



## Background

Broadspectrum Pty Ltd (**Broadspectrum** or the **Company**) is a wholly-owned subsidiary of Ferrovial S.A. (**Ferrovial**). Consistent with Ferrovial's principles of conduct and behaviour, Broadspectrum is committed to responsible corporate governance, including ensuring that it has appropriate internal controls and processes in place to encourage Employees of Broadspectrum to raise concerns about inappropriate conduct within the organisation. Accordingly, the Broadspectrum board of directors (the **Board**) and senior management have endorsed this *Whistleblower Policy* to support the Broadspectrum *Code of Business Conduct* and compliance and governance framework.

## Purpose of this Policy

The purpose of this Policy is to:

- ▶ promote the responsibility of Broadspectrum directors, officers, employees, consultants, contractors and any other parties acting as representatives or agents of Broadspectrum (**Employees** for the purpose of this Policy), to report inappropriate conduct within the organisation
- ▶ outline the channels through which inappropriate conduct can be reported
- ▶ outline the process for dealing with reports of inappropriate conduct
- ▶ encourage Employees to report inappropriate conduct by emphasising the protections offered to those who do so in good faith, and
- ▶ ensure that inappropriate conduct is detected, addressed appropriately and prevented in the future.

## Scope

This Policy applies to all Broadspectrum:

- ▶ Employees; and
- ▶ wholly and majority-owned business ventures in all countries in which Broadspectrum conducts business. Where Broadspectrum has a minority interest, it will seek to ensure that the legislative requirements and intentions underlying this Policy are complied with, but recognises that the manner in which these requirements are met may vary. References in this Policy to Broadspectrum includes its related entities.

For the purposes of this policy, **Business Partners** includes, clients, suppliers, consultants, contractors, sub-contractors, joint-venture and alliance partners, and other Representatives and third-parties performing services for, or on behalf of, Broadspectrum.



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## Sources of legal obligations

The legal obligations underlying this Policy include the local and international laws aimed at protecting Employees who call attention to corporate violations and assist with enforcement proceedings.

To the extent that the applicable laws of a country in which BroadSpectrum conducts business conflict with or impose a higher standard than this Policy, the applicable laws must be complied with.

## Company commitment

BroadSpectrum encourages Employees to raise concerns about any known or suspected unlawful or inappropriate conduct within the organisation.

To support this commitment and promote an open working environment, BroadSpectrum offers Employees a mechanism outlined in this Policy to confidentially raise serious concerns without fear of reprisal, dismissal or discriminatory treatment. Prompt and appropriate action will be taken to investigate each report received to ensure inappropriate conduct is detected and addressed appropriately.

## Inappropriate conduct

For the purpose of this Policy, **Inappropriate Conduct** means serious conduct by BroadSpectrum or its Employees, which is or potentially could be:

- ▶ a criminal offence (including theft, drug use/sale, violence or threatened violence and criminal damage to property)
- ▶ a breach of a legal obligation
- ▶ dishonest, fraudulent or corrupt
- ▶ a serious risk to the health of an individual or the general public or to the environment
- ▶ a violation of regulatory requirements in relation to the environment
- ▶ in breach of the Code of Business Conduct and/or any of the Company's policies, or
- ▶ aimed to conceal business records or other evidence related to any of the above.



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## Protected disclosure

An Employee who reports Inappropriate Conduct in accordance with this Policy (**Whistleblower**) will be protected under this Policy from reprisal or repercussions from the Company as a result of reporting Inappropriate Conduct, as long as the disclosure is made in good faith and based on reasonable grounds.

Where a Whistleblower's report of Inappropriate Conduct is determined to be in bad faith, maliciously false or unreasonable, the Whistleblower will be subject to disciplinary action which may include summary dismissal when permitted by law.

All reasonable steps will be taken by the Group Audit and Risk team to maintain the confidentiality of Whistleblowers. This means that details of the Whistleblower will only be released to persons who have a "need to know" – usually arising from an obligation to investigate or to take remedial or disciplinary action.

In some circumstances, unless a local law provides otherwise, or to prevent or mitigate a serious threat to a person's health and safety, a person to whom the Whistleblower reports the Inappropriate Conduct, in accordance with this Policy, may be prevented from disclosing, without the Whistleblower's consent, the identity of the Whistleblower or information which is likely to lead to their identification.

Whistleblowers who do not wish to disclose their identity may remain anonymous when reporting Inappropriate Conduct to the Whistleblower and Integrity Hotline. However, anonymity of a Whistleblower may impede a swift or thorough investigation into the Inappropriate Conduct or the outcome of any subsequent prosecution.

In addition to the maintenance of confidentiality, Broadspectrum is committed to protecting genuine Whistleblowers against adverse action taken against them for reporting Inappropriate Conduct. The Company does not tolerate any reprisals, discrimination, harassment, intimidation or victimisation of Whistleblowers, his or her colleagues or family members. Such retaliatory action will be treated as serious misconduct and will be dealt with in accordance with the Company's disciplinary procedures. Retaliatory action may also constitute an offence under some laws, and may lead to a financial penalty or imprisonment.

Where a Whistleblower is implicated in the Inappropriate Conduct being reported, and co-operates with Broadspectrum's investigation, the fact that he or she has reported Inappropriate Conduct in accordance with the Policy may be a mitigating factor when determining disciplinary action to be taken against them.



## Reporting inappropriate conduct

Where an Employee and Representative is concerned about Inappropriate Conduct observed within the organisation, he or she can discuss it with an immediate manager/supervisor at first instance. However, where the Employee and Representative feels uncomfortable in raising a concern in this manner or is unsatisfied with the response received, the concern can be raised either internally or externally as outlined below.

Inappropriate Conduct can be referred to the Broadspectrum's Group Audit and Risk team using the information detailed below:

**Telephone:** +61 3 8823 7541

**Mobile:** +61 437 179 526

**Email:** [internalaudit@broadspectrum.com](mailto:internalaudit@broadspectrum.com)

In instances where a Whistleblower wishes to remain anonymous, he or she can call the Whistleblower and Integrity Hotline, (which is operated by Stopline Pty Ltd, an external service provider) using the information detailed below:

**Via email:** [broadspectrum@stopline.com.au](mailto:broadspectrum@stopline.com.au)

**Online disclosure:** [broadspectrum.stoplinereport.com](https://broadspectrum.stoplinereport.com)

**By post:** C/O StopLine Locked Bag 8 Hawthorn, Vic Australia 3122

**Phone:**

International:	+61 3 9811 3280
Australia:	1800 819 877 (toll free)
New Zealand:	0 800 750 138 (free call)

Where a Whistleblower contacts the Whistleblower and Integrity Hotline, the external service provider who receives the call makes a record of all disclosed information. A Whistleblower who reports Inappropriate Conduct to a government agency in compliance with local law, will continue be protected under this Policy.

The Whistleblower may choose to either identify themselves or remain anonymous, however Whistleblowers who choose not to give their name before making the disclosure may not be entitled to protections arising under applicable laws. If the Whistleblower consents, the external service provider then refers the matter to the Group Audit and Risk team.

Once the Group Audit and Risk team receives a notification about the Inappropriate Conduct (either directly or through the Whistleblower and Integrity Hotline), it undertakes an investigation to determine whether there is evidence to support the matter raised and/or what further action, if any, is to be taken.

Further information on the investigation process is found in the *Internal Investigations Procedure*.

## Feedback and communication with the Whistleblower

Where possible, and assuming the Whistleblower is not anonymous, Broadspectrum will keep the Whistleblower informed of the outcome of the investigation into the Inappropriate Conduct, subject to confidentiality considerations.



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## Maintaining business records

In accordance with the Broadspectrum Code of Business Conduct, the Group Audit and Risk team keeps complete and accurate records pertaining to a report of Inappropriate Conduct to the extent required by relevant laws and subject to safeguards that ensure their confidentiality.

## Reporting

The Group Audit and Risk team summarises the activities under this Policy and reports to the Board on a quarterly basis.

## Training and communication

Broadspectrum regularly communicates this Policy to Employees through established communication channels. Employees will also receive regular training on supporting this Policy in the scope of their employment or contract with Broadspectrum.

## Review of this Policy

The Group Audit and Risk team is responsible for keeping this Policy up to date where a formal review will occur every two years and the Board is responsible for approving this Policy.

## Related documents

This Policy should be read in conjunction with Broadspectrum's other policies including:

- ▶ *Code of Business Conduct*
- ▶ *Conflicts of Interest Policy*
- ▶ *Business Partners Policy*
- ▶ *Internal Investigations Procedure*, and
- ▶ *Privacy Policy*.