

## Abacus Group Whistleblowing Policy

### 1. Purpose

A reputation for and commitment to honesty, integrity and trust is an essential element of success and longevity in the investment industry.

Our Values include being responsible and accountable in the way we conduct ourselves.

The Abacus Group Code of Conduct is our guide to upholding our Vision and our Values. Our Code of Conduct makes clear the fundamental principles applicable to our business. These include:

- We act with honesty and integrity;
- We act in accordance with all applicable laws; and
- We speak up if someone does the wrong thing.

Abacus Group relies on everyone behaving in accordance with the Values of Abacus Group and the spirit of the Code.

This policy's objectives are to:

- provide procedures to properly and lawfully deal with disclosures;
- support and protect everyone involved in the disclosure from victimisation and retaliation;
- ensure the identity of those making a disclosure and the content of the disclosure are kept confidential; and
- to give effect to Abacus Group's obligations under Part 9.4AAA of the Corporations Act 2001 ("the Act") which provides certain protections for whistle-blowers covered by those provisions.

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

### 2. Scope

#### 2.1 Who does this Policy apply to?

This policy is applicable to Abacus Group.

This policy operates in respect of disclosures by anyone who has worked, or is working, for Abacus Group, or who is otherwise an 'eligible whistle-blower' under the Act.

This includes past and current:

- officers and managers;
- board members;
- employees;
- volunteers;
- individuals who supply goods or services to Abacus Group (whether paid or unpaid);
- employees of persons or entities who supply goods or services to Abacus Group (whether paid or unpaid);
- work experience students;
- commissioned agents and consultants;
- a relative of an individual referred to above; and
- a dependent of an individual referred to above, or of such an individual's spouse;

(collectively referred to as 'Disclosers').

## 2.2 Every person's responsibility

Every person in relation to whom this policy applies or operates 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 in accordance with legal requirements.

## 2.3 How will this policy be made available to officers and employees of Abacus Group

This policy is available to employees and officers of our organisation on the Abacus Group website <https://www.abacusgroup.com.au/about-us/corporate-governance>.

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 Group website.

## 3. Types of Disclosures

### 3.1 Who may make a disclosure?

Any person defined as a Discloser may make a disclosure under this policy.



### 3.2 What misconduct should be disclosed?

A report (Disclosure) should be made if a Discloser has seen, or knows of, or has reasonable grounds to suspect: misconduct, or an improper state of affairs or circumstances, concerning, or connected with, Abacus Group or its business.

"Misconduct" includes but is not limited to:

- dishonest, corrupt or illegal conduct;
- theft, fraud or misappropriation;
- damage/sabotage, violence, drug & alcohol sale/use;
- significant risks to health and safety;
- serious inappropriate or unethical conduct;
- serious misuse of information;
- serious bullying, discrimination, harassment or other serious unacceptable behaviour;
- serious breach of our policies and procedures or the law;
- substantial waste of company resources;
- victimising someone for making or involved in a disclosure;
- causing substantial financial or non-financial loss or detriment to our organisation; and
- other serious improper conduct.

### 3.3 Personal work-related grievances

*May I make a disclosure about a personal work-related grievance?*

Personal work-related grievances should generally be raised under the Abacus Group Complaints and Grievance Handling Policy. That policy provides procedures for reporting and resolving any concerns a team member may have about conduct experienced by them in the workplace, or in connection with any workplace issue, which the team member considers unfair or inappropriate.

Protections under the Act do not apply to a disclosure to the extent that the disclosure:

- concerns a personal work related grievance of the whistleblower; and
- does not concern a contravention, or an alleged contravention, of section 1317AC (which prohibits victimisation that involves detriment caused to the whistleblower or a threat made to the whistleblower).

The Act gives these examples of grievances that may be personal work related grievances:

- an interpersonal conflict between the whistleblower and another employee;



- 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; or
- a decision to suspend or terminate the engagement of the whistleblower, or otherwise to discipline the whistleblower.

## 4. Making a Disclosure

### 4.1 How do I make a disclosure?

A disclosure may be made:

- internally to our organisation, either to senior management in accordance with the procedures set out below or via [whistleblower@abacusproperty.com.au](mailto:whistleblower@abacusproperty.com.au);
- to our independent whistleblower service provider – Your Call (refer 2 below); or
- to external authorities and entities.

#### a) Making a disclosure internally to our organisation

We support openness and teamwork. Our aim is 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
- a person authorised by our company to receive disclosures

The Abacus Group Disclosure Officers to whom you may make a disclosure and their contact details are set out below.

NAME AND POSITION	CONTACT DETAILS
Jeremiah Seyrak Associate Executive – Risk and Compliance	Office Tel: 02 9253 8638 Email: <a href="mailto:jseyrak@abacusgroup.com.au">jseyrak@abacusgroup.com.au</a>
Alan Thake	Office Tel: 02 9253 8661 Email: <a href="mailto:athake@abacusgroup.com.au">athake@abacusgroup.com.au</a>



General Manager – Investment Management &  
Risk

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Paula Bauchinger

Office Tel: 02 9253 8682

People and Culture

Email: [peopleandculture@abacusgroup.com.au](mailto:peopleandculture@abacusgroup.com.au)

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Gavin Lechem

Office Tel: 02 9253 8631

Chief Investment Officer

Email: [glechem@abacusgroup.com.au](mailto:glechem@abacusgroup.com.au)

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## b) 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
- request support or report victimisation

This option allows you to:

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

Your Call enables disclosures to be made anonymously and confidentially. 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 and 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.

Your Call remains an independent intermediary at all times and will only communicate with those authorised within our organisation.

### National Relay Service

If you are deaf, or have a hearing or speech impairment, you can contact Your Call online or through the National Relay Service. Simply choose your contact method

at [www.relayservice.gov.au](http://www.relayservice.gov.au) and request Your Call's hotline 1300 790 228 (organisation ID: ABACUS)

## c) Making a disclosure internally to external authorities and entities

### Concerning misconduct under the Act

If the misconduct relates to section 1317AA (1) of the Act you may make a disclosure to ASIC, APRA or a Commonwealth authority.

#### 4.2 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, Head of Compliance and Risk, 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.

#### 4.3 Supporting evidence of misconduct

We do not expect a disclosure to include absolute proof of misconduct. Where possible, however, 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
- 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.

## 5. Confidentiality and Privacy

Abacus Group and Your Call will treat the identity of disclosers in the strictest confidence. All reports and records relating to a disclosure will be stored securely and able to be accessed only by authorised staff. The confidentiality provisions do not preclude anyone involved in the disclosure from sharing the information with their representative or support person.

### 5.1 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.

### 5.2 How will my identity be treated confidentially?

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

- you consent to disclosing your identity;
- the disclosure is required or permitted by law;
- it is necessary to prevent a serious threat to a person's health or safety.

An unauthorised disclosure of:

- the identity of a whistleblower
- 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 Abacus Group's disciplinary procedures.

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

### 5.3 Protection against victimisation

It is Abacus Group's policy to 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; or
- otherwise assists with the investigation and resolution of the disclosure from victimisation.



Assistance is available pursuant to the Employee Assistance Program to employees and persons mentioned or involved in a disclosure.

It is Abacus Group's policy to thoroughly investigate reports of victimisation. If proven, those who have victimised another will be subject to management action including disciplinary action up to dismissal.

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

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

#### **5.4 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 in respect of the third dot point above, the Act 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.

### **6. After Making a Disclosure**

#### **6.1 What happens after I make a disclosure to Your Call?**

Your Call is the external go-between you and Abacus Group. Your Call will:

- receive the disclosure you make to Your Call;
- make a record of the information you provide;
- ensure your identity is kept confidential from Abacus Group if you wish;
- allow you to access the Your Call Message Board to enable you to communicate with Abacus Group). You may post questions and information online for the attention of the Abacus Group. If you wish you can remain anonymous throughout the communications
- Your Call will refer the disclosure, including the information and documents provided by you, to one of Abacus Group's nominated Disclosure Officers within one business day





Please Note: Your Call is not the decision maker. All decisions relating to dealing with the disclosure including the investigation and resolution of the disclosure are entirely the responsibility of Abacus Group.

## **6.2 What will Abacus Group do with the disclosure?**

The Disclosure Officers have been appointed by Abacus Group to receive the disclosure directly from you (if you make an internal disclosure to Abacus Group) or from Your Call (if you make an external disclosure to Your Call).

The Disclosure Officers 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;
- appoint a Welfare Officer to support and protect the whistleblower, if necessary, from victimisation
- 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
- 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.

## **6.3 Support**

If necessary, Abacus Group will appoint a Welfare Officer to arrange or coordinate support for anyone who has or is in the process of making a disclosure. The support may include a support person and or other support services as may be appropriate based on the circumstances.

As a first step, employees can contact Paula Bauchinger, People and Culture.

## **6.4 Role of Welfare Officer**

Where a Welfare Officer is appointed by Abacus Group, their role is 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; and
- address any issues or concerns of victimisation/detrimental treatment.

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

## **6.5 What happens if the misconduct is proven?**

If the misconduct is proven, Abacus Group will decide what action to take. This may include disciplinary action up to dismissal of any team member involved in the misconduct.



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

## **6.6 Will the whistleblower be kept informed?**

Subject to privacy and confidentiality requirements, it is Abacus Group's aim that the whistleblower will be kept informed of:

- relevant progress of the disclosure; and
- the outcome of the disclosure;

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

## **7. Investigation**

A Disclosure Officer will carefully assess and use the information provided in a 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 Abacus Group;
- the nature of any technical, financial or legal advice that may be required; and
- a timeframe for the investigation (having regard to the level of risk).

### **7.1 How will an investigation be conducted?**

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

It is expected that any investigator will:

- gather information, material and documentation concerning the disclosure as quickly as possible (which may involve taking steps to protect or preserve documents, materials and equipment);
- take a statement or record of interview and or tape formal interviews with witnesses as required (and, where the whistleblower wishes to remain anonymous, they will not be asked to make any statement which identifies them as a whistleblower, although they may separately be asked to make a statement if they are involved as a witness and the making of that statement does not disclose information which would reveal their identity as a whistleblower);
- keep information gathered in the investigation securely;
- take all reasonable steps to protect the identity of the whistleblower (and, 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.

### **7.2 Investigator's Report**



At the conclusion of any investigation, it is expected the investigator will provide a written report including:

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

Abacus Group 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.

## **8. Reporting and further action**

### **8.1 Reporting the matter to external authorities**

If required to do so by law, Abacus Group will refer:

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

to any relevant external agency, such as the police, ASIC or APRA.

In addition, if the:

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

reveal conduct that may constitute a criminal offence, then Abacus Group may refer those findings to a relevant external agency, such as the police, ASIC or APRA (whether or not required to do so by law).

### **8.2 Use of disclosure in certain disciplinary action**

We want you to speak up against misconduct.

In some cases, disclosure of misconduct, or suspected misconduct, by others may require a whistleblower to reveal that he or she has also acted inappropriately.

Please note that there is no prohibition on Abacus Group using information provided in a disclosure for subsequent discipline processes against the whistleblower. For example, Abacus Group may use the disclosure, or information derived from it, for the purpose of taking disciplinary action against the whistleblower if the disciplinary action relates to:



- any conduct by the whistleblower which Abacus Group considers may amount to serious misconduct, or conduct which may be unlawful or which may constitute a criminal offence;
- where the disclosure does not qualify for protection under the Act; or
- any false or misleading information provided by the whistleblower.

In this context, 'disciplinary action' means action in respect of a whistleblower's employment as an employee of Abacus Group, or engagement as a consultant, or independent contractor, to Abacus Group. It includes the dismissal, demotion, warning, or counselling, of the whistleblower. However, it does not include the institution of any proceedings against a whistleblower (including proceedings seeking damages or recovery of any loss suffered by Abacus Group). Nor does it include any action against a whistleblower other than in their personal capacity as an employee, consultant, or independent contractor.

NOTE: Abacus Group 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.

### **8.3 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.

### **8.4 Conduct contrary to this policy**

All Abacus Group team members should be aware that disciplinary action may be taken against any team member who is found to have engaged in conduct contrary to this policy. Depending on the circumstances, such disciplinary action may involve a warning, counselling, demotion, or even dismissal.

## **9. Definitions**

In this policy:

- 'Abacus Group' means Abacus Group (ASX:ABG) means the stapled group incorporating Abacus Trust, Abacus Income Trust, Abacus Group Holdings Limited, Abacus Group Projects Limited, together with its controlled entities and related bodies corporate (as defined under the Corporations Act 2001).
- 'Act' means the Corporations Act 2001;
- 'Discloser' has the meaning set out in this policy;
- 'Disclosure' has the meaning set out in this policy;



- 'Whistleblower' means a person who is an 'eligible whistleblower' (as defined in section 1317AAA of the Act) who makes a Disclosure in relation to Abacus Group in circumstances qualify the person for protection under Part 9.4AAA of the Act;
- Words or expressions used in the policy which are also defined in the Act have the same meaning as in the Act; and
- Words or expressions used this policy otherwise have the same meaning as in the Code of Conduct.

## **10. Related legislation and policies**

*Corporations Act 2001*(Cth)

Code of Conduct

## **11. Document Control**

Effective: 27 June 2022

ABG Board approved: 27 June 2022

