



# Whistleblower Policy

Afterpay Limited

December 2019

# 1. Introduction

## 1.1 Purpose

Our team is our top priority at Afterpay Limited (**Afterpay**).

A safe and supportive environment in which all team members are respected and supported is critical to our long-term success. It is important that individuals are encouraged to “speak up” when they see inappropriate behaviour or illegal activity. At Afterpay, we always **do the right thing**.

The purpose of this policy is to encourage and support all current and former employees, directors, contractors, consultants and third-party supplier employees as well as the relatives and dependents of these individuals (**you**) to report suspected or actual misconduct, as well as unlawful activity. The policy should be read with the Code of Conduct.

A person who reports this type of misconduct is known as a whistleblower. For some disclosures, whistleblowers have legal rights under the tax laws and the Corporations Act. This policy does not override those rights.

This policy applies to Afterpay and each of its subsidiaries.

# 2. Speaking up

## 2.1 Policy statement

We encourage you to speak up and disclose any suspected or actual wrongdoing. We will protect you when you speak up. You don't need to identify yourself and can speak up confidentially, if you like. If you do give your name, we will not share your identity with anyone else unless you agree or the law allows or requires it (e.g. in dealings with a regulator).

## 2.2 How do you speak up?

You are encouraged to speak up by contacting Afterpay's external and independent whistleblower service (Your Call) using the details below. You can also contact the Chief Enterprise Risk Officer ([cassandra.williams@afterpay.com](mailto:cassandra.williams@afterpay.com)) or the Human Resources Director ([shany.payne@afterpay.com](mailto:shany.payne@afterpay.com)), or any of the other recipients in the Appendix.

**Website:** <https://www.yourcall.com.au/report>  
Log in using the unique identifier code AFTERPAY  
You can upload supporting documentation and/or material securely here.

**Telephone:** 1300 790 228                      Australia  
0800 123 508                                  New Zealand  
0-800-046-5662                              United Kingdom  
1 (800) 897-2761                            United States  
Between 9am and 12am on business days, AEST

## 2.3 What disclosures are protected?

It is important that we know about anything affecting our business so that we can address any risks to our employees, customers, business or reputation.

You are encouraged to speak up if you have reasonable grounds to suspect misconduct or improper activity involving any Afterpay company or subsidiary or team members (**Potential Misconduct**). This includes breaches of the law, our Code of Conduct or other company policy, and anything else you reasonably believe to be harmful, dishonest or unethical.

Examples are:

- Fraud, dishonesty, theft
- Bribery, money laundering, corruption, secret commissions
- Illegal activity (i.e. drug sale/use, violence, threatened violence, or criminal damage)
- abuse of authority
- Breach of employment, labour, workplace safety or any other laws
- Conduct that damages Afterpay's brand, reputation or relationships with others
- Conflict of interest
- Anything that is a safety risk
- Disclosure of confidential information
- Inappropriate conduct (i.e. dishonest altering of company records or data)
- Any other kind of serious impropriety

## 2.4 How are you protected?

We are committed to protecting anyone that speaks up by:

- protecting your identity – we will not share your identity (or information that is likely to lead to your identity) unless you give your consent or it is allowed or required by law;
- ensuring fairness – we are committed to ensuring you are treated fairly and you are not discriminated against or disadvantaged for speaking up. As part of this commitment, we will monitor and manage the behaviour of other employees; and
- providing support – we will take all reasonable steps to ensure that adequate and appropriate support is provided to you.

If you have any queries or concerns regarding the protections available to you, please contact the Whistleblower Protection Officer ([whistleblower@afterpay.com](mailto:whistleblower@afterpay.com)).

Any team member (including a person you have reported to) that discloses your identity without your agreement (unless permitted by law) or harms you or others because of your disclosure may face disciplinary action under Afterpay's Global Disciplinary Policy up to and including dismissal.

More information about how Afterpay supports and protects whistleblowers is in the Appendix.

## 3. Investigations

### 3.1 How disclosures are investigated

Your concerns should have reasonable grounds. You are encouraged to make a report even if your concerns turn out to be incorrect. When we investigate a report, we focus on the substance of the disclosure and not the motives behind why it was made.

The Whistleblower Protection Officer will decide if the information you have disclosed warrants investigation or verification and may take further action. Investigations are conducted fairly, independently (without bias) and in strict confidence.

When possible and appropriate, a person being investigated will have an opportunity to respond to the information in the report that involves them.

The Whistleblower Protection Officer will acknowledge receipt of the information you have disclosed and keep you informed of the progress of the investigation if possible.

Afterpay is committed to protecting the wellbeing, and ensuring the fair treatment, of all its employees, including those who are mentioned in disclosures made under this policy. If any employee requires additional support in relation to responding to an investigation or allegation, they may contact the Whistleblower Protection Officer ([whistleblower@afterpay.com](mailto:whistleblower@afterpay.com)) or their HR Business Partner or alternatively access the Employee Assistance Program.

## 4. Accessing this policy

This Policy will be available on Afterpay's website & intranet and on request to any person who requests it.

## 5. Miscellaneous

### 5.1 Policy approval, amendment & review

This Policy is approved by the Board and can only be amended with Board approval. It will be reviewed at least once annually to ensure it is operating effectively.

### 5.2 Questions and further information

Contact the Chief Enterprise Risk Officer or Human Resources Director if you have questions or would like further information about this policy.

Further information regarding the protections afforded under Australian law to whistleblowers is set out in the Attachment.

5.3 **Version control**

Version	December 2019
Policy owner	Company Secretary
Review cycle	Annually

## Appendix 1:

# Legal Protections

### When do legal protections apply?

To qualify for legal protection, you must report Potential Misconduct directly to a 'Recipient'. Anonymous reports can be protected but may be more difficult to investigate.

The protections may not apply to reports that are not about Potential Misconduct, such as personal work-related grievances (i.e. grievances that relate solely to your current or former employment with implications for you personally).

### Who are Recipients?

Recipients are those the law says can receive disclosures so that you will have legal protection. We encourage you to make your report through one of the Recipients in section 2.2 of the Policy, but you can also make a report to one of:

- our directors, officers or senior managers;
- our internal or external auditors, members of an audit team conducting an audit, or actuaries;
- if it is a tax related matter, our officers or employees with tax duties, or our registered tax agents or BAS agents;
- an Australian-qualified lawyer, if you want advice about the whistleblower law and protections (in which case your report will be protected even if the matter turns out not to be Potential Misconduct); or
- ASIC or APRA, or (if it's about tax) the ATO.

In some cases, 'public interest' or 'emergency' reports made an MP or journalist are also protected by law. You may wish to contact a lawyer about whether these apply if you are considering doing this.

### What are the legal protections?

**Your identity is protected:** It is illegal for us to share your identity or information about you unless you agree or the law allows it.

Your identity may be shared with ASIC, APRA, the Australian Federal Police, or to seek legal advice about the whistleblower laws. By law we can also share information in your report as reasonably necessary to investigate, as long as we take steps to reduce the risk that you are identified.

**Causing or threatening you detriment because you made or plan to make a report is illegal:** If you made or plan to make a report and suffer harm as a result, you can go to court for compensation or other remedies.

**Other protections:** You are protected from legal or disciplinary action being taken against you because of a report, based on reasonable grounds, that you made. This includes action for breach of your employment contract, or confidentiality obligations. Information you disclose cannot be used in a prosecution against you, but you will not have immunity from liability or disciplinary action for your own misconduct.

If you think one of the protections you have by law has been breached, you should raise this with a Recipient so we can investigate and address your concern. You can also contact a regulator such as ASIC, APRA or the ATO, or you may wish to contact a lawyer.



**Remember**

Afterpay's Whistleblower Protection Officer is here to help you. You can make contact directly by emailing [whistleblower@afterpay.com](mailto:whistleblower@afterpay.com)