affect FedEx Australia's ability to proceed with an investigation - if there are gaps in information supplied that cannot be clarified directly in confidence with a whistleblower;
 - (c) will prevent FedEx Australia from updating the whistleblower on FedEx Australia's efforts taken in response to their disclosure; and
 - (d) may affect FedEx Australia's ability to protect the whistleblower from detriment.
- 3.17 If a whistleblower wants to maintain complete anonymity when making a disclosure, FedEx Australia suggests the whistleblower submits their disclosure on an anonymous basis. The FedEx Alert Line allows for all communications with whistleblowers to be anonymised.

Disclosures outside of FedEx Australia

- 3.18 Reporting to others outside FedEx Australia, except as set out in this policy, will not obtain the protection of the Whistleblowing Legislation or any other protections provided by this Policy.**
- 3.19 There are two categories of disclosure that a whistleblower may make to a journalist or a Member of Parliament and still obtain the protections of the Whistleblower Legislation. These are called Public Interest Disclosures and Emergency Disclosures. Further details are contained in **Annexure A**.
- 3.20 Unless a disclosure is being made under those provisions, speaking to a journalist or a member of parliament about confidential information in relation to FedEx Australia without authorisation is not permitted and may be a disciplinary offence.

4. Handling of reports

Investigation of Reports

- 4.1 All reported disclosures will be reviewed and, where appropriate, will be investigated at the earliest opportunity. Any findings will be managed promptly. The way a disclosure is managed depends on what it involves and each disclosure will be dealt with on a case by case basis.
- 4.2 To ensure that any investigations and actions undertaken are fair and unbiased, it may be necessary to:
- (a) obtain specialist, independent advice including trained investigation staff from either inside FedEx Australia or another member of the FedEx Group or refer the matter confidentially to a third-party investigation firm, if deemed appropriate based on the nature of the disclosable matter(s);
 - (b) refer the matter to the police or law enforcement where disclosures refer to, or includes, criminal behaviour.
- 4.3 In the conduct of an investigation, FedEx Australia may proceed as follows:
- (a) determine the nature and scope of the investigation;
 - (b) speak to anyone who may be affected or involved in the disclosure, so they are provided with the opportunity to respond to the allegation(s);
 - (c) consider these responses; and
 - (d) speak to witnesses (where there is a dispute as to the facts surrounding the allegations).
- 4.4 The findings of any investigation into a disclosure will be recorded in Alert Line and reported to the Board of FedEx Australia and will be subject to the record-keeping and confidentiality obligations set out in this Policy. Where necessary, any final investigation report may be redacted to protect the whistleblower's identity or information that may identify the whistleblower.

Fair treatment of employees that are the subject of a disclosure

- 4.5 FedEx Australia is committed to ensuring the fair treatment of employees and other persons engaged by FedEx Australia who are mentioned in reports of disclosable matters, or to whom such disclosures relate. Fair treatment of those persons implicated in a misconduct disclosure includes, but is not limited to:
- (a) the opportunity to be 'heard' on and respond to the allegations as against them before any adverse findings are made against them;
 - (b) the opportunity to have their responses considered by FedEx Australia and, in appropriate circumstances, investigated.
- 4.6 Any suspected adverse or detrimental treatment of employees that are the subject of a disclosure should be reported to the Managing Director Legal Australasia so these matters may be addressed.
- 4.7 FedEx Australia will endeavour to respond promptly to any complaints raised by parties who are the subject of a disclosure where such party has concerns about unfair treatment in the context of assessment of an investigation into the disclosable matter.

Providing updates to those making misconduct disclosures

- 4.8 Where appropriate, FedEx Australia will provide the whistleblower with updates at various stages of any investigation into the disclosure. Any such updates may be limited to preserve the confidentiality of the investigation and the privacy of those potentially affiliated, named, implicated or associated with the matters disclosed. The frequency and detail of any updates supplied, and the initiation or resolution of any potential subsequent investigation, may vary according to the matters reported and the context of the misconduct disclosed. Any updates will be provided to the whistleblower via the FedEx Alert Line or the Managing Director Legal Australasia.
- 4.9 Where the whistleblower has provided their contact details, FedEx Australia will, inform the whistleblower of the conclusion of any investigation and where appropriate, provide the whistleblower with details of the outcomes of that investigation. Where claims cannot be substantiated, and the whistleblower's identity is known – FedEx Australia reserves the right to deem a disclosure closed and notify the whistleblower accordingly.

Consequences for knowingly making false or vexatious reports

- 4.10 Whistleblowers must have reasonable grounds for the claims made in their disclosures.
- 4.11 Where it is shown that a person making a report has made malicious, false or vexatious allegations of improper conduct, then making that report will be considered a serious matter and may render the person concerned subject to disciplinary proceedings which may include demotion, suspension or termination of employment. No action will be taken against an employee who makes a report, based on reasonable grounds to suspect misconduct or an improper state of affairs, which is not substantiated in a subsequent investigation.

5. Protection and Support of Whistleblowers

Protecting confidentiality

- 5.1 A whistleblower may choose to make a report on an anonymous basis. However, there are several advantages in the investigation process if a whistleblower discloses their identity.
- 5.2 If a whistleblower discloses their identity and the whistleblower is an 'eligible whistleblower' who is making a disclosure protected by the Whistleblowing Legislation via the methods set out in section 3.9, 3.10 or 3.11, the recipient has an obligation to keep the whistleblower's identity confidential. This includes keeping confidential any information which could lead to the disclosure of the whistleblower's identity.
- 5.3 FedEx Australia has the legal right to share a whistleblower's identity if reasonably necessary to refer an incident to authorities (such as ASIC, APRA and the Australian Federal Police (**AFP**)) who may wish to pursue the matter.
- 5.4 Under the Whistleblowing Legislation, it is also permissible to:
- (a) disclose information regarding the suspected or actual wrongdoing disclosed, without revealing the whistleblower's identity or information, even if it is likely to lead to the identification of the whistleblower;
 - (b) disclose information other than the whistleblower's identity if it is reasonably necessary for the investigation and all reasonable steps are taken to reduce the risk that the whistleblower will be identified;
 - (c) disclose the identity of a whistleblower, or information likely to lead to his or her identification to (or between) ASIC, APRA, AFP or other prescribed body;

- (d) disclose the identity of a whistleblower, or information likely to lead to his or her identification to a legal practitioner for the purposes of obtaining legal advice or representation; or
 - (e) disclose the identity of a whistleblower where such disclosure is made with the consent of the whistleblower.
- 5.5 To allow proper investigation of the matter and provide the whistleblower with appropriate support, FedEx Australia may ask the whistleblower to consent to the disclosure of the whistleblower's identity to specific individuals, such as:
- (a) an appointed member of the Audit Committee or Legal Department who may then update the whistleblower on the whistleblower's disclosure (where appropriate) including any action taken in response to the whistleblower's disclosure;
 - (b) any other person reasonably necessary to investigate matters which are the subject of the whistleblower's disclosure.
- 5.6 If an eligible recipient receives a report from a whistleblower relating to a disclosable matter, the eligible recipient must not reveal the identity, or information likely to lead to identification, of the whistleblower without the consent of the whistleblower or without the express permission from the Managing Director Legal Australasia to make the disclosure. Such action is illegal and may constitute a criminal offence.**
- 5.7 Whistleblowers can be assured that any information released in breach of this Policy will be treated seriously and may result in disciplinary action, potentially including dismissal. A breach of this policy may also result in criminal sanctions. Whistleblowers should report any suspected or actual breaches of confidentiality to the Managing Director People Operations Australasia.

General protections

- 5.8 FedEx Australia is committed to protecting and respecting the rights of a person who reports a disclosable matter. FedEx Australia will not tolerate any detriment caused or threatened to be caused against any person who has made or who is believed to have reported a disclosable matter. Under the Whistleblowing Legislation, "detriment" is defined to include, without limitation, any of the following:
- (a) dismissing the employee;
 - (b) injuring the employee in their employment, (e.g. not giving an employee legal entitlements such as pay or leave);
 - (c) changing an employee's job to their disadvantage;
 - (d) discrimination between an employee and other employees of the same employer;
 - (e) harassment or intimidation of a person;
 - (f) harm or injury to a person, including psychological harm;
 - (g) damage to a person's property, reputation, business or financial position; or
 - (h) any other damage to a person.
- 5.9 Any victimisation, retaliation or detriment caused or threatened to be caused in reprisal for reporting disclosable matters under this Policy will be treated as misconduct and may result in disciplinary action, including dismissal (or termination of engagement). If you experience or discover any such detrimental conduct, or potential conduct, you should report it immediately

via the methods set out in section 3.9 of this Policy or to the Managing Director People Operations (Australasia).

- 5.10 To ensure the confidentiality of a whistleblower's identity, FedEx Australia will ensure:
- (a) where possible, the whistleblower will be contacted to help identify certain aspects of their disclosure that could inadvertently identify them; and
 - (b) disclosures will be handled and investigated by qualified staff.
- 5.11 Where appropriate, to protect a whistleblower from the risk of detriment, FedEx Australia may:
- (a) allow a whistleblower to perform their duties from another location;
 - (b) reassign the whistleblower to another role (at the same level);
 - (c) make modifications to the whistleblower's workplace or the way work duties are carried out; or
 - (d) reassign or relocate other staff involved in the disclosable matter.
- 5.12 A report will also qualify for protection where an eligible whistleblower makes a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the Whistleblower Legislation, even in circumstances where the legal practitioner concludes that a disclosure does not relate to a 'disclosable matter'.

Potential fines

- 5.13 In addition to potential disciplinary action, significant penalties may apply to persons who fail to maintain whistleblower protections under Whistleblowing Legislation.
- 5.14 Such fines and associated liability will remain the responsibility of the employee and will not be paid by FedEx Australia.

Support of whistleblowers

- 5.15 FedEx Australia firmly believes that those who reasonably suspect or witness misconduct should be able to report their suspicions with the confidence that they will be supported, and not punished or discriminated against for making a disclosure.
- 5.16 Whistleblowers are encouraged to raise any concerns arising out of a disclosure (or anticipated disclosure) or any subsequent investigation process via the FedEx Alert Line.
- 5.17 To ensure whistleblowers are supported both during, and following the making of a disclosure, FedEx Australia encourages whistleblowers to make use of FedEx Australia's employment assistance program or EAP provider, details of which are set out below:

Converge International

1300 687 327 or eap@convergeintl.com.au

Criminal or civil liability

- 5.18 Whistleblowers who make a Qualifying Disclosure will not be subject to any civil liability (e.g. breaching a duty of confidentiality), criminal liability (e.g. prosecution for unlawfully releasing information) or administrative liability (e.g. disciplinary action) for making the disclosure. No contractual or other remedy may be enforced against them on the basis of their disclosure.
- 5.19 There is no immunity from any action in relation to misconduct that the whistleblower was involved in, but Qualifying Disclosures will be inadmissible in relation to any such proceedings.

6. Record-Keeping and Information Sharing Procedures

- 6.1 FedEx Australia will ensure all records relating to a whistleblowing disclosure are kept confidential. All records, including paper, electronic documents and other materials, relating to a disclosure and any subsequent investigation will be stored securely and will only be available those persons on a 'need to know' basis, in accordance with this Policy.

7. Compliance with this Policy

- 7.1 A breach of this Policy may result in disciplinary action, potentially including termination of employment or engagement.

Annexure A

Additional information in relation to the Whistleblower Protections under the Whistleblowing Legislation

1. Additional Examples of Disclosable Matters

The following are specific examples of conduct where if a whistleblower had reasonable grounds to suspect the conduct had occurred that would be a Qualifying Disclosure if reported:

- (a) an offence against or a contravention of the *Corporations Act 2001* or the *Australian Securities and Investments Commission Act 2001*. This would include conduct such as misleading and deceptive conduct, insider dealing and market manipulation.
- (b) an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more. This would include conduct such as bribery of a Commonwealth Public Official; or
- (c) conduct that represents a danger to the public or the financial system.

In relation to Tax Disclosures, the discloser must have information relating to misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of FedEx Australia or an associate of FedEx Australia. The discloser must consider whether the information they possess may assist the eligible recipient to perform functions or duties in relation to the tax affairs of FedEx Australia or an associate of FedEx Australia.

2. List of FedEx Australia's Officers and Directors

FedEx Australia encourages whistleblowers to report via the methods set out in section 3.9 of this Policy. However, whistleblowers may also make reports to FedEx Australia's Officers and Directors:

Ops Australasia

VP Ops

Role	Name (subject to updates)
Regional VP Operations, Australasia	Peter Langley
Managing Director Operations, Australasia	Peter Gutsche
Managing Director Legal, Australasia	Michael Brennan
Managing Director IT Australasia and Domestic IT Solutions, Business Continuity	Prashant Menon
Managing Director Operations, Australasia	Andrew Eastick

Managing Director People Operations, Australasia	Carol Ng
Managing Director Sales, Australasia	Matt Daniels
Managing Director Operations, Australasia	John Stanton
Managing Director Operations, Australasia	Dean Bright

3. Public Interest and Emergency Disclosures

Under the Whistleblowing Legislation there are two categories of protected disclosures which will protect whistleblowers who report to a journalist or a member of parliament. Save for these protected disclosures, disclosures to journalists or parliamentarians are not permitted unless expressly authorised by the Managing Director of Legal Australasia.

A whistleblower should contact an independent legal adviser before making a public interest disclosure or an emergency disclosure.

Public Interest Disclosure - this category allows a whistleblower to make a disclosure to a journalist or parliamentarian if:

- (a) the whistleblower has previously made a disclosure to ASIC, APRA or any other prescribed Commonwealth authority;
- (b) at least 90 days have passed since the disclosure was made to ASIC, APRA or any other prescribed Commonwealth authority;
- (c) the whistleblower does not have reasonable grounds to believe that action is being taken to address the matters to which the previous disclosure related;
- (d) the whistleblower has reasonable grounds to believe that making a further disclosure of the information would be in the public interest; and
- (e) following the end of the 90 day period, the whistleblower gives the body to which the previous disclosure was made a written notification that includes sufficient information to identify the previous disclosure and states that the whistleblower intends to make a public interest disclosure.

Emergency Disclosure - this category allows a whistleblower to make a disclosure to a journalist or a parliamentarian if:

- (a) the whistleblower has previously made a disclosure to ASIC, APRA or any other prescribed Commonwealth authority;
- (b) the whistleblower has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and
- (c) the whistleblower gives the body to which the previous disclosure was made a written notification that includes sufficient information to identify the previous disclosure and states that the whistleblower intends to make an emergency disclosure.

For both Public Interest and Emergency Disclosures, the extent of the information disclosed must be no greater than is necessary to appropriately inform the recipient of the relevant misconduct or substantial imminent danger.

4. Additional Protections & Penalties

Under the Whistleblowing Legislation, a person may bring civil proceedings for a compensation order or pursue civil penalties even when a criminal prosecution has not been or cannot be pursued. This may include circumstances in which a whistleblower (or any other person) suffered loss, damage or injury and FedEx Australia has failed to prevent a person from causing the detriment.

Whistleblowers should seek independent legal advice if they believe they are entitled to compensation or other relief under the Whistleblowing Legislation

Penalties under the Whistleblowing Legislation include:

Contravention	Penalty
Civil penalty provisions (<i>Corporations Act</i>)	
Breach of confidentiality of identity or Victimisation or threatened victimisation	For an individual: <ul style="list-style-type: none"> • 5,000 penalty units (\$1.05m); or • three times the benefit derived or detriment avoided. For a body corporate: <ul style="list-style-type: none"> • 50,000 penalty units (\$10.5m); or • three times the benefit derived or detriment avoided; or • 10% of the body corporate's annual turnover up to 2.5 million penalty units (\$525m)).
Criminal offences (generally under the <i>Corporations Act</i> and <i>Taxation Administration Act</i>)	
Breach of confidentiality of identity	<ul style="list-style-type: none"> • 60 penalty units (\$12,600); or • six months imprisonment; or • both.
Victimisation or threatened victimisation	<ul style="list-style-type: none"> • 240 penalty units (\$50,400); or • two years imprisonment; or • both.