

WHISTLEBLOWING POLICY

INTRODUCTION

A reputation for and commitment to honesty, integrity and trust is an essential element of success and longevity in the investment industry. This policy should be read in conjunction with the Abacus Code of Conduct which is our guide to upholding this commitment. Abacus relies on everyone behaving in accordance with the values of Abacus and the spirit of the Code, always acting honestly and with integrity.

This policy is applicable to Abacus Property Group and its controlled entities (**Abacus**).

The purpose of this policy includes the following:

- to encourage more disclosures of wrongdoing;
- to help deter wrongdoing, in line with the entity's risk management and governance framework;
- to ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported;
- to ensure disclosures are dealt with appropriately and on a timely basis;
- to provide transparency around the entity's framework for receiving, handling and investigating disclosures;
- to support the values and Code of Conduct of Abacus;
- to support the long-term sustainability and reputation of Abacus;
- to meet the legal and regulatory obligations of Abacus; and
- to align with the ASX Corporate Governance Principles and Recommendations and relevant standards.

This policy is a very important tool for helping Abacus to identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosing wrongdoing.

Nothing in this policy is intended to change or take away any other protections which may be available at law.

DEFINITIONS

"Act" means Corporations Act 2001 (Commonwealth).

"Protection Officer" means the person appointed by (Organisation) to support and protect a Whistleblower, if necessary, from detrimental action.

"Whistleblower" means a person who makes a disclosure under this Policy. They may also be referred to as a Discloser within this Policy.



WHO DOES THIS POLICY APPLY TO?

This policy applies to anyone who has or is working for us or doing something in connection with their work for us.

It includes past and current:

- officers and managers;
- Board members;
- Employees;
- Volunteers;
- Individuals who supply goods and services to us, and their employees;
- work experience students;
- commissioned agents and consultants;
- a relative of an individual referred to above; or
- a dependent of an individual referred to above or of such an individual's spouse.

(collectively referred to as '**Disclosers**').

WHO MAY MAKE A DISCLOSURE?

Any person defined as a discloser in the paragraph above may make a disclosure under this policy.

WHAT MISCONDUCT SHOULD BE DISCLOSED?

If you have seen or have reasonable grounds to suspect misconduct, or an improper state of affairs or circumstances, concerning our organisation report it (**disclosure**).

Misconduct includes but is not limited to:

- illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property
- fraud, money laundering or misappropriation of funds
- offering or accepting a bribe
- financial irregularities
- failure to comply with, or breach of, legal or regulatory requirements
- engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure
- information that indicates a significant risk to public safety or the stability of, or confidence in, the financial system is also a disclosable matter, even if it does not involve a breach of a particular law
- serious inappropriate or unethical conduct
- serious misuse of information
- bullying, discrimination, harassment or other serious unacceptable behaviour
- serious breach of our policies and procedures or the law
- substantial waste of company resources
- causing substantial financial or non-financial loss or detriment to our organisation

(collectively referred to as '**Misconduct**').



PERSONAL WORK RELATED GRIEVANCES

Personal work-related grievances are not matters of misconduct which can be reported under this policy and are not matters which provide specific whistleblower protections to the discloser under Australian law. Personal work related grievances relate to current or former employment and have implications for the discloser personally but do have significant implications for the organisation or do not relate to misconduct disclosable under this policy. Examples of personal work related grievances include:

- an interpersonal conflict between the whistleblower and another employee
- a decision that does not involve a breach of workplace laws
- a decision relating to the engagement, transfer or promotion of the whistleblower
- a decision relating to the terms and conditions of engagement of the whistleblower
- a decision to suspend or terminate the engagement of the whistleblower, or otherwise to discipline the whistleblower

Personal work related grievances should be internally raised using the Code of Conduct which is available on the Abacus website.

HOW DO I MAKE A DISCLOSURE?

A disclosure may be made:

- 1 Internally to our organisation via whistleblower@abacusproperty.com.au.
- 2 To independent whistleblower service provider – Your Call (refer 2 below).
- 3 To external authorities and identities.

1 Making a disclosure internally to our organisation

We support openness and teamwork. This policy is not intended to replace our first obligation to resolve issues quickly and internally where appropriate. All reasonable attempts to resolve an issue should first be tried. You are encouraged to raise misconduct at any time with your supervisors and managers and to resolve misconduct informally and internally.

If you do not feel safe or able to raise misconduct with your supervisor or manager you may make a disclosure to:

- an officer or senior manager of our company or related company;
- an auditor, or a member of an audit team conducting an audit of our company or related company;
- an actuary of our company or related company; or
- a person authorised by our company to receive disclosures.

The Organisation's Disclosure Officer to whom you may make a disclosure and their contact details are set out below.

Name and person	Contact details
Lesley Stradling Compliance Manager	Office tel: 02 9253 8609 Email: lstradling@abacusproperty.com.au
Gavin Lechem Chief Investment Officer	Office tel: 02 9253 8631 Email: glechem@abacusproperty.com.au
Paula Bauchinger People and Culture	Office tel: 02 9253 8682 peopleandculture@abacusproperty.com.au

2 Making a disclosure to independent service provider – Your Call



If for any reason you do not feel safe or able to make a disclosure internally you may do so to independent whistleblower service provider, Your Call.

Your Call operates under a Service Agreement with our organisation and acts as the intermediary, providing the means for a whistleblower to retain anonymity. Disclosures received by Your Call are reported to us in accordance with this policy. Your Call also enables us to obtain further information if required and enables the whistleblower to receive updates from us.

This is done via the use of an online anonymous Message Board which the whistleblower will have access to after making a disclosure.

The Message Board allows you to:

- communicate with Your Call and/or (Organisation) without revealing your identity;
- securely upload any relevant documentation and/or material that you wish to provide;
- receive updates; and
- request support or report victimisation.

This option allows you to:

- remain completely anonymous if you wish;
- identify yourself to Your Call only; and
- identify yourself to both Your Call and (Organisation).

Your call enables disclosures to be made anonymously and confidentiality. Whilst we prefer whistleblowers to disclose their identity in order to facilitate an investigation, whistleblowers are not required to identify themselves and will not be named in any report to our organisation unless they have consented to their identity being disclosed.

Your Call reporting options include:

- website: <https://www.yourcall.com.au/report> available 24/7
- telephone: 1300 790 228 (organisation ID: Abacus) available 9am – 12am on recognised Australian national business days (AEST).

Online reports can be made via the website address listed above. Our organisation's unique identifier code is: 'Abacus'.

In the event a disclosure received by Your Call relates to a Disclosure Officer, Your Call will exclude that Disclosure Officer from all communications when providing the disclosure to our organisation. The Disclosure Officers who are not named in the disclosure will then receive and determine how the matter will be addressed or investigated as required.

National Relay Service

If you are deaf, or have a hearing or speech impediment, you can contact Your Call online or through the National Relay Service. Simply choose your contact method at www.relayservice.gov.au and request Your Call's hotline 1300 790 228 (organisation ID: ABACUS).

3 Making a disclosure to external authorities and entities

Concerning misconduct under the Act

If the misconduct relates to the Corporations Act 2001 Section 1317AA (1) you may make a disclosure to:



- ASIC:

<https://compliance.asic.gov.au/#/form/583b77dc397bbc319837ea2a/app/5de48f4c8c212107b4c13f22>

- APRA:

<https://www.apra.gov.au/become-a-whistleblower-and-make-a-public-interest-disclosure>

- a Commonwealth authority prescribed for the purposes of Section 1317AA (1)

Concerning disclosures made to legal practitioner

If you make a disclosure to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of Part 9.4 of the Act (which includes the whistleblower protections and confidentiality of a whistleblower's identity) the disclosure will be protected under the Act.

Concerning public interest disclosures

1. You may make a disclosure in the public interest to a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory or a journalist if:
2. you have previously made a disclosure of that misconduct, and
3. at least 90 days have passed since the previous disclosure was made; and
4. you do not have reasonable grounds to believe that action is being, or has been, taken to address the misconduct to which the previous disclosure related; and
5. you have reasonable grounds to believe that making a further disclosure of the misconduct would be in the public interest; and
6. after the end of the 90 day period you give the person to whom you made the previous disclosure a written notification that:
 - includes sufficient information to identify the previous disclosure; and
 - state that you intend to make a public interest disclosure; and
7. the public interest disclosure is made to:
 - a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or
 - a journalist; and
8. the extent of the information disclosed in the public interest disclosure is no greater than is necessary to inform the recipient of the misconduct or the improper state of affairs or circumstances.

Concerning emergency disclosures

You may also make an emergency disclosure to a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory or a journalist if:

1. you previously made a disclosure that qualifies for protection under the Act (Part 9.4 under subsection 1317AA(1)); and
2. you have 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
3. you give the body to which the previous disclosure was made a written notification that:
 - includes sufficient information to identify the previous disclosure; and



- state that you intend to make an emergency disclosure; and
- 4. the emergency disclosure is made to:
 - a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or
 - a journalist; and
- 5. the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the recipient of the substantial and imminent danger.

WHERE CAN I GET INFORMATION AND ADVICE?

If you need information and advice about making a disclosure or the support and protection available you may discuss the matter in confidence with your immediate supervisor, manager, Compliance Manager or People and Culture.

Note: in the event you do not formally make a disclosure we may nevertheless be compelled to act on the information provided during the discussion if the information reasonably suggests misconduct has or may occur.

SUPPORTING EVIDENCE OF MISCONDUCT

We do not expect a disclosure to include absolute proof of misconduct. Where possible it should include:

- the name, job title and workplace address of the person the subject of the disclosure;
- details of the misconduct including dates and places;
- names of anyone who may substantiate the disclosure; and
- any other evidence that supports the disclosure such as email, documents, CCTV.

These details will assist us in deciding how best to deal with and resolve the disclosure.

PROTECTIONS UNDER THE LAW

To qualify for protection as a whistleblower under the Act and to receive specific legal rights you must meet all three of the following requirements:

- you must be an eligible discloser (as defined above)
- disclose reportable conduct subject to the work grievance exemptions (as defined above)
- make the disclosure through an appropriate reporting channel and recipient (as defined above)

DO I HAVE TO DISCLOSE MY IDENTITY?

There is no requirement for a whistleblower to identify themselves in order for a disclosure to qualify for protection under the Act.

WILL MY IDENTITY BE TREATED CONFIDENTIALITY?

Your identity will not be disclosed by Your Call or Abacus unless:

- you consent to disclosing your identity;
- the disclosure is required by law; or



- it is necessary to prevent a serious threat to a person's health or safety.
- It is reasonably necessary for investigating the issues raised in the disclosure

An unauthorised disclosure of:

- the identity of a whistleblower; or
- information that is likely to lead to the identification of the whistleblower where the information was obtained because of the disclosure

will be regarded as a disciplinary matter and will be dealt with in accordance with the (Organisation's) disciplinary procedures.

Note: it is also an offence/contravention under the Act which carries serious penalties for individuals and companies.

If you are a discloser of a reportable matter and your identity is revealed without your consent you may also be eligible to claim compensation and remedies under the Act.

As a discloser you should be aware that in practice, people may be able to guess your identity if: you have previously mentioned to other people that you are considering making a disclosure; you are one of a very small number of people with access to the information; or your disclosure relates to information that you have previously been told privately and in confidence.

You can lodge a complaint with us if you believe a breach of your confidentiality as a discloser has occurred by contacting the Abacus Disclosure Officer. You can also lodge a complaint with a regulator including ASIC, APRA or the ATO if you believe a breach of your confidentiality as a discloser has occurred.

PROTECTION AGAINST DETRIMENTAL CONDUCT

We will do everything reasonably possible to support and protect anyone who:

- intends to or actually makes a disclosure
- is mentioned in the disclosure
- acts as a witness
- otherwise assists with the investigation and resolution of the disclosure

from detrimental conduct, acts and omissions.

Examples of detrimental conduct, acts and omissions include but are not limited to:

- dismissal of an employee
- alteration of an employee's position or duties to his or her disadvantage
- harassment or intimidation of a person
- harm or injury to a person, including psychological harm
- damage to a person's reputation

Examples of actions that are not detrimental conduct and omissions include but are not limited to:

- administrative action that is reasonable for the purpose of protecting a discloser from detriment (e.g. moving a discloser who has made a disclosure about their immediate work area to another office to prevent them from detriment) and



- managing a discloser's unsatisfactory work performance, if the action is in line with the entity's performance management framework.

We will thoroughly investigate reports of detrimental acts. If proven, those who have victimised another will be subject to management action including disciplinary action up to dismissal. It is also an offence/contravention under the Act which carries serious penalties for individuals and companies. If you are a discloser of a reportable matter and you suffer detrimental acts or detrimental acts you may also be eligible to claim compensation and remedies under the Act. Nothing in this policy is intended to change or take away any other protections which may be available at law.

ASSESSING AND CONTROLLING THE RISK OF DETRIMENT

Abacus has established processes for assessing and controlling the risk of detriment and keeps records of its risk assessments and risk control plans.

WHAT IMMUNITIES ARE AVAILABLE TO A WHISTLEBLOWER?

If you make a disclosure that qualifies for protection under the Act:

- you are not subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure; and
- no contractual or other remedy may be enforced, and no contractual or other right may be exercised, against you on the basis of the disclosure; and
- the information is not admissible in evidence against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information.

Note: except as provided for by the Act it does not prevent a whistleblower being subject to any civil, criminal or administrative liability for conduct of the whistleblower that is revealed by the disclosure.

WHAT WILL ABACUS DO WITH THE DISCLOSURE?

The Disclosure Officer has been appointed to receive the disclosure directly from you (if you make an internal disclosure to our organisation) or from Your Call (if you make an external disclosure to Your Call).

The Disclosure Officer will:

- carefully assess the information provided to decide the best action to take, including whether an investigation is required, to determine whether the misconduct is proven or not proven;
- keep the information provided in a confidential and secure system;
- coordinate and oversee the investigation where an investigator has been appointed;
- a
- appoint a Protection Officer to support and protect the Whistleblower, if necessary, from detrimental acts
- advise the Whistleblower (through Your Call where anonymity is requested) of the progress of the matter to the extent it is legally permissible and appropriate to do so; and
- take all reasonable steps to ensure the identity of the Whistleblower and the person/s who is the subject of the disclosure are kept confidential.
- An employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken. An employee who is the subject of a disclosure may contact the entity's support services by contacting an Abacus Disclosure Officer.



SUPPORT AND PROTECTION

If necessary, Abacus will appoint a Protection Officer to arrange or coordinate support and protection for anyone who has or is in the process of making a disclosure.

The discloser can contact Paula Bauchinger, People and Culture to discuss how a Protection Officer may be able to provide support and protection.

The Protection Officer is appointed by Abacus to:

- assess the immediate welfare and protection needs of a whistleblower
- safeguard the interests of a whistleblower in accordance with this policy and the law
- address any issues or concerns of detrimental acts/detrimental treatment

Abacus may appoint a person from within the organisation or a third party to be the Protection Officer.

WHAT HAPPENS IF THE MISCONDUCT IS PROVEN?

If the misconduct is proven Abacus will decide what action to take including disciplinary action up to dismissal.

The disciplinary action will depend on the severity, nature and circumstance of the misconduct.

EVERY PERSON'S RESPONSIBILITY

Every person to whom this policy applies has a responsibility to:

- remain alert to misconduct;
- report known or suspected misconduct in accordance with this policy;
- act in a way that reduces, prevents or stops misconduct;
- support (and not victimise) those who have made or intend to make a disclosure; and
- ensure the identity of the Whistleblower and the person/s who is the subject of the disclosure are kept confidential.

WILL THE WHISTLEBLOWER BE KEPT INFORMED?

Subject to privacy and confidentiality requirements the whistleblower will be kept informed of:

- when the investigation process has begun
- relevant progress of the investigation
- the outcome of the investigation

to the extent that it is legally permissible and appropriate to do so.

INVESTIGATION OF THE DISCLOSURE

The Disclosure Officer/Other will carefully assess and use the information provided in the disclosure to decide the best action to take, including 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 our organisation
- the nature of any technical, financial or legal advice that may be required



- a timeframe for the investigation (having regard to the level of risk)

HOW WILL THE INVESTIGATION BE CONDUCTED?

The investigation must be conducted in a constructive, impartial and lawful way according to the principles of natural justice and procedural fairness.

The Investigator will:

- gather information, material and documentation concerning the disclosure as quickly as possible. (This may involve taking steps to protect or preserve documents, materials and equipment.)
- focus on the substance of the disclosure and will not focus on the motives of the discloser
- not assume that disclosures about conduct or behaviour that appear to have had a personal impact on a discloser are somehow less serious. The discloser's experience may indicate a larger or systemic issue.
- take a statement or record of interview and or tape formal interviews with witnesses as required (Where the whistleblower wishes to remain anonymous and does not wish to make a statement they will not be asked to do so.)
- keep information gathered in the investigation securely
- take all reasonable steps to protect the identity of the Whistleblower. (Where disclosure of the identity of the whistleblower cannot be avoided due to the nature of the allegations, the investigator will warn the whistleblower of this probability)
- complete the investigation and provide a report of their findings as soon as is reasonably practical

INVESTIGATORS REPORT

At the conclusion of the investigation, the investigator will provide a written report including:

- a finding of all relevant facts
- whether the disclosure is proven, not proven or otherwise
- recommendation/s, when requested to do so, as to any action that may be taken in respect of the findings

Abacus will use the report to determine the action (if any) to be taken including disciplinary action.

The findings will be communicated to the relevant parties involved to the extent that it is legally permissible and appropriate to do so.

AVENUES FOR REVIEW

A discloser may request a review of the investigation findings if the discloser is not satisfied with the outcome. The review will be conducted by an officer who is not involved in handling and investigating disclosures and the review findings will be shared with the board or audit or risk committee.

Abacus is not obliged to reopen an investigation if it finds that the investigation was conducted properly, or new information is either not available or would not change the findings of the investigation

REPORTING THE MATTER TO EXTERNAL AUTHORITIES

Abacus will refer:

- the information in the disclosure
- the findings of an investigation

which revealed conduct that may constitute a legal or criminal offence or when required to do so by law to the relevant external agency, such as the police, ASIC or APRA.



IMMUNITY FROM DISCIPLINARY ACTION

We want you to speak up against misconduct.

Anyone who makes a disclosure:

- with reasonable grounds for suspecting misconduct has or may occur, and
 - has not engaged in serious misconduct or illegal conduct relating to the disclosure
- will be provided with immunity from disciplinary action.

If you make a disclosure that qualifies for protection under the Act:

- you are not subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure; and
- no contractual or other remedy may be enforced, and no contractual or other right may be exercised, against you on the basis of the disclosure; and
- the information is not admissible in evidence against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information.

NOTE: Abacus has no power to offer any person immunity against prosecution in the criminal jurisdiction. Immunity against prosecution can only be granted, in most jurisdictions, by the Director of Public Prosecutions.

WHAT ARE THE CONSEQUENCES OF MAKING A FALSE DISCLOSURE?

Anyone who makes a disclosure knowing it to be false or misleading may be subject to disciplinary action, including dismissal.

The disciplinary action will depend on the severity, nature and circumstance of the false disclosure.

Abacus however does not wish to deter staff from making disclosures. In cases where disclosers have some information leading to a suspicion, but not all the details, staff are encouraged to speak up and report the misconduct and will not face disciplinary action in those circumstances.

HOW WILL THIS POLICY BE MADE AVAILABLE TO OFFICERS AND EMPLOYEES OF OUR ORGANISATION?

This policy is available to employees and officers of our organisation on our website and intranet.

TRAINING AND EDUCATION

The Compliance Manager will be responsible for conducting upfront and ongoing education and training on the whistleblower policy and procedures to all staff.



REVIEW OF THIS POLICY

The Compliance Manager will monitor and review this policy and associated processes and procedures annually to ensure it meets its objectives.

Any amendments to this policy shall be made known to employees and officers of our organisation by posting an updated version of the policy on the Abacus intranet and website and providing training when necessary.

RELATIONSHIP TO OTHER POLICIES

This policy:

- forms a part of the Abacus risk management system and corporate governance framework
- is one of the mechanisms in the Abacus risk management tool kit for identifying wrongdoing

is available to all employees as part of their employment information

is related to the Abacus Code of Conduct, Supplier Code of Conduct and Abacus Privacy Policy.

ADOPTED:	27 June 2019
LAST BOARD REVIEW:	27 June 2019, 10 December 2019
COMPLIANCE AND RISK REVIEW:	10 December 2019; 11 October 2021