



Whistleblower Protection Policy



Risk Management Policy

Contents

About this document	3
Objectives	3
Definitions	4
1. Policy Statement	6
2. Reportable Conduct	6
3. Reporting Procedure	8
4. Reporting Procedure	8
5. Anonymity & Confidentiality	9
6. Immunity from Disciplinary Action	10
7. Penalisation	10
8. Abuse of Reporting Process	11
Appendix 1 - CRITERIA FOR PROTECTION AS A WHISTLEBLOWER	12
Appendix 2 - CHECKLIST BEFORE YOU TAKE ACTION	13
Appendix 3 - IMPROPER CONDUCT – INCIDENT NOTIFICATION FORM	14
Appendix 4 - INVESTIGATION PLAN FOR WHISTLEBLOWER INVESTIGATION COMMITTEE (“WIC”) – HIGHLY CONFIDENTIAL	16
Appendix 5 - WHISTLEBLOWER INVESTIGATION COMMITTEE FINAL REPORT – HIGHLY CONFIDENTIAL	17

About this document

Purpose and scope

Whistleblower Protections commencement - The Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019 was given Royal Assent on 12 March 2019 and commenced on 1 July 2019.

The policy sets out the principles for making, receiving, investigating and addressing disclosures raised by Whistleblowers. It aims to provide clarity on how we will support Whistleblowers, so that they:

- are encouraged to express their concerns;
- know how to express their concerns, including their right to remain anonymous;
- know what will happen when they express their concerns; and
- feel safe in expressing their concerns, and, in particular, will not be subject to retaliation or victimisation in response to expressing their concerns.

The policy applies to our directors, staff members and Whistleblowers. The policy does not form part of any contract of employment or any industrial instrument.

Objectives

The purpose of this policy is to encourage the reporting of matters that may cause financial or non-financial loss or damage to Assetora's reputation and to provide a confidential and secure infrastructure to effectively deal with such reports and to protect the person making the report from reprisal by anyone internal or external to Assetora.

Assetora is committed to the highest standards of openness, probity, accountability and high ethical behaviour by helping to foster and maintain an environment where employees and other stakeholders can act appropriately, without fear of reprisal. To maintain these standards, the Assetora encourages employees and relevant stakeholders who have material concerns about suspected misconduct or any breach or suspected breach of law or regulation that may adversely impact Assetora, to come forward and report them through appropriate channels (in certain cases on a confidential basis) without fear of retribution or unfair treatment.

Assetora conducts its business on the principles of fairness, honesty, openness, decency, integrity and respect. It is the intention of this policy to encourage employees and other relevant stakeholders to report and disclose improper or illegal practices or activities. The Assetora is committed to investigate promptly any reported misconduct and to protect those who come forward to report such activities. The Assetora further assures that all reports shall be treated in strict confidence.

Assetora`s operating procedures are intended to detect and prevent or deter improper activities. However, the best systems of controls may not provide absolute safeguards against irregularities.

This policy is intended to investigate and take appropriate action against any reported misconduct or concern.

It is intended that this policy encourages employees to come forward with concerns that the entity is not acting lawfully, ethically or in a socially responsible manner;

- that provides suitable protections for the above whistle blowers; and
- where the board is informed of any material concerns that are raised under this policy;
- as a listed entity Assetora has and discloses an anti-bribery and corruption policy and ensures that its board is informed of any material breaches of that policy.

Definitions

For the purposes of this Policy, the definitions are as listed below:

Definitions:

Disclosure Committee: At least any two of the Chief Executive Officer, Chair of the Audit Committee, the Chief Operating Officer and Chief Compliance & Risk Officer.

Investigation: A search of evidence connecting or tending to connect a person (either a natural person or a body corporate) with conduct that infringes the criminal law, or the policies and standards set by Assetora.

Reasonable grounds: An objective test and relates to whether a reasonable person in possession of the information would form the belief that the Improper Conduct occurred. It is important that there is evidence to support a person`s beliefs, other than their concerns. This may include documentation, witnesses or other direct evidence.

Reportable Conduct: means any conduct or a state of affairs which is:

- dishonest;
- fraudulent;
- corrupt;
- illegal;
- in breach of a legal obligation;
- in serious breach of internal policy (including our Code of Conduct);
- unethical;

- improper;
- unlawfully discriminatory;
- bullying and harassment;
- endangering or may endanger the health or safety of an individual; or
- any other conduct which may cause us financial or non-financial loss (including reputational harm) or be otherwise detrimental to the interests of Assetora, our customers or staff members, including environmentally unsound practices.

Whistleblower: Any Assetora current or former employee, director, contractor or consultant (including their relatives or dependents) who, whether anonymously or not, makes, attempts to make or wishes to make a report in connection with Misconduct and where the Whistleblower wishes to avail themselves of protection against reprisal for having made the report, but specifically excludes personal work-related grievances.

Whistleblower Protection Officer (WPO): A designated Assetora representative tasked with the responsibility of protecting and safeguarding the interests of Whistleblowers within the meaning of this Policy. The WPO will have access to independent financial, legal and operational advisers as required. The Chief Compliance & Risk Officer has been appointed as the Board's Whistleblower Protection Officer and is the designated officer referred to under section 336A(2)(a)(5) of SIS and section 1317AA(1)(b)(iv) of the Corporations Act. If a conflict of interest arises, the Managing Director will appoint an alternative officer in consultation with the Chair of the Risk and Audit Committee.

Whistleblower Investigations Officer (WIO): A designated Assetora representative tasked with the responsibility of conducting preliminary investigations into reports received from a Whistleblower. The role of the WIO is to investigate the substance of the complaint to determine whether there is evidence in support of the matters raised or, alternatively, to refute the report made.

The WIO will be appointed by the WPO on a case by case basis, depending on the nature of the report.

The WIO will be an independent party who is not associated with the area under investigation.

The WIO may be a manager once removed from the Whistleblower as long as they are not implicated in the report. Other resources within the group or externally in need can be engaged including HR or Internal Audit.

What and How to Report All Assetora employees, directors, contractors and consultants are encouraged to report Misconduct that they believe constitute a breach of Assetora Code of Conduct, policies or the law. Examples of matters which should be reported under this Policy, whether actual or suspected are outlined under the heading Misconduct.

Substantiated material outcomes will be reported via the Board.

Reporting to regulators

Nothing in the policy is intended to restrict a Whistleblower from disclosing Reportable Conduct, providing information to, or communicating with a government agency, law enforcement body or a regulator in accordance with any relevant law, regulation or prudential standard in all jurisdictions in which we conduct business.

Breach of Policy

Breach of the policy may be regarded as misconduct, which may lead to disciplinary action (including termination of employment or engagement). In particular, any breach of confidentiality of the information provided by a Whistleblower, or a Whistleblower's identity, and any retaliation against a Whistleblower, will be taken seriously and if appropriate will be separately investigated. An individual who is found to have disclosed the information or to have retaliated (or threatened to retaliate) against a Whistleblower may be subject to further action (including disciplinary action in the case of employees). An individual may also be exposed to criminal or civil liability for a breach of relevant legislation.

Governance

We will review the policy at least every two years. The policy will be approved and endorsed by our Board of Directors and Executive Leadership team.

1. Policy Statement

- Assetora is committed to excellence in quality of products and services, openness to ideas and concerns, honesty and accountability of all who make it successful.
- In an effort to achieve this commitment, Assetora seeks to establish a policy that complies with applicable laws and practices to encourage reporting of illegal and undesirable conduct and one that will protect it and its stakeholders against conduct such as dishonesty or fraud.
- Assetora's commitment 'to a culture of corporate compliance and ethical behaviour' is seen as a benefit to everyone who has contact with Assetora including employees, directors, shareholders and customers.
- This policy has been drafted to comply with AS 8004 (The National Corporate Governance Advisory Standards).

2. Reportable Conduct

- A Assetora executive or non-executive director, manager, employee or contractor should, acting in has objectively reasonable grounds to suspect wrongdoing report in accordance with this policy, the following conduct ('Reportable Conduct') when observed by them:
- What is a "Reportable Matter"?

- A Reportable Matter is any concern (actual or suspected) about the following conduct, or the deliberate concealment of such conduct:
 - financial irregularity (including a fraud against Assetora or a customer or supplier)
 - corrupt conduct
 - criminal conduct
 - failure to comply with any legal or regulatory obligation
 - failure to comply with any other obligation as a managed investment scheme or AFSL holder
 - unfair or unethical dealing with a customer
 - unethical or other serious improper conduct, including breaches of Assetora policies
 - misconduct, or an improper state of affairs or circumstances
 - danger to the public or the financial system
 - offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more
- Reportable Behaviour examples:
 - Fraudulent
 - Illegal
 - Corrupt
 - Bribery
 - Dishonest
 - Misleading
 - Unethical
 - Abuse of authority
 - Wilful breaching of legislation
 - Wilful breaching of internal policies
 - Inappropriate conduct e.g. dishonest altering of company records or data; unauthorised disclosure of confidential information

- Questionable accounting or auditing practice
- Unsafe work practice and health risks
- Discriminating
- Bullying or Harassment
- Victimization
- Non-adherence to Assetora values

3. Reporting Procedure

- An Assetora executive or non-executive director, manager, employee or contractor who proposes to report a matter in relation to Reportable Conduct ('Whistleblower') should do so in accordance with the Whistleblower Protection Procedure.
- See APPENDIX 1 - Criteria for protection as a Whistleblower

4. Investigation Procedure

- The Chief Compliance & Risk Officer and/or other designated officers, shall determine an investigation process for every report from a Whistleblower. The objective of the investigation is to locate evidence that either substantiates or refutes the claims made by the Whistleblower.
- The Chief Compliance & Risk Officer, and/or other designated officers, shall appoint an investigation officer(s) who shall conduct the investigation. The investigation officer shall be independent of the person/section being the subject of the Whistleblower's report. They shall maintain the confidentiality of the report and the name of the Whistleblower.
- The thorough investigation of the reportable conduct will be conducted in accordance with the Whistleblower Protection Procedures by the Disclosure Committee (see definition above).
- The aim of the investigation will be to substantiate or refute the claims made by the Whistleblower.
- Where the Whistleblower's report involves one of the designated officers, the report shall be kept confidential from that officer as will the identity of the Whistleblower. All such reports shall be assigned as follows:

• Officer named in Report	• Designated Officer
• Chairman of the Board	• Chairman, Audit Committee
• Chairman, Audit & Risk Management Committee	• Chairman of the Board
• CEO	• Chairman of the Board
• Chief Compliance & Risk Officer	• CEO

- Where considered necessary, and subject to the approval of the CEO or Chairman of the Board, an external party may be appointed as the investigation officer. The internal auditor should be considered for this role.
- The investigation officer shall only report back to the designated officer(s) who appointed them and/or to the Audit & Risk Management Committee. They may also be required to report to the CEO and/or the Board of Assetora.
- The rules of natural justice shall be observed in any investigation. It shall be conducted without bias and the person against whom the allegation is made should be given the right to respond. The investigation must be fully documented.
- The report from the investigation shall give detailed findings and recommendations for actions to be taken by the CEO or Board.
- It shall also contain recommendations for system improvements to minimize the recurrence of the improper conduct.

5. Anonymity & Confidentiality

- All reports in relation to Reportable Conduct made in accordance with the reporting procedure pursuant to this policy and the Whistleblower Protection Procedure may be anonymous.
- The identity of the Whistleblower and the report made by them will be kept confidential and secure. However, the commitment to confidentiality is made subject to the requirements of the law which may require disclosure of the identity of the Whistleblower in legal proceedings.
- Information obtained from the Whistleblower will only be disclosed to the extent necessary:
 - a) to conduct an investigation;

- b) reporting the outcomes of the investigation set out in the Whistleblower Protection Procedure; or
- c) if the Whistleblower consents to the disclosure; or
- d) as may be required by law

6. Immunity from Disciplinary Action

- The intention of this policy is to encourage reporting of Reportable Conduct and in doing so Assetora may provide the Whistleblower with immunity from disciplinary action provided that the Whistleblower is acting in has objectively reasonable grounds to suspect wrongdoing has not him or herself been engaged in serious misconduct or illegal conduct or the Reportable Conduct.
- The Corporations Act protects Whistleblowers and their information.
- The Corporations Act contains certain protections for Whistleblowers who meet the five criteria as detailed in Appendix 1, including:
 - protection of information provided by Whistleblowers
 - protections for Whistleblowers against litigation
 - protections for Whistleblowers from victimisation.

7. Penalisation

- Whistleblowers who report matters in have objectively reasonable grounds to suspect wrongdoing will not be penalised or personally disadvantaged as a consequence of their actions. The following are examples of unacceptable consequences which would be considered a breach of this policy:
 - a) dismissal;
 - b) demotion;
 - c) any form of harassment;
 - d) discrimination;
 - e) victimisation: or
 - f) bias.

- Any employee or manager found to have dismissed, demoted, harassed, victimised or discriminated against a Whistleblower, by reason of their status as a Whistleblower, may be subject to disciplinary action.

8. Abuse of Reporting Process

- Abuse of the confidential reporting process will not be tolerated.
- Where it is established that the Whistleblower is not acting in good faith and does not have reasonable grounds to suspect wrongdoing, and/or she or she has made a false, and/or malicious report based on unfounded allegations, will be treated as a serious breach of Assetora's Code of Conduct and may be subject to disciplinary action, which may result in dismissal.
- Assetora does not intend to discourage whistleblowers from reporting matters of genuine concern. Assetora is strongly suggesting that whistleblowers as far as possible ensure that all reports are:
 - a) factually accurate;
 - b) complete from first-hand knowledge; and
 - c) made objectively with reasonable grounds to suspect wrongdoing.

APPENDIX 1 – Criteria for protection as a whistleblower

1. Your role

You **must** be:

employees (both current and former), contractors, officers, suppliers, brokers and third parties a current officer (usually that means a director or secretary) of the company your disclosure is about a current employee of the company your disclosure is about, or a contractor, or the employee of a contractor, who has a current contract to supply goods or services to the company your disclosure is about.
2. Who the disclosure is made to

You **must** make your disclosure to:

The Whistleblower Protection Officer - a person authorised by the company to receive Whistleblower disclosures, the company's auditor, or a member of the company's audit team, a director, or senior manager of the company, or ASIC.
3. Providing your name

You **must** give your name to the person or authority you are making the disclosure to.
4. Reasonable grounds to suspect breach

You **must** have reasonable grounds to suspect that the information you are disclosing indicates that the company or company officer may have breached the Corporations Act, the Australian Securities and Investments Commission Act 2001 (ASIC Act) or the Taxation Administration Act 1953, as amended.
5. Disclosure has been made objectively with reasonable grounds to suspect wrongdoing

You **must** make the disclosure objectively and with reasonable grounds to suspect wrongdoing'. That means your disclosure must be honest and genuine, and motivated by wanting to disclose misconduct. Your disclosure will not be viewed as objectively reasonable grounds to suspect wrongdoing' if you have any other secret or unrelated reason for making the disclosure.

APPENDIX 2 – Checklist before you take action

If you have a genuine concern relating to Assetora Group's conduct, it is crucial that you provide as many facts as you can to support it. You need to be able to give enough specific information, so that the issue can be properly investigated. Use this checklist to help gather what you will need:

- Do you have sufficient information to describe the nature of your concern in fairly specific terms?
- Are you able to quantify the loss or threat, if any, to the Group or other party?
- What facts gave rise to your concerns? Was it something you heard, saw or read? Written materials in support of your concern may be submitted via this website, by using the email address compliance@assetora.com.au, or via post or fax.
- Are there witnesses that you think will be prepared to make themselves available to provide further information when investigating your concern?
- Which part of the Group is affected or involved?
 - Function
 - Company
 - Operation
 - Department
 - Cost Centre
- Can you specify the names and/or titles of persons who are responsible for the matter that is of concern to you?
- Can you describe the nature of the above-mentioned persons' involvement in the matter that is of concern to you?
- If the above mentioned persons work for an organisation other than the Assetora Group, can you specify these organisations?
- Over what period or on which dates did the events take place?
- Have you tried to convey your concerns through normal business communication channels? If the answer is no, what stops you from doing so?
- Is it possible that you or your family's personal safety may be threatened during an investigation?
- Can you give an indication of the urgency with which the investigation should be initiated?
- Do you have any suggestions on how the investigation should be conducted and by whom?

APPENDIX 3 – IMPROPER CONDUCT- INCIDENT NOTIFICATION FORM

Date of report

Details of the person making the report:

Name, Position/Title Phone Number Email Address

Date of incident or Date incident was identified Type of incident

Location of incident

Description of incident (i.e. details of facts and circumstances surrounding the alleged Improper Conduct)

Identity of persons involved in incident

Any other information that may be used to show reasonable grounds for the concerns outlined above



Attach copies of any documents as supporting evidence, (if available)

The concerns you raised will be treated in confidence to the maximum extent possible. We will not disclose your identity without consent unless it is necessary in order to investigate serious allegations (or is required by law). Importantly, any information provided to us must not be released to any person who is not involved in the investigation or resolution of this matter. Furthermore, your identity or any information provided that may lead to your identification will not be released to any person who is not involved in the investigation or resolution of this matter. A breach of this Policy will be regarded by Assetora as a serious disciplinary matter and dealt with accordingly.

I acknowledge that the information I have provided is:

- (a) A true and accurate representation of the events which occurred that has led to notifying Assetora of the improper conduct of its representative(s) and does not contain any misleading statements or omissions.
- (b) I consent / I do not consent to the disclosure of my name.
- (c) I consent / I do not consent to this information being used by any person who is involved in the investigation or resolution of this matter.

Signed: Name: Date:



APPENDIX 4 – INVESTIGATION PLAN FOR WHISTLEBLOWER INVESTIGATION COMMITTEE (“WIC”) – HIGHLY CONFIDENTIAL

Name of the Assetora Representative being investigated:

Role/Position of the Assetora Representative:

Location of the Assetora Representative:

Type of alleged Reportable Conduct:

Name of Whistleblower:

Does the Whistleblower wish to remain anonymous?

Yes / No

Have you received the Whistleblower Report by the WPO or WIO? Date

Yes / No

Whistleblower reported Improper Conduct:

xx/xx/202x

Date the Improper Conduct was referred to the WIC:

xx/xx/202x

Date investigation commenced:

xx/xx/202x

Estimated Date by which investigation to be concluded Members

xx/xx/202x

of the WIC include:

The possible findings or offences are:

Any relevant legislation applying to the alleged improper conduct by the Assetora Representative: The facts

in issue are:

Any matters that need to be clarified by the Whistleblower:

Any additional material required to be supplied by the Whistleblower: Recommended

Actions / Details:

Names of persons to be interviewed and dates of interviews:

Date WIC notified the Assetora representative that he or she was under investigation: Date

WIC will interview the Assetora representative who is under investigation: Status [Opened /

Closed]:

(If closed, detail how matter resolved)

Signed by:

Name of WIC Member 1.....

Signature:

Name of WIC Member 2.....

Signature:

Name of WIC Member 3.....

Signature:



APPENDIX 5 - WHISTLEBLOWER INVESTIGATION COMMITTEE FINAL REPORT – HIGHLY CONFIDENTIAL

We refer to [insert Assetora Representative's name] improper conduct alleged by [insert name of Whistleblower] on [insert date] and this matter was thoroughly investigated by the Whistleblower Investigation Committee (“WIC”) in line with the Assetora Whistleblower Protection Policy.

Allegations

The allegations made by [insert name of Whistleblower] on [insert date] were:

Steps taken to investigate the matter

The steps taken by the WIC to thoroughly investigate the matter included:

[e.g. Whistleblower Acknowledgment sent on (insert date), WIC convened a meeting to discuss alleged improper conduct on (insert date), action plan was completed on (insert date), and the following persons were interviewed on (insert date) etc.].

Evidence we relied on in making our decision

In making our decision, we have relied on the following evidence:

[e.g. list and attach to the WIC Final Report the transcript or other record of any oral evidence taken, including tape recordings, and all documents, statements or other exhibits received and accepted as evidence during the investigation].

Because [insert reasons why WIC considered evidence as being reliable].

In addition, we have rejected the following evidence as being unreliable:

Because [insert reasons why the WIC rejected evidence as being unreliable].

Our Decision

On account of all information received, the decision we have reached and the basis for our decision is:

Our Recommendations

Given that we have found that the [insert Assetora Representative's name] alleged improper conduct has occurred, our recommendations include: [e.g. notifying Whistleblower of outcome of investigation, outline the steps to be taken Assetora to prevent the conduct from continuing or occurring in the future, any actions that should be taken by Assetora to remedy any harm or loss arising from the conduct, disciplinary proceedings against the person responsible and/or referring the matter to a Federal or State Department for further consideration, etc.]

In the alternative, given that we have not found that the [insert Assetora Representative's name] alleged improper conduct has occurred, we have closed this matter. We also intend to notify the [insert Whistleblower's name] of the outcome of this matter and notifying [insert Whistleblower's name] of his or her rights to object to our decision.

Our recommendations were approved by the following members of the WIC: [Any WIC recommendation must be based on a two-thirds majority vote by the appointed WIC members (or, where permitted, their duly authorised delegates)]

