

The background of the document is a close-up photograph of a stack of papers and folders, with a warm, golden-brown color palette. The papers are slightly blurred, creating a sense of depth and focus on the text.

Whistleblower Policy

VERSION 1.0

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Leading technology
for optimising assets

Whistleblower policy

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1. Scope

This policy applies to:

- investors
- Board members
- clients
- all staff, including: managers and supervisors; full-time, part-time or casual, temporary or permanent staff; job candidates; student placements, apprentices, contractors, sub-contractors and volunteers
- former employees, contractors, officers or suppliers of K2fly

2. Aims

K2fly is committed to the highest standards of conduct and ethical behaviour in all activities. Consistent with its commitment and values, K2fly fosters a culture of openness and transparency in which you have a duty to raise questions and challenge behaviours when you see representatives of K2fly doing what you believe to be wrong.

This policy sets to:

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- the protections available to Whistleblower with K2fly
 - to whom and how a Protected Report may be made
 - how K2fly will support Whistleblowers and protect them from detriment
 - how the company will investigate a Protected Report; and
 - how the company will ensure fair treatment of employees

3. Definitions

This policy applies to Protected Reports made to Eligible Recipients by a Whistleblower.

3.1 Whistleblower

For the purpose of this policy, you are a Whistleblower if you:

- a) have reasonable grounds to suspect that misconduct or an improper state of affairs exists in relation to K2fly
- b) are a current or former employee contractor, officer or supplier of K2fly
- c) make a Protected Report to an Eligible Recipient

As a Whistleblower, you are entitled to make a Protected Report to an Eligible Recipient on the condition that the Whistleblower remain anonymous. However, it is likely that maintaining the anonymity of a Whistleblower is likely to hamper K2fly's ability to investigate a Protected Report, support and protect the Whistleblower and ensure fair treatment of affected employees.

For that reason, K2fly encourages any individual who is considering making a Protected Report to do so directly to the company without condition of anonymity.

3.2 Protected Reports

A Protected Report is a report concerning misconduct or an improper state of affairs in relation to K2fly. That is, any concern (actual or suspected) that a K2fly director, officer, employee, contractor or other person who has business dealing with K2fly has engaged in conduct that is:

- dishonest, fraudulent or corrupt
- serious illegal activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law)
- unethical or in breach of K2fly's policies
- an abuse of authority

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- likely to cause financial loss to K2fly or damage its reputation or be otherwise detrimental to K2fly's interests
 - harassment, discrimination, victimisation or bullying
 - involves any kind of serious impropriety
 - covering up any such conduct
 - victimising anyone for reporting such conduct

However, your complaint will not be a Protected Report under this policy if it is in substance a personal work-related grievance, such as: interpersonal conflict; a decision relating to your contract, terms of engagement, transfer or promotion, or a decision to suspend, terminate the engagement of, or otherwise discipline you.

3.3 Eligible Recipients

As mentioned, K2fly encourages any individual who is considering making a Protected Report to do so directly to the company. A Protected Report may be made to:

- any non-executive director (including the Board Chair) of K2fly
- the company's Chief Executive Officer
- K2fly's Company Secretary

Each of these people is an Internal Eligible Recipient.

As a Whistleblower, you are entitled to make a Protected Report to:

- K2fly's auditor or any member of the audit team conducting an audit of K2fly; or
- K2fly's external legal counsel

4. Protection & Support

K2fly is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a Protected Report are treated fairly and do not suffer any disadvantage.

4.1 Identity and Confidentiality

Subject to compliance with legal requirements (including its duties under this policy), upon receiving a Protected Report, K2fly will not, nor will any officer or employee, disclose any particulars that would suggest or reveal your identity as a Whistleblower, without first obtaining your consent.

However, K2fly is able to disclose the complaint without your consent to ASIC, Australian Prudential Regulation Authority (APRA), the Australian Federal Police or any other appropriate regulatory authority or agency.

4.2 Files and Records

All files and records from an investigation will be retained under strict security and, unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know to take appropriate action, or for corporation governance purposes) without your consent as a Whistleblower will be a breach of this policy.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with K2fly's disciplinary procedures.

4.3 Fairness

If you are subjected to detrimental treatment by or within K2fly's as a result of making a Protected Report under this policy, you should immediately inform an Internal Eligible Recipient. If the matter is not remedied, you should raise it in accordance with this policy.

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a Report.

4.4 Fair treatment of employees

In making any decision under this policy or in relation to any investigation under it, K2fly, recognising its commitment to the highest standards of conduct and ethical behaviour in all its activities, will take reasonable steps to ensure an appropriate balance between:

- a) protection of the Whistleblower; and
- b) protection of any staff members who may be the subject of an as yet unproven complaint by a Whistleblower

Reasonable steps in this regard will be determined on a case by case basis, but could include keeping Protected Reports and investigations confidential.

5. Investigation

K2fly's Chief Executive Officer or Chief Commercial Officer or, if appropriate, K2fly's auditor's or legal counsel can be Investigators under this policy.

5.1 Initial referral

If an Internal Eligible Recipient receives a Protected Report, he or she must refer the matter to an Investigator without delay. After it has been referred to an Investigator, any other person should take no further action (unless requested by the Investigator) and keep the Protected Report confidential.

Each referral to an Investigator must include, at a minimum, the following details:

- the date the Whistleblower made the report
- the date and substance of the conduct the subject of complaint
- the identity and level of seniority of the alleged wrongdoing
- the level of risk associated with the alleged wrongdoing

All Protected Reports will ultimately be reported to the Board, either as part of the Whistleblower Register, or as standalone agenda items in circumstances where the Investigator determines this is warranted or necessary

5.2 Process and findings

The Investigator will determine whether sufficient information exists to allow the Report(s) to be investigated, whether an investigation is required, and, if so, determine the appropriate investigation process, including:

- the nature and scope of the investigation
- who will conduct the investigation and whether that person should be external to K2fly
- the nature of any technical, financial or legal advice that may be required
- a timeframe for the investigation (having regard to the allocated level of risk)

Any investigation will be conducted in an objective and a fair way.

5.3 Records and accountability

If K2fly deems it appropriate and permissible to do so, the Whistleblower will be informed on a continuing basis as to the nature and progress of the investigation. K2fly may be required to refer an allegation to the Police or other agency (e.g. ASIC).

In such circumstances, K2fly may not be able to keep a Whistleblower informed on the progress of the Protected Report.

6. Contact Details

The Australian Securities & Investments Commission (ASIC)

- [https://asic.gov.au/about-asic/contact-us/how-to-complain/1300 363 992](https://asic.gov.au/about-asic/contact-us/how-to-complain/1300%20363%20992)
- 1300 300 630: within Australia
- + 61 3 5177 3988: outside Australia.
- GPO Box 9827, Brisbane QLD 4001

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7. Review details

This policy was adopted by K2fly on 20/11/2019

This policy was last updated on 20/11/2019