



## Whistleblower Policy.

### 1. Overview

CTM are committed to responsible corporate governance, including ensuring that an appropriate framework and processes are in place to encourage the raising of concerns about inappropriate conduct within the organisation. This policy describes how to make a whistleblower report, who you can report it to, how it will be actioned and investigated, and protections and support available.

The Board has endorsed this Whistleblower Policy to support the CTM Code of Conduct and our overall governance framework.

### 2. Purpose and scope

The scope of this policy applies to all current and former CTM directors, officers, employees, and suppliers (and employees of suppliers), or any other parties acting as agents or representatives of CTM. This policy also applies to relatives, dependents or dependents of spouses of any of these people. These people are eligible for protection as a whistleblower under this policy.

The purpose of this policy is to:

- Ensure that inappropriate conduct is detected, investigated correctly, addressed appropriately and clear remedial actions are taken to prevent such conduct again in the future;
- Ensure that the processes for dealing with any report of inappropriate conduct are outlined for all parties;
- Promote the responsibility of CTM Directors, staff, suppliers and contractors to report inappropriate conduct within the organisation;
- Outline the processes and communication channels for dealing with reports of inappropriate conduct;
- Ensure that people feel encouraged and supported to report inappropriate conduct by emphasising the protections offered to those who do so in good faith.

### 3. CTM's commitment to legal obligation

CTM are committed to aligning with all local and international laws that are designed to protect persons who report any inappropriate conduct, matter or corporate violation and assist with all required enforcement proceedings as prescribed by legislation at that time.

### 4. Policy

CTM encourages all persons who work at, for or with CTM to exercise their right and responsibility to raise any concerns they have about a known or suspected unlawful or inappropriate conduct (see below).

To support this commitment and encourage an open and fair working environment, CTM provides a process to confidentially raise serious concerns without fear of discriminatory treatment, dismissal or reprisal.

CTM are committed to taking prompt and appropriate action in investigating each report to ensure that the matter is appropriately addressed and if applicable, remedial action implemented to stop any re-occurrence of the situation.

### 5. Definition of reportable conduct

Reportable Conduct means anything you have reasonable grounds to suspect concerns misconduct or an improper state of affairs or circumstances about any CTM company. Examples of what might constitute Reportable Conduct could include (but are not limited to):

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- A breach of a legal obligation;
- A criminal offence;
- Fraudulent, dishonest, unethical or corrupt behaviour;
- Conduct that may be dangerous to people, the environment or the public generally;
- A breach of CTM's Code of Conduct and/or any of the company's policies;
- Conflicts of interest.

## 6. Excluded matters

While everyone is encouraged to speak up and report any concerns to CTM, not everyone or all types of concerns are intended to be covered by this policy – only reports about Reportable Conduct are covered by this Policy and qualify for the protections outlined in this policy. For example, personal work-related grievances are not covered by this policy and do not qualify for protection under the Corporations Act 2001 (Cth) or Tax Administration Act 1953 (Cth). You should raise these types of concerns with your HR Manager.

## 7. Protected disclosure and Whistleblower confidentiality

When you make a report, you have a right to remain anonymous. CTM will seek your consent in relation to how you would prefer for your report to be treated. Your whistleblower report will automatically be treated anonymously unless you agree otherwise, and all reasonable steps will be taken by CTM to maintain the confidentiality of a whistleblower. If you do agree, your identity will only be shared for the purposes of reviewing and actioning the report and investigating the matter.

In certain circumstances, CTM may need to disclose your identity if it has a legal obligation to do so, including to certain regulators or law enforcement agencies or where the matter concerns a threat to an individual/s health and safety or with the consent of the whistleblower.

Whistleblowers who wish to remain anonymous may do so, but it should be noted that this may make it more difficult for CTM to investigate the issue and provide you with ongoing protection and support.

## 8. Reporting Reportable Conduct

Where a person is concerned about Reportable Conduct observed within CTM, we encourage you in the first instance to discuss the matter with either the HR Manager or the Company Secretary who will ensure that you are advised of the correct process to follow.

The different ways you can make a report or find out more information are:

### Whistleblower Protection Officers (WPO)

You can contact one of the following WPOs directly:

- Human Resources Manager (in your local region)
- Chief People Works Officer [andrea.joseph@travelctm.com](mailto:andrea.joseph@travelctm.com)
- CTM Company Secretary [anne.tucker@travelctm.com](mailto:anne.tucker@travelctm.com)

The role of the WPO is to assist you in maintaining your wellbeing, seek to protect you from detrimental treatment and to maintain your confidentiality, where relevant, including as required by law.

### Other Eligible Recipients

The following persons are also eligible to receive reports:

- Directors and company secretaries of any CTM company

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- any member of CTM's global leadership team (as shown at <https://www.travelctm.com/ctm-team/?filter=board>)
- any member of CTM's regional leadership team (as shown at <https://www.travelctm.com/ctm-team/?filter=board>, <https://us.travelctm.com/about/leadership-team/>, <https://www.travelctm.co.uk/ctm-team/?filter=regional>, <https://www.travelctm.asia/about/leadership-team/>)
- an auditor of CTM or member of an audit team conducting an audit on any CTM company.

You can also make whistleblowing reports directly to certain regulators or a lawyer, or in limited circumstances to the media or a member of parliament (known as public interest or emergency disclosures). If you do this, in certain circumstances, your report may not be handled in accordance with this policy, but you may still receive protections under relevant Commonwealth laws. Contact a WPO if you would like more information about public interest or emergency disclosures.

## 9. Protection and Support

Any person covered by this policy who reports Reportable Conduct in accordance with this policy will be protected under the guidelines of this policy and any associated legislative standards at that time. We're committed to taking all reasonable steps to ensure that whistleblowers are protected and supported.

This protection will extend to repercussions or reprisals such as discriminatory treatment, dismissal, harassment or intimidation, formal warnings and confidentiality protections (where possible) assuming that the submission made is made on a good faith basis and based on reasonable grounds. This protection will extend to any other parties that may be involved in the whistleblower report and investigation.

To report detrimental treatment related to whistleblowing, speak to a WPO.

Whistleblowers may also be protected from any civil, criminal and administrative liability, in relation to their disclosure. However, this protection does not grant immunity for any misconduct a whistleblower has engaged in that is revealed in their disclosure.

Any breach will also result in formal disciplinary action towards an individual or parties who are found to not be adhering to this policy, regardless of their role within CTM. Actual or threatened detrimental conduct related to whistleblowing and confidentiality breaches is serious and will be subjected to disciplinary action, which may include summary dismissal. Significant civil and criminal penalties may also apply for both CTM and individuals.

Where a whistleblower's report of Reportable Conduct is proven to be maliciously false, the whistleblower will be subjected to disciplinary action, which may include summary dismissal.

## 10. Investigation and Outcomes

Whistleblower reports will be reviewed by the Chief People Works Officer and Company Secretary, and where an investigation is required, an internal or external investigator will be appointed.

CTM will keep the Whistleblower regularly informed of updates, to the level at which the specifics of the investigation can be legally disclosed. Whistleblowers can raise concerns about the management of a report by contacting their WPO.

Following investigation under this policy, a report setting out the details of the investigation on a 'no names' basis will be provided to the Board at the next available Board meeting, or for deemed serious matters that require more urgent escalation, an extra-ordinary Board meeting will be called.

Reasonable efforts will be made to let the whistleblower know the outcome or conclusion of the process.

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## 11. Access to this Policy

All employees will be required to read this policy as part of their formal induction process into CTM. Staff compliance in reading and agreeing to the policy is formally tracked within the business as part of our policy and procedural compliance process. Contractors will have this policy included in the CTM Contractor contractual agreement.

This policy is available on CTM's intranet and on CTM's website.

## 12. Review of this Policy

The Board is responsible for approving this policy or agreeing to material amendments from time to time as identified or required by law.

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