

**Academias Australasia Group Limited ('AKG') (ACN 000 003 725):**

**Whistleblower Protection Policy**

**1. Introduction**

1.1. AKG (Company) together with its subsidiaries (collectively 'the Group'), is committed to maintaining a high standard of integrity and corporate governance, to ensure investor confidence. The Group is determined to always comply with all relevant laws and regulations and operate professionally and ethically.

1.2. AKG encourages the reporting of any instances of unethical, illegal, fraudulent or undesirable conduct involving the Group. The Group also provides protections and measures so that Whistleblowers may do so confidentially and without fear of intimidation, disadvantage or reprisal.

1.3. The objectives of this Whistleblower Protection Policy (Policy) are to:

- a. establish a system for the reporting, investigation and rectification of wrongdoing;
- b. encourage reporting of wrongdoing and ensure that any such reports are dealt with appropriately;
- c. set out how AKG will support and protect Whistleblowers who make reports in accordance with this Policy (Whistleblowers); and
- d. align with the ASX Corporate Governance Principles and Recommendations.

1.4. This Policy applies to:

- a. anyone who is or has been an officer or employee of AKG (whether permanent, part time, fixed-term or casual), as well as contractors, consultants, interns, secondees, managers, and directors;
- b. a current or former supplier to the AKG Group, and their employees;
- c. associates of AKG; and
- d. a relative, dependent or partner of any individual referred to in 1.4.a to 1.4.d (collectively, Personnel)

1.5. This Policy lists protections for Whistleblowers. In addition, the Corporations Act 2001 (Cth) (Corporations Act) and the Taxation Administration Act 1953 (Cth) (Taxation Administration) provide specific protections:

- a. The Corporations Act provides specific protections to Whistleblowers who disclose information concerning misconduct or an improper state of affairs or circumstances in relation to AKG or a related body corporate. This may include a breach of legislation including the Corporations Act, and offence against the Commonwealth punishable by imprisonment for 12 months or more, or conduct that represents danger to the public or financial system; and
- b. The Taxation Administration Act also provides specific protections to Whistleblowers on tax related matters.

## 2. Reportable matters

### 2.1 Reportable conduct

Personnel (as defined in 1.4.a to 1.4.d) may report any conduct, whether actual, reasonably suspected or intended by any person connected with AKG or AKG Group (acting for AKG or AKG Group) that is:

- a. dishonest, fraudulent or unethical;
- b. illegal, corrupt or constitutes an irregular use of AKG Group funds;
- c. oppressive, discriminatory or grossly negligent;
- d. contributing to an unsafe work-practice, including threats of violence;
- e. a serious breach of AKG's policies (including protection afforded to Whistleblowers under this Policy);
- f. an improper or misleading practice regarding accounting or financial reporting;
- g. a failure to comply with any legal or regulatory obligation of the ASX Listing Rules;
- h. a serious risk to public safety, the financial system or the environment;
- i. deliberate concealment of any conduct referred to in paragraphs (a) to (h)

2.2 Personnel making reports under this Policy may still qualify for protection under the Policy even if their disclosure turns out to be incorrect. AKG and AKG Group expect that reports made under this Policy are made honestly, ethically and on reasonable grounds.

2.3 Reportable Conduct may not involve a contravention of a particular law.

2.4 This Policy does not apply to personal work-related grievances such as:

- a. an interpersonal conflict at work;
- b. a decision relating to engagement, transfer or promotion;
- c. a decision relation to terms and conditions of engagement; or
- d. a decision to suspend or terminate the engagement or to discipline the person;

unless such a grievance involves retaliation or victimisation against the person making a report in accordance with this Policy.

## 3. Protected Disclosure Officers

3.1 AKG has appointed three directors as Protected Disclosure Officers.(PDO)

- a. Sartaj Hans  
Chairman, Audit and Risk Committee  
[sartaj@goulburnhealthhub.com](mailto:sartaj@goulburnhealthhub.com)

- b. Christopher Campbell  
Group Managing Director and Chief Executive Officer  
[c.campbell@academies.edu.au](mailto:c.campbell@academies.edu.au)
- c. Gabriela Rodriguez  
Deputy Group Managing Director and Group Chief Operating Officer  
[g.rodriguez@academies.edu.au](mailto:g.rodriguez@academies.edu.au)

### 3.2 The PDOs are responsible for:

- a. overseeing the development and implementation of this Policy and the Group's Whistleblowers initiatives;
- b. encouraging reporting of Policy breaches;
- c. protecting Whistleblowers from retaliation and, if required, reviewing and considering any complaints of retaliation against a Whistleblower in accordance with this Policy; and
- d. escalating any matter they consider appropriate to the AKG Board, subject to confidentiality and other restrictions.

## 4. Reporting

4.1 It is the Group's preference that reports are raised in writing, to one of the appointed PDOs and sent via email.

4.2 Or the Whistleblower may wish to report, via email to one of the other three AKG Directors:

Dr John Schlederer	<a href="mailto:john@schlederer.net">john@schlederer.net</a>
Chiang Meng Heng	<a href="mailto:hengcm@gmail.com">hengcm@gmail.com</a>

4.3 Under the Corporations Act and the Taxation Administration Act, reports may be made to other persons.

4.4 Reports would be strengthened with evidence. This would include contemporaneous notes of meetings or observations, documentation, data, screenshots or recording.

4.5 All reports can be made anonymously and still receive the protection provided under this Policy. However, when deciding whether to make a report anonymously, please note that anonymity may limit AKG's ability to investigate the matters reported. AKG encourages you to disclose your identity when making a report under this Policy, as this will also enable us to monitor your wellbeing and protect you from any retaliation or detriment.

4.6 We are committed to ensuring that any person feels safe in making a report. When a report in relation to Reportable Conduct is made, the identity of the person making the report will remain confidential and the person will be protected from detrimental conduct for making the report. Any detrimental conduct against a person reporting a Reportable Conduct will be treated as a serious wrongdoing. These protections will apply even where it is subsequently determined that a report was mistakenly made or not substantiated.

4.7 AKG will treat all reports, as well as all confidential information acquired in the course of the investigation, with the strictest confidence. Subject to compliance with legal requirements AKG will only disclose the identity of the person who made the report, or any other information that is likely to lead to the identification of that person, with their prior consent or otherwise in the limited circumstances listed in 4.8.

- 4.8 It may be necessary to disclose the identity of the person making the report without their consent to certain third parties, including:
- a. AKG's lawyers;
  - b. the Australian Securities and Information Commission;
  - c. the Australian Federal Police / State Police;
  - d. the Commonwealth Ombudsman;
  - e. the Inspector-General of Intelligence and Security;
  - f. any third party where the investigating authority, public authority, officer or public official is of the opinion that disclosure of your identity is necessary to investigate the matter effectively, or it is otherwise in the public interest to do so (where we are engaged under a relevant Federal or State Government contract).

## **5. False reporting**

- 5.1 A false report of Reportable Conduct could have significant effects on the Group's reputation and the reputations of other staff members and could also cause considerable waste of time and effort. Deliberate false reports involve a discloser reporting information they know to be untrue. It does not include situations where there are reasonable grounds to suspect misconduct or an improper state of affairs, but the suspicions are later (for example after an investigation) determined to be unfounded.
- 5.2 A Whistleblower may still qualify for protection even if a disclosure turns out to be incorrect. However, in cases of vexatious, baseless or trivial reports where there are no reasonable grounds for suspicion, the protections afforded to the Whistleblower under this Policy or the Corporations Act may not be available.
- 5.3 Any deliberately false reporting of Reportable Conduct, whether under this Policy or otherwise, will be treated as a serious disciplinary matter.
- 5.4 Without limiting the above, if any Whistleblower is concerned as to whether any disclosure they may seek to make in respect of Reportable Conduct is covered by this Policy, that person may seek legal advice. Disclosing the information to a lawyer for the purpose of obtaining that legal advice or legal representation will not change the application of this Policy or the protection provided to any Whistleblower under it.

## **6. Investigating Reportable Conduct**

- 6.1 The PDO will assess all reports (and evidence) that are received and will determine whether the matter falls under this Policy.
- 6.2 If the PDO determines that a report does not fall under this Policy or does not relate to a Reportable Conduct, they will advise the Personnel making the report.
- 6.3 If the PDO determines that the report falls under this Policy, the following steps are taken:
- a. The PDO determines how the investigation will be conducted and whether assistance may be required.

- b. The investigation is conducted as soon as practicable – ensuring that it is fair and independent from any persons to whom the report relates, and that every person subject to the investigation is granted sufficient opportunity to reply to allegations before any findings are made.
- c. The details and outcome of the investigation are reported by the PDO to the AKG Board on a confidential and anonymous basis.
- d. The PDO informs the Whistleblower of the outcome of the investigation.

## **7. Failure to Comply with this Policy**

- 7.1 Personnel are expected to comply with this Policy. Any breaches will be subject to disciplinary action, up to and including dismissal or legal action if applicable.
- 7.2 A breach of this Policy may also amount to a civil or criminal contravention under the Australian whistleblower protection laws (in particular, the regime contained in the Corporations Act and the Taxation Administration Act), giving rise to significant penalties.

## **8. Review**

The Board reviews this Policy at least annually, to check that it is operating satisfactorily.