



VERRA
MOBILITY

VERRA MOBILITY

LEGAL & COMPLIANCE

POLICIES

Reporting Violations and Complaints Policy
Australian Whistleblower Supplement



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Reporting Violations and Complaints Policy Australian Whistleblower Supplement

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1. Purpose

- a) Verra Mobility Corporation (Verra Mobility) and its global subsidiaries (Verra Mobility Group) is committed to conducting its business operations and affairs with honesty and integrity.
- b) Further, the Verra Mobility Group is committed to engaging in ethical decision-making, being legally compliant and acting consistently with good corporate governance standards and community expectations.
- c) The purpose of this Policy is to encourage and provide a readily accessible means to report unethical, unlawful, fraudulent or other misconduct involving Verra Mobility, any member of Verra Mobility Group or any director, officer or employee of these entities in Australia.
- d) Verra Mobility will also ensure that Eligible Whistleblowers can make reports under this Policy anonymously (if they so choose) and confidentially without fear of intimidation, retaliation or adverse employment action being taken against them.

2. Scope

- a) Verra Mobility has a Reporting Violations and Complaints Policy (**Global Policy**) that applies to Verra Mobility, any member of the Verra Mobility Group and Verra Mobility's directors, officers or employees outside of Australia. This Policy applies to any member of the Verra Mobility Group in Australia (**Verra Mobility Australia**) and directors, officers or employees of Verra Mobility Australia.
- b) Australian directors, officers or employees must use this Policy when reporting misconduct. Making reports in accordance with this Policy will ensure that the statutory protections under the **Whistleblowing Legislation** are engaged when available.
- c) A copy of this Policy is available on the Redflex website (www.redflex.com) and on the Verra Mobility intranet.
- d) In addition to Verra Mobility considering that it is important that Eligible Whistleblowers are encouraged to report misconduct, and are protected when they do so, there are specific provisions under Whistleblowing Legislation which provide Eligible Whistleblowers with legal rights in relation to **Qualifying Disclosures**.
- e) For an Eligible Whistleblower to obtain the protections set out in the Whistleblowing Legislation the Eligible Whistleblower must:
 - i. be an '**Eligible Whistleblower**': a list of Eligible Whistleblowers is set out in paragraph a) of this Policy;
 - ii. be reporting on a '**Disclosable Matter**': Disclosable Matters are those matters described in paragraph a) of this Policy; and
 - iii. report that Disclosable Matter to an '**Eligible Recipient**' or other person authorised to receive a disclosure under the Whistleblowing Legislation: a list of Eligible Recipients and other persons to whom a report can be made is set out in paragraph 3.3.b of this Policy.

If a whistleblower meets these three criteria, they have made a Qualifying Disclosure and are entitled to the protections under the Whistleblowing Legislation.

- f) This Policy contains a summary of parts of the Whistleblowing Legislation, and for further detail, you should refer to the text of this legislation. This Policy is not intended to override any rights or obligations you may have under the Whistleblowing Legislation.

3. Policy

3.1 Conduct that Should be Reported

- a) An Eligible Whistleblower should make a report under this Policy where the Eligible Whistleblower has reasonable grounds to suspect that Verra Mobility Australia, any member of Verra Mobility Group or any director, officer or employee of these entities has engaged in misconduct or an improper state of affairs. This includes misconduct or an improper state of affairs in relation to the tax affairs of Verra Mobility Australia or an associate of Verra Mobility Australia (Tax Disclosure).
- b) Such conduct is a 'Disclosable Matter' under the Whistleblowing Legislation and this Policy.
- c) Examples of such conduct include, but are not limited to, conduct that:
 - i. is dishonest, fraudulent, corrupt or criminal, including paying a bribe or engaging in any other activity in violation of Verra Mobility's Anti-Bribery and Corruption Policy and Procedure;
 - ii. is unethical or in material violation of Verra Mobility's policies or procedures (for example, dishonestly altering company records or engaging in suspect accounting practices);
 - iii. is unlawful or criminal under federal, state or local (city or municipal) law (for example, stealing, assault, forgery or wire fraud);
 - iv. is materially damaging to Verra Mobility or any member of the Verra Mobility Group or any Verra Mobility entity director, officer or employee (for example, engaging in materially unsafe or dangerous work practices, committing material environmental damage, creating material health risks or a material misuse of Verra Mobility property or resources);
 - v. constitutes an abuse of authority;
 - vi. involves false or misleading, or otherwise dishonest or improper, accounting or financial reporting practices;
 - vii. constitutes a conflict of interest or a material personal interest in a matter that has not been properly disclosed or consented to;
 - viii. may cause material financial loss or damage to Verra Mobility or the Verra Mobility Group;
 - ix. involves any other kind of serious misconduct or impropriety; or

- x. may violate taxation laws, the Australian Corporations Act 2001 (Cth) or any other law applicable to corporations.
- d) Disclosable Matters can include conduct that may not involve contravention of a particular law. An Eligible Whistleblower can still qualify for protection even if their disclosure turns out to be incorrect. Disclosures that are not about Disclosable Matters do not qualify for protection under the Whistleblowing Legislation.
- e) Verra Mobility employees who become aware of conduct that should be reported under this Policy must make a report under this Policy.

3.2 What Matters Should not be Reported Under this Policy

- a) Personal work-related grievances should not be reported under this Policy and are not protected under the Whistleblowing Legislation [though such disclosures may be protected under other legislation, for example the Fair Work Act 2009 (Cth)].
- b) Some examples of matters which should not be reported under this Policy include:
 - i. a staff member's dissatisfaction with their pay; and
 - ii. a staff member's failure to receive a promotion.
- c) A personal work-related grievance may still qualify for protections under the Whistleblowing Legislation if:
 - i. it includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (a mixed report);
 - ii. the entity has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
 - iii. the discloser suffers from or is threatened with detriment for making a disclosure; or
 - iv. the discloser seeks legal advice or legal representation about the operation of the Whistleblowing Legislation.

3.3 Making a Whistleblower Report

Who May be an Eligible Whistleblower?

- a) An Eligible Whistleblower may be any current or former officer or employee of Verra Mobility Australia (or its predecessors), or a person or company who has a contract for the supply of goods and services to Verra Mobility Australia (a 'contractor'), or an employee of such a contractor, or an individual who is an associate of Verra Mobility Australia, or a relative of any such person, or dependent of any such person or of their spouse.

Where to Make a Whistleblower Report

- b) Eligible Whistleblowers can make a report confidentially and anonymously at any time to the following Disclosure Officers (through the following mechanisms or individuals):
- i. the Verra Mobility EthicsLine (see Annexure A to this Policy for contact information);
 - ii. a member of the Compliance and Ethics Committee¹ (the **Compliance Committee**);
 - iii. the Verra Mobility Compliance Department via VMCompliance@verramobility.com); or
 - iv. a Verra Mobility Australia senior manager, namely a person who makes, or participates in making, significant business decisions of Verra Mobility Australia. Verra Mobility Australia senior managers must promptly notify the Compliance Committee when a report is received. The Compliance Committee will determine whether the report is an Eligible Report.
- c) The making of a report to a person named above means that it has been made to an Eligible Recipient under the Whistleblowing Legislation that may qualify for protection thereunder. In particular, the recipient generally has an obligation to keep your identity confidential if the Whistleblowing Legislation applies unless you otherwise consent.
- d) Eligible Whistleblowers are encouraged to directly report any disclosure to the persons named above. In addition, under the Whistleblowing Legislation, Eligible Whistleblowers may also report such information to the following Eligible Recipients:
- i. an officer or director of Verra Mobility Australia and related bodies corporate;
 - ii. an auditor, or a member of an audit team conducting an audit of Verra Mobility Australia or any related body corporate of Verra Mobility Australia;
 - iii. an actuary of Verra Mobility Australia or any related body corporate of Verra Mobility Australia; and
 - iv. any person authorised by Verra Mobility Australia to take disclosures (being those persons nominated in paragraph b) above).
- e) Where the information to be reported relates to the tax affairs of Verra Mobility Australia or an associate of Verra Mobility Australia, Eligible Whistleblowers are still encouraged to report to any of the Disclosure Officers. Additionally, the Whistleblowing Legislation allows Eligible Whistleblowers to make Tax Disclosures to additional Eligible Recipients including:
- i. a registered tax agent or Business Activity Statement (BAS) agent who provides tax agent services or BAS services to Verra Mobility Australia;

¹ Members of the Compliance Committee include the Chief Financial Officer, General Counsel, Chief People Officer, Chief Technology Officer, Deputy General Counsel for Government Solutions and Director of Contracts and Compliance.

- ii. any other employee or officer [within the meaning of the Corporations Act 2001 (Cth)] of Verra Mobility Australia who has functions or duties that relate to the tax affairs of Verra Mobility Australia; or
 - iii. a senior manager of Verra Mobility Australia as described above in paragraph iii.
- f) Under the Whistleblowing Legislation, Eligible Whistleblowers may also report such information to:
- i. the Australian Securities and Investments Commissions (ASIC);
 - ii. the Australian Prudential Regulation Authority (APRA);
 - iii. in relation to Tax Disclosures, the Commissioner of Taxation (ATO); or
 - iv. any other prescribed Commonwealth authority or regulator.

However, if a whistleblowing report is made to one of these regulators Verra Mobility will not automatically become aware of that report and therefore may not be able to respond to it in accordance with this Policy.

- g) Disclosure Officers are authorised to receive and assist in resolving reports under this Policy in coordination with the Compliance Committee. The Compliance Committee has the authority to make reports to the Verra Mobility Board of Directors (while keeping the identity of the Eligible Whistleblower confidential unless the Eligible Whistleblower otherwise consents).
- h) A Disclosure Officer will keep the Eligible Whistleblower's identity confidential and will not disclose the identity of the Eligible Whistleblower without the Eligible Whistleblower's consent to the extent required by the Whistleblowing Legislation.
- i) A report will also qualify for protection where an Eligible Whistleblower makes a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the Whistleblowing Legislation, even in circumstances where the legal practitioner concludes that a disclosure does not relate to a Disclosable Matter.
- j) An Eligible Whistleblower can obtain additional information about making a disclosure by contacting the Compliance Department at VMCompliance@verramobility.com.

How to Make a Disclosure

- k) Eligible Whistleblowers are encouraged to make disclosures to a Disclosure Officer whether on an anonymous basis or not.
- l) Disclosures are most useful when they include key information that offers actionable insight. Disclosures should include as much of the following information as possible if known by the person reporting the alleged misconduct:
 - i. What occurred – describe the act that is suspected or has been witnessed. It is useful to also describe what should have happened, so the report taker is clear about the nature of the alleged misconduct being described. Report:
 - A. What occurred;
 - B. The sequence of events leading up to witnessing the act;

- C. The steps observed; and
- D. Any actions taken to confirm suspicions or observations.
- ii. How the alleged misconduct was executed – describe any factors that may have enabled the alleged misconduct or contributed to the alleged misconduct going undetected, being concealed or being previously unidentified.
- iii. Where it occurred including:
 - A. the physical location/address that the alleged misconduct occurred; and
 - B. the work location of those perpetrating the alleged misconduct or the location where the misconduct was observed.
- iv. When the misconduct occurred – key dates of actions suspected or observed relating to the alleged misconduct being disclosed. If a series of events occurred, offer these in chronological order if possible.
- v. Who was involved – offer names and job titles of those associated with the alleged misconduct, if known, or information that may help identify those that may have been associated with the alleged misconduct. Also offer names of others that may have witnessed or played a role in the acts being reported.

No Time Limit on Disclosures

- m) There is no time limit associated with making whistleblowing disclosures. However, the sooner misconduct is reported and the more likely it is that reliable evidence will be able to be gathered as part of any investigation and Verra Mobility can address the matter.
- n) There may be limitations regarding legal action that can be taken in response to proven allegations, but this should not deter Eligible Whistleblowers from making a disclosure about misconduct they have reasonable grounds to believe occurred. All disclosures can assist Verra Mobility refresh risk management monitoring, training and controls.

Anonymous Disclosures

- o) Eligible Whistleblowers can make an anonymous disclosure and they will still be entitled to the protections set out in this Policy and under the Whistleblowing Legislation if the other requirements for making the disclosure are complied with. Eligible Whistleblowers can remain anonymous over the course of the investigation and after any investigation has been finalised. However, Eligible Whistleblowers wishing to remain anonymous should maintain ongoing two-way communication with Verra Mobility so follow-up questions or feedback can be provided.
- p) An Eligible Whistleblower may refuse to answer questions that they feel could reveal their identity during follow-up conversations. If appropriate in the circumstances, Eligible Whistleblowers may adopt a pseudonym for the purposes of their disclosure.
- q) However, it should be noted that if the Eligible Whistleblower's identity is not provided when making a whistleblowing report this:
 - i. may prevent Verra Mobility from re-contacting the Eligible Whistleblower confidentially to clarify or confirm information supplied;

- ii. may impact on Verra Mobility's ability to proceed with investigation - if there are gaps in information supplied that cannot be clarified directly in confidence with an Eligible Whistleblower;
 - iii. will prevent Verra Mobility from updating the Eligible Whistleblower on Verra Mobility's efforts taken in response to their disclosure; and
 - iv. may affect Verra Mobility's ability to take steps to protect the Eligible Whistleblower from detriment.
- r) If an Eligible Whistleblower wants to maintain complete anonymity when making a disclosure, we suggest the Eligible Whistleblower:
- i. submits their disclosure from a computer not connected to the Verra Mobility Group's network;
 - ii. if making the disclosure by phone, calls from an unlisted number;
 - iii. if submitting an email, uses a private email address (e.g. like Gmail or another external email provider) – not one connected to the Verra Mobility Group's network; and
 - iv. refrains from telling others that they have filed a whistleblowing disclosure.
- s) Even if an Eligible Whistleblower does not make the report on an anonymous basis the person receiving the report is not generally permitted to reveal the identity of the Eligible Whistleblower, or information that is likely to lead to the identification of the Eligible Whistleblower unless the Eligible Whistleblower consents.

Disclosures Outside of Verra Mobility

- t) Generally, only reports that are made to the list of people or entities set out in paragraph 3.3.b of this Policy will ensure protections are afforded to the Eligible Whistleblower making the report. Making reports to others outside Verra Mobility, except to the appropriate regulator or to a legal practitioner, will not obtain the protection of the Whistleblowing Legislation or any other protections provided by this Policy. This is because it is important to ensure that confidential information belonging to Verra Mobility is not disclosed outside of Verra Mobility.
- u) There are two categories of disclosure that an Eligible Whistleblower may make to a journalist or a Member of the Australian Parliament and still obtain the protections of the Whistleblowing Legislation. These are called Public Interest Disclosures and Emergency Disclosures.
- v) It is important for the Eligible Whistleblower to understand the criteria for making a Public Interest Disclosure or an Emergency Disclosure. An Eligible Whistleblower should contact an independent legal adviser before making such a disclosure.
- w) **Public Interest Disclosure** - this category allows an Eligible Whistleblower to make a disclosure to a journalist or parliamentarian if:
- i. the Eligible Whistleblower has previously made a disclosure to ASIC, APRA or any other prescribed Commonwealth authority;
 - ii. at least 90 days have passed since the disclosure was made to ASIC, APRA or any other prescribed Commonwealth authority;

- iii. the Eligible Whistleblower does not have reasonable grounds to believe that action is being taken to address the matters to which the previous disclosure related;
 - iv. the Eligible Whistleblower has reasonable grounds to believe that making a further disclosure of the information would be in the public interest; and
 - v. following the end of the 90-day period, the Eligible Whistleblower gives the body to which the previous disclosure was made a written notification that includes sufficient information to identify the previous disclosure and states that the Eligible Whistleblower intends to make a public interest disclosure.
- x) **Emergency Disclosure** - this category allows an Eligible Whistleblower to make a disclosure to a journalist or a parliamentarian if:
- i. the Eligible Whistleblower has previously made a disclosure to ASIC, APRA or any other prescribed Commonwealth authority;
 - ii. the Eligible 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; and
 - iii. the Eligible Whistleblower gives the body to which the previous disclosure was made a written notification that includes sufficient information to identify the previous disclosure and states that the Eligible Whistleblower intends to make an emergency disclosure.

For both Public Interest Disclosures and Emergency Disclosures, the extent of the information disclosed must be no greater than is necessary to appropriately inform the recipient of the relevant misconduct or substantial imminent danger.

- y) Unless a disclosure is being made under those provisions, speaking to a journalist or a member of parliament about confidential information relation to Verra Mobility without authorisation is not permitted and may be a workplace disciplinary matter.

3.4 Verra Mobility's Investigation of Reported Matters

- a) Verra Mobility will:
- i. assess all matters reported under this Policy regarding whether or not the Whistleblowing Legislation applies;
 - ii. if necessary, investigate matters reported under this Policy as soon as practicable after the matter has been reported; and
 - iii. in doing so, determine the scope and resources necessary for any investigation of a matter reported under this Policy.
- b) A Disclosure Officer, in consultation with the Compliance Committee, may appoint a person to assist in the investigation of a matter raised in a report.
- c) Investigations will be subject to the confidentiality and other protections set out under this Policy and will be undertaken by an appropriate investigator depending on the nature of the investigation.
- d) In the conduct of an investigation, Verra Mobility may proceed as follows:

- i. speak to anyone who may be affected or involved in the disclosure so that they are provided with the opportunity to respond to the allegation(s);
 - ii. consider these responses; and
 - iii. speak to witnesses (where there is a dispute as to the facts surrounding the allegations).
- e) Verra Mobility will endeavour to conduct any investigation in a comprehensive and fair manner including ensuring procedural fairness and due process to any person accused of wrongdoing. Verra Mobility will also afford the presumption of innocence to any person accused of wrongdoing.
- f) The method for documenting and reporting the findings will depend on the nature of the disclosure. In some cases, a final investigation report will be provided to the Verra Mobility Board. Where necessary, any final investigation report may be redacted to protect the Eligible Whistleblower's identity or information that may identify the Eligible Whistleblower.
- g) Subject to compliance with applicable law, rules or regulations, valid search warrant or court order, all books and records created for the sole purpose of an investigation into an Eligible Whistleblower report will be confidential. Any disclosure of such books and records to unauthorised persons (for example, other than ASIC, APRA, the AFP or a person you have consented to) will be a violation of this Policy.

Providing Updates to Those Making Whistleblower Disclosures

- h) Where appropriate, Verra Mobility will provide feedback to the Eligible Whistleblower regarding the progress and outcome of any investigation. Any updates will be provided by the Director of Contracts and Compliance of Verra Mobility Corporation or a member of the Compliance Committee. Where the Eligible Whistleblower report is made through the EthicsLine, this feedback will be given through the EthicsLine system.
- i) Any updates supplied to an Eligible Whistleblower may need to be limited in order to also preserve the confidentiality of an investigation and the privacy of those potentially affiliated, named, implicated or associated with the matters disclosed. The frequency and detail of any updates supplied (where appropriate), and the initiation or resolution of any potential subsequent investigation, may vary according to the matters reported and the context of the misconduct disclosed.
- j) Verra Mobility will, where appropriate and allowable under applicable privacy laws, advise the Eligible Whistleblower of the conclusion of any investigation and provide the Eligible Whistleblower with details of the outcomes of that investigation. Where claims cannot be substantiated, and the Eligible Whistleblower's identity is known – Verra Mobility reserves the right to deem a disclosure closed and notify the Eligible Whistleblower accordingly.

3.5 Fair Treatment of Employees that are the Subject of the Disclosure

- a) Verra Mobility is also committed to ensuring the fair treatment of employees and other persons engaged by Verra Mobility who are mentioned in reports of Disclosable

Matters, or to whom such disclosures relate. Fair treatment of those persons implicated in an alleged misconduct disclosure includes, but is not limited to:

- i. the opportunity to be 'heard' on, and respond to the allegations as against them before any adverse findings are made against them; and
 - ii. the opportunity to have their responses considered by Verra Mobility and, in appropriate circumstances, investigated.
- b) During any investigation into a report of Disclosable Matters, Verra Mobility extends support and protection to employees, officers and others engaged by Verra Mobility and implicated in the report until such investigation has concluded and claims have been proven or dismissed. Any suspected adverse or detrimental treatment in this regard should be reported to the Director of Contracts and Compliance of Verra Mobility Corporation at VMCompliance@verramobility.com so that these matters may be addressed.
- c) Verra Mobility will endeavour to respond promptly to any complaints raised by parties who are the subject of a disclosure where such party has concerns about unfair treatment in the context of assessment of, and investigation into, the Disclosable Matter.

3.6 Protection and Support of Whistleblowers

Confidentiality

- a) Verra Mobility will take all reasonable steps to ensure confidentiality of all reports made under this Policy.
- b) If you do disclose your identity and you are an 'Eligible Whistleblower' who is making a disclosure protected by the Whistleblowing Legislation via the methods set out in this Policy or to other 'Eligible Recipients', the recipient has an obligation to keep your identity confidential. This includes keeping confidential information which could lead to the disclosure of your identity.
- c) The Verra Mobility Group has the legal right to share an Eligible Whistleblower's identity if reasonably necessary to refer an incident to authorities [such as ASIC, APRA and the Australian Federal Police (AFP) or other prescribed body] who may wish to pursue the matter.
- d) Under the Whistleblowing Legislation, it is also permissible to:
 - i. disclose information regarding the suspected or actual wrongdoing disclosed without revealing the Eligible Whistleblower's identity or information that is likely to lead to the identification of the Eligible Whistleblower;
 - ii. disclose information other than the Eligible Whistleblower's identity if it is reasonably necessary for the purposes of the investigation and all reasonable steps are taken to reduce the risk that the Eligible Whistleblower will be identified;
 - iii. disclose the identity of an Eligible Whistleblower, or information likely to lead to his or her identification to (or between) ASIC, APRA, AFP or other prescribed body;

- iv. disclose the identity of an Eligible Whistleblower, or information likely to lead to his or her identification to a legal practitioner for the purposes of obtaining legal advice or representation in relation to the disclosure; or
 - v. disclose the identity of an Eligible Whistleblower where such disclosure is made with the consent of the Eligible Whistleblower.
- e) In order to allow for a proper investigation of the matter, and to provide support to the Eligible Whistleblower, the recipient of your disclosure may ask you to consent to the disclosure of your identity to specific individuals, such as:
- i. the Director of Contracts and Compliance of Verra Mobility Corporation; and
 - ii. any other persons reasonably necessary for the purposes of investigating matters the subject of your disclosure.
- f) To ensure the confidentiality of an Eligible Whistleblower's identity, Verra Mobility will ensure:
- i. all personal information or reference to the Eligible Whistleblower witnessing an event will be redacted;
 - ii. the Eligible Whistleblower will be referred to in a gender-neutral context;
 - iii. where possible, the Eligible Whistleblower will be contacted to help identify certain aspects of their disclosure that could inadvertently identify them; and
 - iv. disclosures will be handled and investigated by qualified staff.
- g) If you are the recipient of a report from an Eligible Whistleblower relating to a Disclosable Matter, you must not reveal the identity, or information that is likely to lead to identification, of the Eligible Whistleblower without the written consent of the Eligible Whistleblower or without the express permission from the Director of Contracts and Compliance of Verra Mobility Corporation to make the disclosure. Such action is illegal and may constitute a criminal offence.
- h) Eligible Whistleblowers can be assured that any information released in breach of this Policy will be treated seriously and may result in disciplinary action, up to and including dismissal. A breach of this Policy may in certain circumstances also result in criminal sanctions. Eligible Whistleblowers should report any suspected or actual breaches of confidentiality to the Director of Contracts and Compliance of Verra Mobility Corporation. An Eligible Whistleblower may also lodge a complaint with a regulator, such as ASIC, APRA or the ATO, for investigation.

Fair Treatment

- i) Verra Mobility will take reasonable steps to ensure that all Eligible Whistleblowers who make or are believed to have made or propose to make a report regarding a Disclosable Matter are treated fairly without fear of intimidation, retaliation or adverse employment action being taken against them.
- j) Any person who is subjected to detriment (including intimidation, retaliation or adverse employment action taken against them) as a result of making a report under this Policy should inform a Disclosure Officer immediately.

- k) Under this Policy “detriment” also includes termination of employment, demotion, harassment, discrimination, bias, threats, harm (including psychological harm), damage to property or other unfavourable treatment in connection with making a report.
- l) However, “detriment” does not include a person being subjected to genuine and articulable performance management, the identification of additional training requirements for any person or the extension of any employment probationary period based on genuine and articulable performance concerns.
- m) Where appropriate, to protect an Eligible Whistleblower from the risk of detriment, Verra Mobility may:
 - i. conduct a risk assessment of the Eligible Whistleblower, and any other staff that might be suspected of having made a disclosure;
 - ii. allow an Eligible Whistleblower to perform their duties from another location;
 - iii. reassign the Eligible Whistleblower to another role (at the same level);
 - iv. make modifications to the Eligible Whistleblower's workplace or the way work duties are carried out; or
 - v. reassign or relocate other staff involved in the Disclosable Matter.

Support of Eligible Whistleblowers

- n) Verra Mobility firmly believes that those who reasonably suspect or witness misconduct should be able to report their suspicions with the confidence that they will be supported, and not punished or discriminated against for making a disclosure.
- o) Eligible Whistleblowers are encouraged to raise any concerns arising out of a disclosure (or anticipated disclosure) or any subsequent investigation process to a Disclosure Officer via the methods set out above or to the Director of Contracts and Compliance of Verra Mobility Corporation at VMCompliance@verramobility.com.
- p) To ensure Eligible Whistleblowers are supported both during and following the making of a disclosure, Verra Mobility encourages Eligible Whistleblowers to make use of Verra Mobility's employment assistance program in Australia, details of which are set out below:

EAP Connect by Converge International

Telephone in Australia:	1300 687 327
Telephone in New Zealand:	0800 666 367
EAP Connect Email:	info@convergeintl.com.au
EAP Connect Website:	convergeinternational.com.au

Criminal or Civil Liability

- q) Eligible Whistleblowers who make a Qualifying Disclosure will not be subject to any civil liability (e.g. breaching a duty of confidence), criminal liability (e.g. prosecution for unlawfully releasing information) or administrative liability (e.g. disciplinary action) for making the disclosure. No contractual or other remedy may be enforced against them on the basis of their disclosure.
- r) There is no immunity from any action in relation to misconduct that the Eligible Whistleblower was involved in. However, if an Eligible Whistleblower reports such conduct and actively cooperates in an investigation in which they may be implicated, the fact they have made a report may be considered as a mitigating factor when determining actions which may be taken against them.
- s) Under the Whistleblowing Legislation, a person may bring civil proceedings for a compensation order or pursue civil penalties even when a criminal prosecution has not been, or cannot be, pursued. This may include circumstances in which an Eligible Whistleblower (or any other person) has suffered loss, damage or injury and Verra Mobility has failed to prevent a person from causing the detriment.

3.7 Compliance with this Policy

All directors, officers and employees are expected to comply with this Policy (as amended and updated from time to time). However, this Policy does not:

- a) form part of the terms of an employee's employment and it cannot be enforced by any employee as a contractual promise; or
- b) give rise to any expectation of a particular outcome or decision on any matter arising under or pursuant to this Policy.

Questions regarding the content or application of this Policy should be directed to the Director of Contracts and Compliance of Verra Mobility Corporation at VMCompliance@verramobility.com.

3.8 Approval and Ownership

- a) The Compliance Committee has overall responsibility for the effectiveness of this Policy and is also responsible for monitoring and reviewing the operation of this Policy and making recommendations for changes to minimise risks to the Company's operations.

3.9 Review of Policy

- a) The Company will review this Policy periodically to ensure it complies with applicable legal requirements and remains relevant and effective.
- b) The Company may change this Policy at any time.

This Policy is not intended to be contractual in nature.

4.0 Violations

- a) All Verra Mobility Australia employees are responsible for their own compliance with this Policy and for ensuring that the Policy is consistently applied.
- b) All Verra Mobility Australia employees should ensure that they take the time to read and understand this Policy.
- c) Any material violations of this Policy should be reported to the Director of Contracts and Compliance of Verra Mobility Corporation at VMCompliance@verramobility.com, or via the EthicsLine.
- d) Any violation of this Policy may result in disciplinary action, up to and including termination of employment, in accordance with applicable law. Verra Mobility reserves the right to notify the appropriate law enforcement authorities of any unlawful activity and to cooperate in any investigation of such activity. Verra Mobility does not consider conduct in violation of this policy to be within an employee's course and scope of employment, or the direct consequence of the discharge of the employee's duties.

5.0 Definitions

Disclosable Matter(s) means where an Eligible Whistleblower has reasonable grounds to suspect they have information concerning misconduct (including fraud, negligence, default, breach of trust or duty) or an improper state of affairs in relation to Verra Mobility Australia or any related body corporate of Verra Mobility Australia. Examples of Disclosable Matters are described above in paragraph c).

Eligible Whistleblower means those persons who are entitled to make reports of Disclosable Matters and be afforded the protections under the Whistleblowing Legislation. A list of Eligible Whistleblowers in relation to Verra Mobility Australia is set out in paragraph a) above.

Eligible Recipient means those persons to whom a report of a Disclosable Matter can be made under the Whistleblowing Legislation. For Verra Mobility Australia, list of Eligible Recipients is set out in paragraph 3.3.b above.

Qualifying Disclosure means an Eligible Whistleblower report that is protected under the Whistleblowing Legislation because it has been made by an Eligible Whistleblower, to an Eligible Recipient and concerns a Disclosable Matter.

Tax Disclosure means misconduct or an improper state of affairs in relation to the tax affairs of Verra Mobility Australia or an associate of Verra Mobility Australia.

Verra Mobility Australia means any entity of Verra Mobility Group incorporated in Australia.

Verra Mobility means the Verra Mobility Corporation.

Verra Mobility Group is a reference to Verra Mobility and all its global subsidiaries.

Whistleblowing Legislation means the Australian legislation that provides Eligible Whistleblowers with legal rights in relation to certain types of disclosures. The relevant provisions are sections 1317AA to 1317AJ of the *Corporations Act 2001* (Cth) and sections 14ZZT to 14ZZZE of the *Taxation Administration Act 1953* (Cth).

6.0 Related Documents

Anti-Bribery and Corruption Policy and Procedure

Code of Business Ethics and Conduct

Reporting Violations and Complaints Policy (Global Policy)

7.0 Approval and Ownership

Owner	Title	Date	Signature
Paul Richardson	Contracts & Compliance Director	10/10/2022	On File
Approved By	Title	Date	Signature
Kristen Young	Deputy General Counsel	10/10/2022	On File

8.0 Revision History

Version	Description	Revision Date	Approver Name
1.0	Original version of transitioned Redflex Policy	10/10/2022	Kristen Young

9.0 Annexure A

EthicsLine Contact Details

Online reports to the EthicsLine may be made at any time to:

- ethicsline.verramobility.com

Telephone Reports to the EthicsLine may be made at any time using the following instructions:

1. From an outside line dial the direct access number for your location:
 - Australia (Optus) dial 1.800.551.155
 - Australia (Telstra) dial 1.800.881.011
2. At the English prompt dial 833.778.1547