

Whistleblowing Policy

Appendix – Local guidance in relation to Australia

This Appendix provides additional guidance in relation to the Group's people and operations in Australia ("**Cathay Pacific Australia**"), in accordance with applicable laws and regulations in Australia, and is subject to updates from time to time.

For the avoidance of doubt, this Appendix must be read together with the Group's Whistleblowing Policy ("**Policy**"), and applies to whistleblowing reports made by any Eligible Whistleblower (defined below) in relation to Cathay Pacific Australia. In case of any inconsistency between this Appendix and the Policy, the document which sets out the higher standard shall prevail. If in doubt, please consult Group Legal and Compliance.

1. **Who is entitled to whistleblower protection**

1.1 **"Qualifying Disclosures" in respect of which protection is available**

The *Corporations Act 2001* ("**Corporations Act**") and the *Taxation Administration Act 1953* provide protection for "**Qualifying Disclosures**". A disclosure will qualify for protection if:

- (a) it is made by an "**Eligible Whistleblower**" (see Section 1.2 of this Appendix);
- (b) the Eligible Whistleblower has reasonable grounds to suspect that the disclosure concerns a "**Disclosable Matter**" (see Section 1.4 of this Appendix); and
- (c) it is made to:
 - (i) an "**Eligible Recipient**" (see Section 1.3 of this Appendix);
 - (ii) the Australian Securities and Investments Commission ("**ASIC**"), the Australian Prudential Regulatory Authority ("**APRA**"), the Commissioner of Taxation of the Australian Tax Office ("**ATO**") (in relation to tax matters), or a prescribed Commonwealth authority; or
 - (iii) a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions under the law.

A Public Interest Disclosure or an Emergency Disclosure will also qualify for protection (see Section 3.2 of this Appendix). However, disclosures that are not about Disclosable Matters do not qualify for protection (see Section 1.4 of this Appendix).

1.2 **"Eligible Whistleblower" (who may make a disclosure that qualifies for protection)**

An individual is an Eligible Whistleblower if he/she is, or has been, any of the following:

- (a) an officer or employee (including but not limited to current and former employees (who may be permanent, part-time, fixed-term or temporary), interns, secondees, managers and directors) at Cathay Pacific Australia;
- (b) a supplier of services or goods of Cathay Pacific Australia (whether paid or unpaid), including its employees;

- (c) an associate (as defined in the Corporations Act)¹ of Cathay Pacific Australia; or
- (d) a relative, dependant or spouse of any of the above persons.

1.3 "Eligible Recipient"

An individual is an Eligible Recipient if he/she is any of the following:

- (a) an officer² or senior manager³ of the Company or any Group entities;
- (b) an internal or external auditor or actuary of the Company or any Group entities;
- (c) a person authorised by the Company to receive Disclosable Matters; or
- (d) a person or body prescribed by Australian regulations.

For matters relating only to tax affairs of Cathay Pacific Australia, an Eligible Recipient also includes:

- (e) a registered tax agent or BAS agent who provides tax agent services or BAS services to Cathay Pacific Australia (within the meaning of the *Tax Agent Services Act 2009*);
- (f) an employee or officer of Cathay Pacific Australia who has functions or duties that relate to its tax affairs; and
- (g) the Inspector-General of Taxation⁴.

For Cathay Pacific Australia's purposes, the persons identified in Section 3 of the Policy are "Eligible Recipients" to whom reports may be made.

1.4 "Disclosable Matter"

A Disclosable Matter involves information that the whistleblower has reasonable grounds to suspect⁵ any of the following:

- (a) misconduct⁶, or an improper state of affairs or circumstances,⁷ in relation to Cathay Pacific Australia or any Group entity, or in relation to tax affairs of Cathay Pacific Australia;

¹ An "associate" includes:

- (a) a director or secretary of Cathay Pacific Australia;
- (b) a related body corporate (i.e. any Group entity); and
- (c) a director or secretary of any Group entity.

² Generally, an "officer" includes a director or company secretary of a Group entity.

³ A "senior manager" is generally a senior executive within a Group entity, other than a director or company secretary, who:

- (a) makes or participates in making decisions that affect the whole, or a substantial part, of the business of the entity; or
- (b) has the capacity to significantly affect the entity's financial standing.

⁴ As prescribed by the Taxation Administration Amendment (Extending Tax Whistleblower Protections) Regulations 2024.

⁵ The term "reasonable grounds to suspect" is based on the objective reasonableness of the reasons for the whistleblower's suspicion. In practice, a mere allegation with no supporting information is not likely to be considered as having "reasonable grounds to suspect". However, a whistleblower does not need to prove their allegations.

⁶ A "misconduct" includes fraud, negligence, default, breach of trust and breach of duty.

⁷ "Improper state of affairs or circumstances" is not defined. It may include, for example, conduct that is not unlawful, but may indicate a systemic issue the relevant regulator should know about to perform its functions properly.

- (b) conduct engaged in by Cathay Pacific Australia or any Group entity (including its officers or employees) that:
 - (i) constitutes an offence against, or a contravention of, a provision of any of the following laws in Australia:
 - (i) the *Corporations Act*;
 - (ii) the *Australian Securities and Investments Commission Act 2001*;
 - (iii) the *Banking Act 1959*;
 - (iv) the *Financial Accountability Regime Act 2023*;
 - (v) the *Financial Sector (Collection of Data) Act 2001*;
 - (vi) the *Insurance Act 1973*, the *Life Insurance Act 1995*;
 - (vii) the *National Consumer Credit Protection Act 2009*;
 - (viii) the *Superannuation Industry (Supervision) Act 1993*; or
 - (ix) any instrument made under the above Acts;
 - (ii) constitutes an offence against any laws in Australia that is punishable by imprisonment for 12 months or more;
 - (iii) represents a danger to the public or the financial system in Australia; or
 - (iv) is prescribed by Australian regulation.

Examples of wrongdoings that may constitute Disclosable Matters include:

- (a) illegal conduct, such as theft, dealing in or use of illicit drugs, violence or threatened violence, and criminal damage against property, at Cathay Pacific Australia premises or on board any Company aircraft;
- (b) fraud, money laundering, misappropriation of funds or any other financial irregularities in Company transactions;
- (c) offering or accepting a bribe;
- (d) failure to comply with, or breach of, any other legal or regulatory requirements (such as sanctions, import controls, export controls, competition and consumer protection laws applicable to Cathay Pacific Australia or any Group entities); and
- (e) engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.

Disclosable Matters include conduct that may not involve a contravention of a particular law. For example, information that indicates a significant risk to public safety, or the stability of, or confidence in, the financial system, is also a Disclosable Matter, even if it does not involve a breach of a particular law.

Eligible Whistleblowers may still qualify for protection even if their disclosure turns out to be incorrect, as long as the aforementioned requirements have been met.

1.5 **Out of scope: Personal work-related grievances**

Disclosures that relate **solely** to personal work-related grievances, and that do not concern detriment or threat of detriment to the whistleblower (for further guidance on what amounts to "detriment", see Section 2.1 of this Appendix), generally do not qualify for protection under Australian law. These include disclosures of information that:

- (a) concerns a grievance about any matter in relation to the whistleblower's employment, or former employment, having (or tending to have) implications for the whistleblower personally;
- (b) does not have significant implications for Cathay Pacific Australia or any Group entities; and
- (c) does not concern conduct or alleged conduct described in Section 1.4(b) of this Appendix.

Examples of personal work-related grievances include, but are not limited to:

- (a) an interpersonal conflict between the whistleblower and another employee;
- (b) a decision that does not involve a breach of workplace laws;
- (c) a decision about the engagement, transfer or promotion of the whistleblower;
- (d) a decision about the terms and conditions of engagement of the whistleblower; or
- (e) a decision to suspend or terminate the engagement of the whistleblower, or otherwise to discipline the whistleblower.

A disclosure about, or including, a personal work-related grievance may still qualify for protection if:

- (a) it includes information about a Disclosable Matter beyond the whistleblower's personal circumstances;
- (b) it concerns a breach of employment law or other laws in Australia punishable by imprisonment for a period of 12 months or more by Cathay Pacific Australia;
- (c) it concerns Cathay Pacific Australia engaging in conduct that represents a danger to the public;
- (d) the whistleblower suffers from or is threatened with detriment for making a disclosure; or
- (e) the information relates to legal advice or legal representation sought by the whistleblower about the operation of the whistleblower protections under the law.

2. **What protections are available**

2.1 **Protection against detriment**

Eligible Whistleblowers who report a Qualifying Disclosure are protected under the law from detriment (also referred to as "retaliation" in the Policy) in relation to the disclosure made.

Specifically, a person is prohibited under the law from engaging in conduct that causes detriment to the whistleblower (or another person), in relation to a disclosure, if:

- (a) the person believes or suspects that the whistleblower (or another person) made, may have made, proposes to make or could make a Qualifying Disclosure; and
- (b) the belief or suspicion is the reason, or part of the reason, for the conduct.

In addition, a person is prohibited under the law from making a threat to cause detriment to a whistleblower (or another person) in relation to a disclosure. Such a threat may be express or implied, or conditional or unconditional. The whistleblower (or another person) does not have to actually fear that the threat will be carried out.

Examples of detriment include:

- (a) dismissal of an employee;
- (b) injury of an employee in his or her employment;
- (c) alteration of an employee's position or duties to his or her 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;
- (h) damage to a person's reputation;
- (i) damage to a person's business or financial position; and
- (j) any other damage to a person.

Examples of acts that do not cause detriment include:

- (a) administrative action that is reasonable for the purpose of protecting a whistleblower from detriment (e.g. moving a whistleblower who has made a disclosure about his/her immediate work area to another office to prevent him/her from detriment); and
- (b) managing a whistleblower's unsatisfactory work performance, if the action is in line with the performance management framework of the Group.

If you believe you have been subject to detriment as a result of a disclosure being made, you should report it immediately through our internal channels in accordance with the Policy. Any Employee who is found to have caused a detriment to any person as a result of a disclosure being made may be subject to disciplinary action, including potential termination of employment.

Please refer to Section 3 of this Appendix on how to report a concern under the Policy.

2.2 Identity protection

Under Australian laws, a person is prohibited from disclosing the identity of an Eligible Whistleblower who reports a Disclosable Matter, along with any information that could reveal his/her identity, subject to the exceptions set out below:

- (a) the disclosure is made to ASIC, APRA, a member of the Australian Federal Police or the ATO;

- (b) the disclosure is made to a legal practitioner, for the purposes of obtaining legal advice or legal representation about the whistleblower provisions under the law;
- (c) the disclosure is made to a person or body prescribed by Australian regulations⁸;
- (d) the disclosure is made with the consent of the whistleblower; or
- (e) the disclosure concerns information that does not include the whistleblower's identity, provided that Cathay Pacific Australia or the Group has taken all reasonable steps to reduce the risk that the whistleblower will be identified from the information, and it is reasonably necessary for investigating the issues raised in the disclosure.

In case of a breach of confidentiality, an Eligible Whistleblower may lodge a complaint with an Eligible Recipient within the Group, or a regulator such as ASIC, APRA or the ATO for investigation.

The Group will take reasonable steps to protect the confidentiality of the identities of the whistleblower and those involved in a disclosure. These measures include but are not limited to:

- where possible, redacting personal information or references to the whistleblower and other persons involved;
- ensuring that reports will be handled and investigated by authorised and competent staff;
- ensuring access to information and materials relating to the report is limited to those involved in the management and investigation of the report, and on a need-to-know basis, to the extent possible; and
- only a restricted number of people who are *directly* involved in handling and investigating a report will be made aware of the whistleblower's identity (subject to the whistleblower's consent) or information that is likely to lead to the identification of the whistleblower.

Please note that where an investigation leads to regulatory enforcement (including criminal prosecution), it may become necessary for a whistleblower to provide evidence or be interviewed by relevant authorities.

2.3 Compensation and other remedies

An Eligible Whistleblower may seek compensation and other remedies through the Australian courts if:

- (a) he/she suffers loss, damage or injury because of detriment associated with a Qualifying Disclosure; and
- (b) the Group failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

The whistleblower is encouraged to seek independent legal advice before commencing any legal proceedings.

⁸ For matters relating only to tax affairs of Cathay Pacific Australia, the authorised recipients of disclosures of confidential information include: (i) the Inspector-General of Taxation, (ii) the Tax Practitioners Board and (iii) the Commissioner of the Australian Charities and Not-for-profits Commission, as prescribed by the Taxation Administration Amendment (Extending Tax Whistleblower Protections) Regulations 2024.

2.4 **Civil, criminal and administrative liability protection**

An Eligible Whistleblower who makes a Qualifying Disclosure is protected from any civil, criminal, or administrative liability (including disciplinary action) in relation to his/her disclosure. However, that does not prevent the whistleblower from being subject to civil, criminal or administrative liability for any misconduct of the whistleblower as revealed by the disclosure or any other reports or investigations.

3. **How to report a concern under the Whistleblowing Policy**

3.1 **Internal reporting**

Please refer to Section 3 of the Policy for a variety of internal channels through which the Eligible Whistleblowers may report a Disclosable Matter.

While it would be preferable for a whistleblower to identify himself/herself when making a disclosure to facilitate the investigation, a whistleblower may choose to remain anonymous during the process. This would not affect the whistleblower's entitlement to legal protection, as long as the requirements set out in Section 1 of this Appendix are fulfilled.

In particular, a whistleblower may choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is concluded. The whistleblower may also refuse to answer questions that he/she feels could reveal their identity at any time, including follow-up conversations.

A whistleblower who wishes to remain anonymous is nevertheless encouraged to maintain ongoing two-way communications with the Group, to facilitate follow-up questions or provide feedback. Please note that the anonymity could limit our ability to thoroughly or expeditiously investigate a concern.

3.2 **External reporting**

While the Group encourages Eligible Whistleblowers to make disclosures internally, Eligible Whistleblowers who report a Disclosable Matter to external parties may still qualify for protection under the law. These external parties include:

- (a) ASIC, APRA, the ATO (in relation to tax affairs only) or another Commonwealth body prescribed by Australian regulation; and
- (b) legal practitioners, provided that the disclosure is for the purpose of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions under the law.

Furthermore, in the circumstances set out below, Eligible Whistleblowers who report a Disclosable Matter to a journalist or parliamentarian may still qualify for protection under the Corporations Act as a "Public Interest Disclosure" or an "Emergency Disclosure".

A **Public Interest Disclosure** is the disclosure of information to a journalist or a parliamentarian by an Eligible Whistleblower, where:

- (a) the whistleblower has previously made a Qualifying Disclosure to ASIC, APRA or another Commonwealth body prescribed by Australian regulation;
- (b) at least 90 calendar days have passed since the previous disclosure was made;
- (c) the whistleblower does not have reasonable grounds to believe that action is being, or has been, 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 by way of a public interest disclosure would be in public interest;

- (e) after the end of the 90-day period, the whistleblower has given prior written notice to the body to which the previous disclosure was made, that:
 - (i) includes sufficient information to identify the previous disclosure; and
 - (ii) states that the whistleblower intends to make a public interest disclosure; and
- (f) the extent of the information disclosed in the public interest disclosure is no greater than is necessary to inform the member of the Parliament or the journalist of the Disclosable Matter.

An **Emergency Disclosure** is a disclosure made to a journalist or a member of Parliament by an Eligible Whistleblower, where:

- (a) the whistleblower has previously made a Qualifying Disclosure to ASIC, APRA or another Commonwealth body prescribed by Australian regulation;
- (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;
- (c) the whistleblower has given prior written notice to the body to which the previous disclosure was made, that:
 - (i) includes sufficient information to identify the previous disclosure; and
 - (ii) states that the whistleblower intends to make an emergency disclosure; and
- (d) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the member of the Parliament or the journalist of the substantial and imminent danger.

It is important for a whistleblower to understand the criteria for protection. The whistleblower should seek the advice of an independent legal adviser before making a Public Interest Disclosure or an Emergency Disclosure.

For further details on how to make an external disclosure, please refer to the respective websites of ASIC, APRA and the ATO.

A whistleblower who believes he/she has suffered detriment may (in addition to making a report under the Policy) seek independent legal advice or contact regulatory authorities, such as ASIC, APRA or the ATO.

4. **Investigation procedures and outcome**

All disclosures submitted under the Policy will be assessed to determine whether it qualifies for protection under applicable laws, and whether a formal, in-depth investigation is required.

Please note that investigations by the Group may be limited if the whistleblower cannot be contacted. This includes situations where disclosures are made anonymously and the whistleblower has either refused to provide or has not provided a means of contact.

For details of the key steps and timeframes of the investigation, please refer to Section 4 of the Policy. However, the actual process may vary depending on the nature of the disclosure. Please also note the following:

- **Investigation timeframe:** Where we determine that an investigation is required, we will commence an investigation as soon as reasonably practicable and aim to conclude any investigation within 6-12 months (if not sooner) from the date of our receipt of any report. However, the actual timeframe may vary depending on the complexity of the investigation.
- **Investigation progress updates and conclusion:** Where contactable, the whistleblower will be provided with updates on the investigation process and its conclusion as appropriate. The availability and frequency of these updates may vary depending on the nature of the matter and complexity of the investigation.
- **Fair and due process:** We are committed to ensuring fair and consistent treatment of all individuals who are involved in an investigation, including those who are under investigation or those whose identities become relevant in the course of an investigation. Without prejudice to the confidentiality protection offered to the whistleblower under the Policy and to the extent permitted by law, persons subject to an investigation will be offered the opportunity to respond to any allegations made against them.

5. **Concerns raised under the Whistleblowing Policy – Reporting by Group Compliance**

The disclosures raised and the findings from investigations will be reported by Group Compliance in accordance with the mechanism set out in Section 5 of the Policy. The method for documenting and reporting the findings will depend on the nature of the disclosure.

As noted in Section 4 above, we will provide the whistleblower with updates on the investigation process and its conclusion as appropriate. However, there may be certain limitations to the level of information as regards the investigation that can be provided to a whistleblower, and there may be circumstances where it may not be appropriate to provide details of the outcome of an investigation to the whistleblower (e.g. due to privacy concerns).

6. **Accessibility of the Whistleblowing Policy**

The Policy, including this Appendix, may be updated from time to time as and when deemed appropriate by the Group. The latest version of the Policy is available on the Company's public website www.cathaypacific.com (About the Cathay Group > Responsible business: Corporate governance) and intranet (The Hub: Group Legal and Compliance > Policy > Whistleblowing).