

WHISTLEBLOWER PROTECTION POLICY

Version 5.3

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1. OBJECTIVES

CAF is committed to a culture of corporate compliance and ethical behaviour. We have developed this Whistleblower Protection Policy (Policy) in accordance with section 1317A1 of the Corporations Act.

This Policy details the type of protections that are afforded to Eligible Whistleblowers, as well as the steps that the CAF Group will take to ensure that Eligible Whistleblowers do not suffer any detriment following a Protected Disclosure. Protections are also provided under Part IVD of the *Taxation Administration Act 1953* in the event a disclosure of information is made by an Eligible Whistleblower to an eligible recipient, legal practitioner, the Tax Practitioners Board, or Commissioner of Taxation.

Throughout this Policy, the CAF Group is referred to as 'we', 'us', 'our' or any variations.

2. WHO AND WHAT DOES THIS POLICY APPLY TO?

This Policy applies to all Eligible Whistleblowers who wish to make a Protected Disclosure.

Eligible Whistleblowers are encouraged to report any wrongdoing which they have reasonable belief may amount to a Protected Disclosure under this Policy. The types of wrongdoing which may amount to a Protected Disclosure under this policy include Improper Conduct such as Bribery, Fraud, or Corruption and any conduct which may constitute an offence under laws applicable to CAF or a CAF Group member and its employees or officers.

In addition to the protection for Eligible Whistleblowers under this Policy, we will also consider (on a case-by-case basis) disclosures that otherwise satisfy the definition of 'Protected Disclosure' in accordance with this Policy where those disclosures are made by members of the following groups that are not otherwise Eligible Whistleblowers:

- organisations external to the CAF Group; and
- members of the public.

Importantly, conduct which does not involve a breach of the law may still be considered a Protected Disclosure under this Policy.

Examples of types of wrongdoing that may be covered by this Policy include:

- Illegal conduct, such as theft;
- 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; and
- 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.

3. WHAT DISCLOSURES ARE NOT COVERED BY THIS POLICY?

3.1 Personal work-related grievances

The WPO and Chair of CAF may determine that a disclosure made by an Eligible Whistleblower is not a Protected Disclosure, but a personal work-related grievance. In this instance, a WIC will not be convened, and the individual will not be entitled to the protections set out in this Policy. The disclosure will be passed to the CAF Head of Human Resources. The CAF Head of Human Resources will handle the disclosure in accordance with relevant policies.

A disclosure will constitute a personal work-related grievance if it concerns a grievance about any matter in relation to the discloser's employment with the CAF Group, or former employment, having implications for the discloser personally and does not have significant implications for the CAF Group and does not otherwise fit the definition of a Protected Disclosure.

Before making a disclosure by email, or to an Eligible Recipient, you should consider whether your disclosure is a personal work-related grievance.

3.2 Complaints

If a person wishes to make a complaint against a CAF Group member, they should refer to our Complaints Policy. Further information is available at [Complaints - Centrepont Alliance](#).

4. LAWS, REGULATIONS AND INDUSTRY STANDARDS RELEVANT TO THIS POLICY

This Policy incorporates elements of the following laws, regulations and industry standards, which include:

- *Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019* (Cth);
- The Corporations Act & the Corporations Regulations 2001 (Cth);
- Part IVD of the *Taxation Administration Act 1953*;
- AS 8000 -2003 –Corporate governance – good governance principles; and
- AS 8004 -2003 –Whistleblower protection programs for entities.

5. HOW YOU CAN MAKE A PROTECTED DISCLOSURE

5.1 Protected Disclosures to Eligible Recipients within the CAF Group

For a disclosure to be a Protected Disclosure, and to qualify for the protections under this Policy and the Corporations Act, an Eligible Whistleblower must make the disclosure by doing one of the following:

- sending an email to whistleblower@cpal.com.au
- making a report to an Eligible Recipient
- phoning the Whistleblower Protection Officer on (07) 5668 1024 or
- sending an email to the Chair of CAF at georg.chmiel@outlook.com.

(see 'Making an anonymous' disclosure below)

In each instance, the disclosure will be shared with the WPO who together with the Chair of CAF will determine whether the disclosure is a Protected Disclosure. If the disclosure involves the Chair of CAF the disclosure will be referred to the Chair of the GARCC. If the disclosure involves the WPO, the disclosure will be referred to the

Group Executive Risk and Compliance. If this is the case, subsequent references to the Chair of CAF and the WPO should be read accordingly.

If the WPO and the Chair of CAF determine that a disclosure made to an Eligible Recipient is not a Protected Disclosure, they may determine that the disclosure is a personal work-related grievance. In this instance, the disclosure will be shared with the CAF Head of Human Resources.

The Human Resources department of CAF has existing procedures in place designed to deal with employee grievances.

5.2 Protected Disclosures to persons outside the CAF Group

In addition to making a Protected Disclosure to an Eligible Recipient within the CAF Group, disclosures made to following will also be afforded protection under the Corporations Act:

- 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 are protected.
- ASIC, APRA, or any other Commonwealth bodies prescribed by regulation.
- A journalist or parliamentarian under specific circumstances where a 'public interest disclosure' or 'emergency disclosure' applies.

A 'public interest disclosure' is the disclosure of information to a journalist or a parliamentarian where:

- (a) at least 90 days have passed since the discloser made the disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation;
- (b) the discloser does not have reasonable grounds to believe that action is being, or has been taken, in relation to their disclosure;
- (c) the discloser has reasonable grounds to believe that making a further disclosure of the information is in the public interest; and
- (d) before making the public interest disclosure, the discloser has given written notice to CAF or the member of the CAF Group to which the disclosure relates and that notice:
 - (i) includes sufficient information to identify the disclosure; and
 - (ii) states that the discloser intends to make a public interest disclosure.

An 'emergency disclosure' is the disclosure of information to a journalist or parliamentarian where:

- (a) the discloser has previously made a disclosure of the information to ASIC, APRA or another Commonwealth body prescribed by regulation;
- (b) the discloser 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;
- (c) before making the emergency disclosure, the discloser has given written notice to CAF or the member of the CAF Group to which the disclosure relates and the notice:
 - (i) includes sufficient information to identify the disclosure; and
 - (ii) states that the discloser intends to make an emergency disclosure; and
- (d) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.

5.3 Making an anonymous disclosure

An Eligible Whistleblower may make a disclosure anonymously and choose to remain anonymous throughout our investigation process. The Corporations Act affords additional protections to Eligible Whistleblowers who wish to remain anonymous including allowing them to refuse to answer questions which they feel may reasonably reveal their identity at any time.

There are two ways in which an Eligible Whistleblower may make an anonymous disclosure:

1. Telephoning the Whistleblower Protection Officer on (07) 5668 1024; and
2. By making a disclosure to whistleblower@cpal.com.au using an email address which is not capable of identifying the discloser.

If the Eligible Whistleblower wishes to remain anonymous and makes a disclosure to the whistleblower@cpal.com.au email address or by calling the WPO, they should clearly state their desire to remain anonymous in their disclosure.

If an Eligible Whistleblower indicates they wish to remain anonymous by using any of the above methods of disclosure, the WPO will ensure all communication with the Eligible Whistleblower is de-identified (for example, by utilising a pseudonym) for as long as the Eligible Whistleblower wishes to remain anonymous.

An Eligible Whistleblower who wishes to remain anonymous should be aware that we may face difficulties in contacting you throughout the investigation process due to your continued anonymity if for example, an anonymous means of contact has not been provided during the initial disclosure.

6. PROTECTIONS AVAILABLE TO ELIGIBLE WHISTLEBLOWERS

Whether an Eligible Whistleblower makes a disclosure to an Eligible Recipient within the CAF Group or to an external person, they are afforded the following legal protections under the Corporations Act.

6.1 Identity protection (confidentiality)

If you make a Protected Disclosure, it is against the law for a person to disclose your identity or any information which is likely to lead to your identification. That is, unless one of the following exemptions applies:

- you consent to the disclosure;
- the disclosure is made to a legal practitioner for the purpose of obtaining legal advice or legal representation about the whistleblower provisions of the Corporations Act; or
- the disclosure is made to ASIC, APRA, a member of the Australian Federal Police, or to another person or body prescribed by regulations.

6.2 Protection from detrimental acts or omissions

We undertake to ensure that an Eligible Whistleblower under this Policy shall not be penalised, personally disadvantaged or suffer detriment because they have made a Protected Disclosure.

In addition, the WPO shall liaise with relevant managers, employees or officers of the CAF Group to ensure that the Eligible Whistleblower is not subject to any of the following:

- dismissal;
- injury;
- alteration of the Eligible Whistleblower's position or duties to their disadvantage;

- discrimination between an employee (if relevant) and other employees of the CAF Group;
- harassment or intimidation;
- harm, including psychological harm or bullying;
- damage to the Eligible Whistleblower's property;
- damage to an Eligible Whistleblower's reputation;
- damage to an Eligible Whistleblower's business or financial position; or
- any other damage to an Eligible Whistleblower.

If an Eligible Whistleblower subsequently reports being disadvantaged for making a Protected Disclosure (as described above), that information will be assessed as a new disclosure and will be investigated as set out in this Policy.

6.3 Compensation and other remedies

You can seek compensation and other remedies through a court if:

- (a) you suffer loss, damage, or injury because of a disclosure under this Policy; and
- (b) you feel we have failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

It is important that you seek your own independent legal advice in relation to bringing any actions or claims through the courts.

6.4 Civil, criminal and administrative liability protection

We will not subject an Eligible Whistleblower to any civil, criminal or administrative liability in relation to a Protected Disclosure, nor will we enforce a contractual obligation in relation to the Protected Disclosure (for example, the confidentiality clause in an employment agreement).

However, it is important that you are aware that this protection does not grant immunity for any misconduct you may have engaged in that is revealed in the Protected Disclosure or our investigation process.

7. HOW CAF WILL INVESTIGATE PROTECTED DISCLOSURES

When a disclosure is received, the WPO will assess whether it qualifies as a Protected Disclosure in accordance with this Policy.

Once the WPO and Chair of CAF determine that a disclosure is a Protected Disclosure, a WIC will be convened to investigate the matter. The investigation shall be managed exclusively by the WIC.

The composition of the WIC will vary depending on the nature of the conduct to be investigated.

For each WIC convened, the WPO and the Chair of CAF shall select a third member, having regard to the particular disclosure. This may include a member of the Executive Team, head of a CAF business unit, their delegates, or someone external to CAF if that is determined appropriate in the circumstances.

Three (3) members of the WIC will be required to investigate any given matter.

WIC recommendations in any given matter must be based on a two thirds majority vote by the appointed WIC members.

In certain cases, the WIC may decide there is a need to refer the relevant report to an appropriate external investigator. Such external investigator may include external lawyers and/or accountants or other specialist third parties as appropriate.

A matter will not be investigated by any person who is either implicated in the subject matter of the Whistleblower's report or who is known to have a direct influence over the person investigated.

To the greatest extent possible, an Eligible Whistleblower will be kept informed of developments throughout the investigation process. The frequency and possibility of updates throughout the investigation will depend on whether the discloser can be easily and routinely contacted (i.e. if they have elected to remain anonymous) as well as the nature of the disclosure.

In general, the WIC will endeavour to notify the Eligible Whistleblower within 10 Business Days of being convened to update the Eligible Whistleblower of the proposed action

The Eligible Whistleblower may, at any time during an investigation, contact the WPO for a status update. The WPO will use their best endeavours to provide the Eligible Whistleblower with a status update as soon as reasonably practicable.

There may be circumstances, depending on the nature of the disclosure, in which the WIC determine it is inappropriate to notify the Eligible Whistleblower of the outcome of an investigation.

8. KEY FUNCTIONS OF THE WHISTLEBLOWER INVESTIGATION COMMITTEE

The key functions of a WIC investigation are to:

- ensure procedural fairness and the fair treatment of employees who are mentioned in a Protected Disclosure, including those that are the subject of a disclosure, as well as the safety and fair treatment of the Eligible Whistleblower;
- collate information relating to the Protected Disclosure as quickly as possible;
- consider the information collected;
- make a recommendation based on the evidence in a manner that is fair, objective and affords procedural fairness to all parties involved;
- make contemporaneous notes of all discussions, phone calls and tapes of all interviews with witnesses when conducting an investigation;
- ensure confidentiality in accordance with this Policy and the relevant law, including, but not limited to, establishing a confidential filing system for storing all information it has received, conducting interviews in private and taking all reasonable steps to protect the identity of the Eligible Whistleblower; and
- warn the Eligible Whistleblower where disclosure of the identity of the Eligible Whistleblower cannot be avoided due to the nature of the allegations and obtain consent from the Eligible Whistleblower prior to revealing their identity during investigations, or the outcome, of a Protected Disclosure.

At the conclusion of the investigation by the WIC, the WPO will prepare a report of the WIC's findings/recommendations. These findings/recommendations will be presented to the Board via the GARCC.

Where an investigation shows that wrongdoing has occurred within the CAF Group, CAF is committed to changing its processes and taking action in relation to those CAF Group members who have behaved incorrectly.

Where illegal conduct may have occurred, this may involve reporting the matter to relevant authorities and, in some cases, to the police.

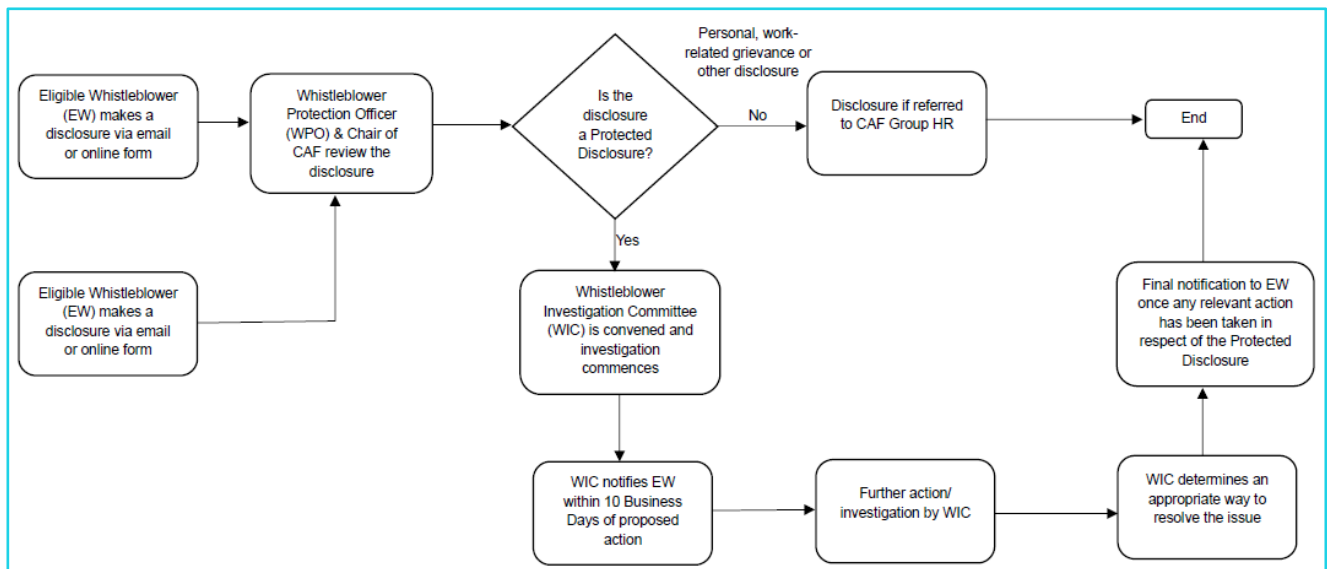
In some circumstances CAF may also be required to report instances of Improper Conduct to the relevant regulatory authorities, such as ASIC.

In addition, the WPO:

- Will examine the immediate welfare and protection needs of the relevant Eligible Whistleblower, if identified.
- Will also examine the immediate welfare of any CAF employees, officers or authorised representatives that are mentioned in a Protected Disclosure and take all necessary steps to ensure they are appropriately supported during and after an investigation.

9. INVESTIGATION PROCESS

The below flow chart details, at a high level, the process that will be followed by the WIC during the investigation.



10. RESPONSIBILITIES OF WHISTLEBLOWERS

Eligible Whistleblowers must in all cases:

- when making a disclosure, not make a false disclosure knowing it to be false or being reckless about whether it is false; and
- assist with the investigation of the disclosure to the extent reasonably required.

The intentional making of a false disclosure is itself considered Improper Conduct which CAF has the right to act on. The making of any deliberately false or malicious allegations against the CAF Group may result in disciplinary action up to and including dismissal.

Eligible Whistleblowers must not attempt to obtain evidence they have no right to access. Such improper access may itself be considered Improper Conduct. Eligible Whistleblowers are essentially 'reporting parties' and for this reason should not attempt to conduct their own investigative activities.

Whistleblowers making a Protected Disclosure should be prepared to set out all known information regarding any reported allegations and provide evidence in support of any such allegations. We may require Eligible Whistleblowers to complete forms from time to time during the initial report and subsequent investigation.

11. REPORTING

The Executive team must report all material incidents under this policy or breaches of the policy to the GARCC.

12. AVAILABILITY OF THE POLICY

For officers and employees of the CAF Group, this Policy is published on the secure staff portal.

This Policy is also available on the Corporate Governance section of the CAF website at [Corporate Governance - Centrepont Alliance](#).

13. FOR MORE INFORMATION

If you would like more information on this Policy, please contact the Whistleblower Protection Officer by calling (07) 5668 1024 or email whistleblower@cpal.com.au.

14. DEFINITIONS

Term	Definition
APRA	means the Australian Prudential Regulation Authority
ASIC	means the Australian Securities and Investments Commission
The Board	means the Centrepont Alliance Limited Board of directors.
Bribery	is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal, unethical or a breach of trust. A bribe is an inducement or reward offered, promised or provided in gain any commercial, contractual, regulatory or personal advantage and can take the form of gifts, loans, fees, rewards, secret commissions or other advantages.
Business Day	means any day that is not a public holiday or weekend in the State of Queensland.
CAF	means Centrepont Alliance Limited (ACN 052 507 507).
CAF Group	means CAF and its related bodies corporate, including: <ul style="list-style-type: none">• Professional Investment Services Pty Ltd;• Alliance Wealth Pty Ltd;• Centrepont Alliance Lending Pty Ltd;• Matrix Planning Solutions Limited; and• Ventura Investment Management Ltd.

Term	Definition
Corporations Act	means the <i>Corporations Act 2001</i> (Cth)
Corruption	means dishonest activities in which a director, officer, employee, authorised representative or contractor of any CAF Group member acts contrary to the interests of the CAF Group and abuses their position of trust in order to achieve some personal gain or advantage for themselves, or for another person or entity. Commonly, this includes Bribery or blackmail through the withholding or providing of services in return for personal gain.
Eligible Recipient (within CAF)	means any person that is: <ul style="list-style-type: none"> • an officer or senior manager within the CAF Group; • an auditor, or member of an audit team conducting an audit within the CAF Group; or • a risk manager within the CAF Group (for example, a member of the Executive team).
Eligible Whistleblower	means any person that makes a disclosure in accordance with this Policy and wishes to avail themselves of the protections set out in this policy, and who is, or has been, any of the following: <ul style="list-style-type: none"> • an officer of CAF; • an employee of CAF; • an individual who supplies goods or services to CAF (whether paid or unpaid); • an employee of a person that supplies goods or services to CAF (whether paid or unpaid); • an individual who is an associate of CAF; or • a relative or dependent of an individual referred to above, or a dependent of the individual's spouse.
Executive team	means a team of senior executives within CAF, as nominated from time to time.
Fraud	means dishonestly obtaining a benefit, or causing a loss, by deception or other means. This may include theft of funds from Centrepont or its clients or a breach of tax laws.
GARCC	means the CAF Group Audit, Risk and Compliance Committee. The GARCC is a committee of the Board established in accordance with the

Term	Definition
	constitution of CAF. Accordingly, the GARCC is authorised by the Board to assist it in fulfilling its statutory and regulatory responsibilities.
Improper Conduct	means misconduct, or an improper state of affairs or circumstances in relation to the CAF Group. This includes, but is not limited to, Bribery, Fraud, dishonesty, Corruption and illegal acts or omissions.
Protected Disclosure	<p>means the disclosure of information by an Eligible Whistleblower to CAF (in accordance with this Policy), ASIC, APRA, an Eligible Recipient or a legal practitioner if the discloser has reasonable grounds to suspect that the information:</p> <ul style="list-style-type: none"> concerns Improper Conduct in relation to any member of the CAF Group; or indicates that a member of the CAF Group, or an officer or employee of a member of the CAF Group, has engaged in conduct that constitutes an offence against, or a contravention of, a provision of any of the following: <ul style="list-style-type: none"> (a) the Corporations Act; (b) the <i>Australian Securities and Investments Commission Act 2001</i> (Cth); (c) the <i>Banking Act 1959</i> (Cth); (d) the <i>Financial Sector (Collection of Data) Act 2001</i> (Cth); (e) the <i>Insurance Act 1973</i> (Cth); (f) the <i>Life Insurance Act 1995</i> (Cth); (g) the <i>National Consumer Credit Protection Act 2009</i> (Cth); (h) the <i>Superannuation Industry (Supervision) Act 1993</i> (Cth); (i) Part IVD of the <i>Taxation Administration Act 1953</i>; (j) an instrument made under any Act referred to above; (k) any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or (l) represents a danger to the public or the financial system.
WIC	<p>means Whistleblower Investigation Committee.</p> <p>The WIC is responsible for investigating a protected disclosure made by an Eligible Whistleblower</p>
WPO	means Whistleblower Protection Officer.

Term	Definition
	<p>The WPO is the CAF Head of Legal (or equivalent position).</p> <p>The WPO is responsible for ensuring that Eligible Whistleblowers are afforded protection in accordance with this Policy and the Corporations Act.</p>