Whistleblower Policy

Purpose

Antipodes Fund Services Limited (AFS) seeks to provide financial services in accordance with its AFSL Conditions, the law, and regulations, while also acting in the best interests of its clients.

AFS has no tolerance for misconduct, unethical behaviour or fraudulent activity of any kind and all employees are expected to comply with internal policy and regulatory requirements at all times.

AFS encourages an environment free from recrimination and victimisation and wants anyone reporting any misconduct as a Protected Whistleblower to be comfortable doing so.

What are Disclosable Matters?

You may make a report under this policy if you believe that a AFS director, officer, employee, contractor, supplier, or other person who has business dealings with AFS has engaged in misconduct (Disclosable Matter) which includes:

- any information to which the whistleblower protections apply;
- any kind of activity that is illegal, unethical or not in compliance with AFS internal policy, AFSL or other legislative and regulatory requirements; or
- fraud, negligence, default, breach of trust and breach of duty.

Who can I report to?

Individuals external to AFS, when becoming aware of any conduct they consider to be a Disclosable Matter, can report this to the AFS external whistleblowing service, which is a free external hotline and reporting service independently monitored by Stopline Pty Ltd.

The contact options are:

Phone: 1300 304 550
Email: bennelongfunds@stopline.com.au
Web: bennelongfunds.stoplinereport.com
Post: Antipodes Fund Services Limited
c/o Stopline
P.O. Box 403
Diamond Creek VIC 3089

After receiving a disclosure, the Stopline operator will provide the details of the disclosure to an Eligible Recipient at AFS. Where a discloser provides their contact details to the external whistleblowing service provider, those contact details will not be provided to the Eligible Recipient at AFS without the discloser's consent.

A report may be submitted anonymously if you do not wish to disclose your identity to the Eligible Recipient at AFS or Stopline.

How does AFS investigate what I report?

AFS will take a discreet and common-sense approach when investigating any allegations of a Disclosable Matter. The Eligible Recipient will engage the AFS Compliance team to conduct an evidence-based investigation provided the Compliance team was not itself involved in the alleged misconduct. The AFS Head of Compliance will typically act as the Whistleblower Protection Officer.

The investigation will be conducted in a timely, objective, and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Disclosable Matter and the circumstances.

Whistleblower Protection

The Corporations Act grants legal recognition and protection to an Eligible Whistleblower provided the disclosure is:

- in relation to AFS;
- made by an Eligible Whistleblower;
- a Disclosable Matter; and
- made to an Eligible Recipient or a designated Commonwealth Authority such as ASIC.

To be an Eligible Whistleblower you must be, or have been:

- an officer or employee of AFS;
- an individual who supplies goods or services to AFS;
- an individual who is an associate of AFS; or
- a relative or dependent of any of the above persons.

You must also:

- have reasonable grounds to suspect a Disclosable Matter; and
- make the disclosure in good faith.

You also must make your disclosure to a person authorised by AFS to receive disclosures that may qualify for protection, which is via the external hotline and reporting service independently monitored by Stopline (see above for contact details).

Eligible Whistleblowers are protected under the Corporations Act in relation to the confidentiality of their identity and victimisation. Eligible Whistleblowers can claim compensation if AFS fails to protect them from any reprisal for making a disclosure.

Anonymity

There is no requirement under the Corporations Act for an Eligible Whistleblower to identify themselves in order to qualify for protection.

Confidentiality and Consent

If an Eligible Whistleblower discloses their name, it is an offence to disclose their identity further, including providing information that could lead to their identification, without first obtaining their consent.

Eligible Recipients should ask the Eligible Whistleblower's consent to disclose their identity to the Whistleblower Protection Officer, and anyone else involved in the investigation as this will assist in conducting an investigation.

Anyone who discloses the identity of an Eligible Whistleblower without first obtaining their permission can face civil or criminal penalties including imprisonment and fines for individuals and companies.

There are limited exceptions to this requirement, including:

- if disclosure of information that may lead to identifying the Eligible Whistleblower is reasonably necessary for the purposes of investigating the matter and if the person who discloses the information has taken reasonable steps to reduce the risk that the Eligible Whistleblower will be identified;
- if disclosure is made to ASIC, APRA, a lawyer or the Australian Federal Police; or
- if disclosure of identity is made to a legal practitioner for the purpose of obtaining legal advice or representation.

Limited Liability

An Eligible Whistleblower is not subject to any civil, criminal, or administrative liabilities for making a disclosure. However, the limited liability does not prevent them from being subject to civil, criminal, or administrative liabilities for their own Misconduct that may be revealed by the disclosure.

Victimisation

AFS has a duty of care to ensure that no victimisation occurs to any Eligible Whistleblower for making a disclosure. If you think you are being victimised for Whistleblowing, please speak to Stopline regarding your situation.

Examples of victimisation can include but are not limited to:

- dismissal;
- alteration of positions or duties to the Eligible Whistleblower's disadvantage; or
- general discrimination, harassment or intimidation.

Personal Grievance

It should be noted that Whistleblower protection under the Corporations Act does not extend to disclosures about personal, employment, or workplace grievances.

Any disclosure of Misconduct that is a personal work-related grievance of the Whistleblower is only protected if the disclosure concerns alleged victimisation or the disclosure is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the Whistleblower provisions in the Corporations Act.

Glossary

Eligible Whistleblower is a person, or an associate or relative of that person, who qualifies for protection under the Corporations Act when making an Eligible Disclosure.

Eligible Recipient is a person to whom a Whistleblowing declaration may be made and includes senior managers at AFS; AFS' external HR service provider; the Chairperson of the AFS Board; ASIC; and a person authorised by AFS to receive disclosures that may qualify for protection (e.g. external Whistleblower organisation).

Disclosable Matter is a matter involving information that the discloser has reasonable grounds to suspect concerns.

Reportable Conduct or Misconduct or an improper state of affairs or circumstances in relation to AFS. Reportable Conduct is any kind of activity that is illegal, unethical, or not in compliance with AFS internal policy, AFSL or other legislative and regulatory requirements. Reportable Conduct includes Misconduct.

Misconduct includes fraud, negligence, default, breach of trust and breach of duty.

Whistleblowing is the act of exposing any kind of Disclosable Matter or Misconduct occurring within an organisation.