



Whistleblower Policy

Continuity Capital Partners Pty Limited and its subsidiaries, including Continuity Capital Investment Services Limited (“Continuity Capital”).

Approved: April 2020

Last reviewed: December 2020

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VERSION CONTROL

Version Number	Date Updated	Notes
1	April 2020	Original document prepared and finalised in consultation with Sophie Grace Pty Ltd.

1. INTRODUCTION

- 1.1 As part of Continuity Capital Partners Pty Limited's and its subsidiaries including Continuity Capital Investment Services Limited's ("Continuity Capital") process to ensure that it provides effective policies and procedures for dealing with Whistleblowers, Continuity Capital has adopted this Whistleblower Policy ("Policy") to manage Whistleblowers and Disclosable Matters in an open and transparent manner.
- 1.2 The provisions of this Policy assist Continuity Capital in its commitment to complying with the requirements of the Corporations Act (Cth) 2001 ("Corporations Act") to consolidate and broaden the existing protections and remedies available for corporate and financial sector Whistleblowers.
- 1.3 The provisions of this Policy have been established in line with ASIC Regulatory Guide 270 ("RG 270").
- 1.4 This Policy is an important tool for assisting Continuity Capital in identifying any wrongdoing that may not have been uncovered without a disclosure being made.
- 1.5 Continuity Capital encourages all Representatives to make a disclosure in relation to any possible wrongdoing and encourages all Representatives to have the confidence to make disclosures.

2. WHEN DOES THIS POLICY APPLY?

- 2.1 This Policy applies from 1 January 2020.
- 2.2 This Policy is made available to all Representatives via:
 - (a) Continuity Capital's Compliance Policies Folder (S:\ drive);
 - (b) Continuity Capital's website for External Disclosers;
 - (c) Continuity Capital holding staff briefing sessions on an annual basis;
 - (d) Including the Policy in Continuity Capital's employee handbook; and
 - (e) Incorporating the Policy into Continuity Capital's induction information pack and training for new starters.

The protections stipulated under the Corporations Act apply in all cases involving a Disclosable Matter.

3. OBJECTIVES OF THIS POLICY

- 3.1 Continuity Capital's Policy has been implemented:
 - (a) because Continuity Capital has an obligation under the Corporations Act to have in place adequate arrangements to:
 - (i) inform and cover the protections available to Whistleblowers;
 - (ii) provide information as to:

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- (A) whom disclosures can be made to and how disclosures can be made;
 - (B) how Continuity Capital will support and protect Whistleblowers from detriment and people named by them;
 - (C) how Continuity Capital will investigate disclosures; and
 - (D) how the Policy will be made available to Representatives of Continuity Capital;
- (b) because Continuity Capital has an obligation under the law to protect Whistleblowers;
 - (c) to encourage disclosures of wrongdoing;
 - (d) to help deter wrongdoing, in line with Continuity Capital’s risk management and governance framework;
 - (e) to ensure individuals who disclose wrongdoing can do so safely, securely and with the confidence that they will be protected and supported;
 - (f) to ensure disclosures are dealt with appropriately and on a timely basis;
 - (g) to provide transparency around Continuity Capital’s framework for receiving, handling and investigating disclosures;
 - (h) to support Continuity Capital’s values, code of conduct and/or ethics policy;
 - (i) to support Continuity Capital’s long-term sustainability and reputation; and
 - (j) to meet Continuity Capital’s legal and regulatory obligations.

Continuity Capital has nominated Barbara Wilson as its Whistleblower Protection Officer.

4. DEFINITIONS

TERM	DEFINITION
APRA	Australian Prudential Regulation Authority.
ASIC	Australian Securities and Investments Commission.
AFP	Australian Federal Police.
ATO	Australian Taxation Office.
Commissioner	Commissioner of Taxation.
Disclosable Matter	Any information that the Discloser has Reasonable Grounds to suspect concerns Misconduct, or an Improper State of Affairs or Circumstances, in relation to: <ul style="list-style-type: none"> (a) Continuity Capital; or

	<p>(b) a related body corporate of Continuity Capital; or</p> <p>(c) Continuity Capital engaging in conduct that contravenes any applicable legislation; represents a danger to the public or the financial system; or is prescribed by regulation.</p>
Discloser	someone who makes a disclosure and is seeking protection under this Policy and the Corporations Act.
Eligible Recipient	is defined in section 9.
Eligible Whistleblower/ Whistleblower	<p>An individual is an Eligible Whistleblower in relation to Continuity Capital if the individual is, or has been, any of the following:</p> <p>(a) An officer of Continuity Capital;</p> <p>(b) an employee of Continuity Capital;</p> <p>(c) an individual who supplies services or goods to Continuity Capital (whether paid or unpaid);</p> <p>(d) an employee of a person that supplies services or goods to Continuity Capital (whether paid or unpaid);</p> <p>(e) an individual who is an associate of Continuity Capital;</p> <p>(f) in relation to superannuation entities:</p> <p>(i) a trustee, custodian or investment manager (within the meaning of the Superannuation Industry (Supervision) Act 1993) of the superannuation entity; or</p> <p>(ii) an officer of a body corporate that is a trustee, custodian or investment manager of the superannuation entity; or</p> <p>(iii) an employee of an individual referred to in subparagraph (i) or a body corporate referred to in subparagraph (ii); or</p> <p>(iv) an individual who supplies services or goods to an individual referred to in subparagraph (i) or a body corporate referred to in subparagraph (ii) (whether paid or unpaid); or</p> <p>(v) an employee of a person that supplies services or goods to an individual referred to in subparagraph (i) or a body corporate referred to in subparagraph (ii) (whether paid or unpaid);</p> <p>(g) a relative of an individual referred to in any of paragraphs (a) to (f);</p> <p>(h) a dependant of an individual referred to in any of paragraphs (a) to (f), or of such an individual's spouse; or</p> <p>(i) an individual prescribed by the regulations for the purposes of s14ZZU of the Taxation Administration Act in relation to Continuity Capital.</p>
Emergency Disclosure	<p>the disclosure of information to a Journalist or parliamentarian, where:</p> <p>(a) the Discloser has previously made a disclosure of the information to ASIC, APRA or another Commonwealth body prescribed by regulations;</p>

	<p>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; and</p> <p>before making the Emergency Disclosure, the Discloser has given written notice to the body to which the previous disclosure was made that:</p> <ul style="list-style-type: none"> (i) includes sufficient information to identify the previous disclosure; and (ii) states that the Discloser intends to make an Emergency Disclosure; and (iii) the extent of the information disclosed in the Emergency Disclosure is no greater than is necessary to inform the Journalist or parliamentarian of the subtle and imminent danger.
External Disclosers	any disclosures made by an external third party or an employee who chooses to disclose anonymously using an external means to disclose.
Improper State of Affairs or Circumstances	may not involve unlawful conduct however, suggests a systematic issue that relevant regulators should know about; or conduct that could result in consumer harm.
Journalist	<p>means a person who is working in a professional capacity as a journalist for any of the following:</p> <ul style="list-style-type: none"> (a) a newspaper or magazine; (b) a radio or television broadcasting service; (c) an electronic service (including a service provided through the internet) that: <ul style="list-style-type: none"> (i) is operated on a commercial basis, or operated by a body that provides a national broadcasting service (within the meaning of the <i>Broadcasting Services Act 1992</i>); and (ii) is similar to a newspaper, magazine or radio or television broadcast.
Misconduct	fraud, negligence, default, breach of trust and breach of duty.
Personal Work-Related Grievances	<p>relate to the Discloser's current or former employment and have, or tend to have, implications for the Discloser personally, but do not:</p> <ul style="list-style-type: none"> (a) have any other significant implications for Continuity Capital (or another entity); or (b) relate to any conduct, or alleged conduct, about a Disclosable Matter.
Public Interest Disclosure	<p>the disclosure of information to a Journalist or a parliamentarian, where:</p> <ul style="list-style-type: none"> (a) at least ninety (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 the body in which the disclosure was made to that: <ul style="list-style-type: none"> (i) includes sufficient information to identify the previous disclosure; and (ii) states that the Discloser intends to make a Public Interest Disclosure.
Reasonable Grounds	based on the objective reasonableness of the reasons for the Discloser's suspicion. A Discloser is not required to prove their allegations.
Representative	means: <ul style="list-style-type: none"> (a) an authorised representative of Continuity Capital; (b) an employee or director of Continuity Capital; (c) an employee or director of a related body corporate of Continuity Capital; (d) any other person acting on behalf of Continuity Capital.
Taxation Administration Act	<i>Taxation Administration Act 1953</i> (Cth).
Tax Affairs	affairs relating to any tax imposed by or under, or assessed or collected under, a law administered by the Commissioner as included in the Taxation Administration Act.

5. DISCLOSURES QUALIFYING FOR PROTECTION

5.1 A Discloser qualifies for protection as a Whistleblower under the Corporations Act if they are an Eligible Whistleblower in relation to Continuity Capital and:

- (a) the Discloser has made a disclosure of information relating to a Disclosable Matter directly to an Eligible Recipient or to ASIC, APRA or another Commonwealth body prescribed by regulation;
- (b) the disclosure was made to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the Whistleblower provisions in the Corporations Act or Taxation Administration Act; or
- (c) the disclosure was made as an Emergency Disclosure or Public Interest Disclosure.

5.2 Conduct that can constitute a Disclosable Matter for Continuity Capital includes but is not limited to:

- (a) information that indicates Continuity Capital has engaged in conduct that constitutes an offence against, or a contravention of, relevant laws including but not limited to the Corporations Act, Taxation Administration Act and the Australian Securities and Investments Commission Act 2001 (Cth);
- (b) breaches of the Anti-Money Laundering and Counter-Terrorism Act 2006 (Cth);
- (c) a Representative offering or accepting a bribe;
- (d) a Representative partaking in illegal conduct such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal charges against property;

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- (e) Continuity Capital failing to comply with its compliance, legal and/or regulatory requirements;
 - (f) fraud, money laundering or misappropriation of funds; and
 - (g) engaging in or threatening to engage in detrimental conduct against a Discloser or a person who is believed or suspected to be a Discloser or will be a Discloser.

5.3 Disclosable Matters may include conduct that does not involve a direct contravention of law but may include information that indicates a significant risk to public safety or the stability of, or confidence in, the financial system, even where a breach of law is not involved.

5.4 A Discloser is still protected by this Policy even if, upon evaluation of the Disclosable Matter, it is found to be incorrect. Continuity Capital encourages all Disclosers to make truthful disclosures.

5.5 Disclosures that do not constitute Disclosable Matters do not qualify for protection under the Corporations Act or the Taxation Administration Act (where relevant) however, such disclosures may be protected under other legislation such as the Fair Work Act 2009 (Cth).

6. TAX DISCLOSURES QUALIFYING FOR PROTECTION

6.1 In order for a Discloser to qualify for protection as a result of a tax disclosure, the disclosure must be made:

- (a) by an individual in relation to Continuity Capital;
- (b) to the Commissioner;
- (c) when the Discloser considers the information is able to assist the Commissioner to perform their function or duty under a taxation law in relation to Continuity Capital or an associate; or
- (d) to an Eligible Recipient in relation to Continuity Capital; and
- (e) when the Discloser has Reasonable Grounds to suspect that the information indicates Misconduct, or an Improper State of Affairs or Circumstances, in relation to the Tax Affairs of Continuity Capital or an associate.

7. PERSONAL WORK-RELATED GRIEVANCES

7.1 Personal Work-Related Grievances that do not relate to detriment or the threat of detriment to the Discloser do not constitute a Disclosable Matter and are not protected by the Corporations Act.

7.2 Personal Work-Related Grievances include but are not limited to:

- (a) an interpersonal conflict between the Discloser and another Representative;
- (b) a decision that does not involve a breach of workplace laws;
- (c) a decision about the engagement, transfer or promotion of the Discloser;
- (d) a decision about the terms and conditions of the engagement of the Discloser; or

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- (e) a decision to suspend or terminate the engagement of the Discloser, or otherwise to discipline the Discloser.

7.3 A Personal Work-Related Grievance may still qualify for protection under the Corporations Act if:

- (a) it includes information about Misconduct, or, information about a Misconduct includes or is accompanied by a Personal Work-Related Grievance (mixed report);
- (b) Continuity Capital has breached employment or other laws punishable by imprisonment for a period of twelve (12) months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests Misconduct beyond the Discloser's personal circumstances;
- (c) the Discloser suffers from or is threatened with detriment for making a disclosure; or
- (d) the Discloser seeks legal advice or legal representation about the operation of the Whistleblower protections under the Corporations Act.

7.4 Representatives may contact Barbara Wilson to discuss or investigate any Personal Work-Related Grievances. Any matters pertaining to Personal Work-Related Grievances will be handled in accordance with Continuity Capital's internal procedures.

7.5 Representatives of Continuity Capital are encouraged to seek legal advice regarding their rights and protections under their employment with Continuity Capital or contract law to resolve Personal Work-Related Grievances.

7.6 Continuity Capital discourages deliberate false reporting i.e. a Discloser making a report which they know to be untrue. However, if a Discloser believes they have some information leading to a suspicion, but not all of the details, the Discloser is encouraged to make a disclosure.

8. CONFIDENTIALITY OF A WHISTLEBLOWER'S IDENTITY

8.1 Continuity Capital understands the importance of maintaining the confidentiality of a Whistleblower's identity, as to disclose this information would be a contravention of the Corporations Act.

8.2 If a Discloser is not satisfied with Continuity Capital's identity protection procedures, the Discloser can lodge a complaint to ASIC, APRA or the ATO, for investigation.

9. ELIGIBLE RECIPIENTS

9.1 Eligible Recipients of Continuity Capital may include:

- (a) an officer or senior manager of Continuity Capital;
- (b) an internal or external auditor of Continuity Capital (including a member of an audit team conducting an audit of Continuity Capital);
- (c) any actuary of Continuity Capital;

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- (d) any person deemed an authorised person to receive disclosures on behalf of Continuity Capital;
 - (e) in relation to tax disclosures:
 - (i) Continuity Capital's auditor (including a member of an audit team conducting an audit of Continuity Capital);
 - (ii) a registered tax agent or BAS agent who provides tax agent services or BAS services (within the meaning of the *Tax Agent Services Act 2009* (Cth));
 - (iii) a person authorised by Continuity Capital as an Eligible Recipient;
 - (iv) a director, secretary or senior manager of Continuity Capital; and
 - (v) any other employee or officer of Continuity Capital who has functions or duties that relate to the Tax Affairs of Continuity Capital.

9.2 For the purposes of this Policy, Continuity Capital has nominated Barbara Wilson as its Eligible Recipient.

9.3 Continuity Capital has also appointed Sophie Gerber as an external Eligible Recipient.

9.4 Continuity Capital will seek to appoint an external Eligible Recipient where it is financially viable for Continuity Capital to do so. Where Continuity Capital appoints an external Eligible Recipient, Continuity Capital understands it remains responsible for meeting its legal obligations relating to outsourced functions. Continuity Capital will undertake appropriate due diligence before appointing an external Eligible Recipient and will continue to monitor the services provided by the external Eligible Recipient. Please refer to Continuity Capital's Outsourcing Policy for further information.

9.5 Continuity Capital encourages disclosures to be made to Continuity Capital's Eligible Recipients. Continuity Capital aims to identify and address wrongdoing within a timely manner and to instill confidence in this Policy and the relevant Whistleblower protections under the Corporations Act.

10. DISCLOSURES MADE TO CONTINUITY CAPITAL'S LEGAL PRACTITIONERS

10.1 Disclosures made to Continuity Capital's legal practitioners 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. Protection is also provided where Continuity Capital's legal practitioner concludes the disclosure is not a Disclosable Matter.

10.2 Continuity Capital's legal practitioner is Loretta Reynolds at Thomson Geer.

11. DISCLOSURES MADE TO REGULATORY BODIES AND OTHER EXTERNAL PARTIES

11.1 Disclosures of information relating to Disclosable Matters can be made directly to ASIC, APRA or another Commonwealth body prescribed by regulation and qualify for protection under the Corporations Act.

11.2 Tax disclosures can be made directly to the Commissioner and qualify for protection under the Taxation Administration Act.

11.3 For further information in relation to disclosures made to regulatory bodies and other external parties, refer to the following links:

- (a) ASIC Information Sheet 239 How ASIC handles whistleblower reports: <https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/how-asic-handles-whistleblower-reports/>;
- (b) APRA Become a 'whistleblower' and make a public interest disclosure: <https://www.apra.gov.au/become-a-whistleblower-and-make-a-public-interest-disclosure/>; and
- (c) ATO Tax whistleblowers: <https://www.ato.gov.au/general/gen/whistleblowers/>.

12. PUBLIC INTEREST DISCLOSURES AND EMERGENCY DISCLOSURES

12.1 A Public Interest Disclosure qualifies for protection when:

- (a) the Discloser has previously made a disclosure of that information ("previous disclosure") and the disclosure qualifies for protection in accordance with Section 5;
- (b) at least ninety (90) days has passed since the previous disclosure was made;
- (c) the Discloser does not have reasonable grounds to believe that action is being, or has been, taken to address the matters to which the previous disclosure related;
- (d) the Discloser has reasonable grounds to believe that making a further disclosure of the information would be in the public interest;
- (e) after the end of the ninety (90) days referred to in clause 12.1(b), the Discloser gave the body to which the previous disclosure was made, written notification that:
 - (i) includes sufficient information to identify the previous disclosure; and
 - (ii) states the Discloser intends to make a Public Interest Disclosure;
- (f) the Public Interest Disclosure is made to:
 - (i) a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or
 - (ii) a Journalist; and
- (g) the extent of the information disclosed in the Public Interest Disclosure is no greater than is necessary to inform the recipient referred to in clause 12.1(f) of the Disclosable Matter.

12.2 An Emergency Disclosure qualifies for protection when:

- (a) the Discloser has previously made a disclosure of that information ("previous disclosure") and the disclosure qualifies for protection in accordance with Section 5;

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- (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) the Discloser gives the body to which the previous disclosure was made, written notification that:
 - (i) includes sufficient information to identify the previous disclosure; and
 - (ii) states the Discloser intends to make an Emergency Disclosure;
 - (d) the Emergency Disclosure is made to:
 - (i) a member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or
 - (ii) a Journalist; and
 - (e) the extent of the information disclosed in the Emergency Disclosure is no greater than is necessary to inform the recipient referred to in clause 12.2(d) of the substantial and imminent danger.

12.3 It is important for all Representatives of Continuity Capital to understand the criteria for making a Public Interest Disclosure or Emergency Disclosure.

12.4 Continuity Capital encourages all Disclosers to contact an independent legal adviser prior to making a Public Interest Disclosure or Emergency Disclosure.

13. HOW TO MAKE A DISCLOSURE

13.1 A disclosure can be made to the Eligible Recipient(s) stated in clause 9.2.

13.2 Continuity Capital will ensure the mechanisms available to make disclosures protect anonymity and/or confidentiality, are secure and are available outside of Continuity Capital's business hours.

13.3 All disclosures should include as much detail as possible surrounding the alleged wrongdoing and the circumstances surrounding it.

13.4 Disclosures can be made to Eligible Recipients by:

- (a) Mail: Chief Financial Officer, Continuity Capital Partners Pty Limited, GPO Box 314, Canberra ACT 2601
- (b) Phone: +61 2 6245 4100
- (c) In Person: Barbara Wilson, Level 8, 12 Moore Street, Canberra ACT 2601
- (d) External Eligible Recipient: Sophie Gerber, Level 22, 85 Castlereagh Street, Sydney NSW 2000 Phone: +61 2 8960 7242

14. ANONYMOUS DISCLOSERS

14.1 A Discloser can disclose a matter anonymously and continue to remain anonymous throughout the investigation of the disclosure and after the investigation has been finalised.

14.2 A Discloser may refuse to answer questions throughout the investigation that the Discloser feels will result in their anonymity being compromised. However, Continuity Capital encourages Disclosers that wish to maintain anonymity to continue two-way communication with Continuity Capital throughout the investigation.

14.3 Disclosures made via an anonymous email are presumed by Continuity Capital to be anonymous disclosures and will be treated as such.

14.4 In order to achieve anonymity Continuity Capital will allow the Discloser to adopt a pseudonym, if appropriate, for the purposes of their Disclosure. An appropriate circumstance may include if the Discloser's identity is known to the Eligible Recipient, however the Discloser wishes for their identity to remain unknown to others.

15. THE MECHANISMS PUT IN PLACE BY CONTINUITY CAPITAL TO PROTECT ELIGIBLE WHISTLBLOWERS

15.1 Continuity Capital will uphold all of the Whistleblower protections stipulated in the Corporations Act.

15.2 Continuity Capital's Directors will ensure necessary safeguards are put in place to allow compliance with this Policy and the Corporations Act.

15.3 Throughout the disclosure process a Discloser's interests will be protected and Continuity Capital will do everything it can to ensure fair treatment of the individuals mentioned in the disclosure.

16. FAIR TREATMENT OF INDIVIDUALS MENTIONED IN DISCLOSURES

16.1 In order to ensure fair treatment of individuals mentioned in a disclosure, Continuity Capital will:

- (a) make sure the disclosure is handled confidentially wherever practical and appropriate, based on the circumstances of the disclosure;
- (b) determine whether a disclosure requires an investigation;
- (c) undertake an investigation with the objective of determining whether there is enough evidence to substantiate or refute the matters reported;
- (d) make sure an investigation is objective, fair and independent;
- (e) notify individuals mentioned within a disclosure by following principles of natural justice and procedural fairness and prior to any actions being taken; and
- (f) make sure an individual who is the subject of a disclosure has access to Continuity Capital's support services.

16.2 Continuity Capital will determine the most appropriate time to inform the individual who is the subject of the disclosure about an investigation taking into account all of the facts and circumstances of the disclosure. Continuity Capital will inform the individual prior to making any adverse finding against them.

16.3 Continuity Capital recognises that informing an individual who is the subject of a disclosure may compromise the effectiveness of any investigation such as where there are concerns the individual will destroy information or the disclosure needs to be referred to ASIC, APRA, the ATO or the AFP.

17. PROTECTING THE CONFIDENTIALITY OF A DISCLOSER (CONFIDENTIALITY)

- 17.1 Continuity Capital will comply with its legal obligations to protect the confidentiality of a Discloser's identity at all times. Continuity Capital understands it is against the law to identify a Discloser or disclose information that is likely to lead to the identification of the discloser unless the disclosure is made in accordance with clauses 17.5 or 17.6.
- 17.2 Continuity Capital will not disclose the identity of a Discloser or information that is likely to lead to the identification of the Discloser (whether obtained directly or indirectly).
- 17.3 Continuity Capital will take reasonable steps to reduce the risk that a Discloser will be identified from the information contained in the disclosure including:
- (a) references to the Discloser in the disclosure being omitted;
 - (b) referring to the Discloser in a gender-neutral context;
 - (c) contacting the Discloser to help determine whether any parts of the information within the disclosure will amount to their identity being known; and
 - (d) allowing only qualified staff to handle disclosure investigations.
- 17.4 Continuity Capital will have secure record-keeping and information-sharing processes in order to protect a Discloser's identity. These processes include:
- (a) storing all materials relating to the disclosure securely;
 - (b) limiting access to all materials to allow only those involved in managing and investigating the disclosure access;
 - (c) only identifying the Discloser (if the Discloser consents) to those directly involved in managing and investigating the disclosure or to information that may lead to the identification of the Discloser;
 - (d) no communications and materials in regard to the investigation of the disclosure will be sent to an email or printer that can be accessed by other staff; and
 - (e) each person involved in managing and investigating the disclosure will be reminded of their obligations and the requirement to keep the identity of the Discloser confidential.
- 17.5 Continuity Capital may disclose the identity of the Discloser:
- (a) to ASIC, APRA or a member of the AFP (within the meaning of the Australian Federal Police Act 1979);
 - (b) to a legal practitioner (for the purposes of obtaining legal advice or legal representation about the Whistleblower provisions in the Corporations Act);
 - (c) to a person or body prescribed by regulation;
 - (d) with the consent of the Discloser; or

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- (e) in relation to tax disclosures:
- (i) any of the persons referenced in clauses 17.5(a) - 17.5(d); and
 - (ii) to the Commissioner.
- 17.6 Continuity Capital can disclose the information contained within a disclosure without the Discloser's consent if:
- (a) the information does not include the Discloser's identity;
 - (b) Continuity Capital has taken all reasonable steps to reduce the risk that the Discloser will be identified from the information; and
 - (c) it is reasonably necessary for investigating the issues raised in the disclosure.
- 17.7 Continuity Capital will ensure that all individuals are aware that people may be able to guess a Discloser's identity where:
- (a) the Discloser has previously mentioned to other people they are considering making a Disclosure;
 - (b) the Discloser is one of a very small number of people with access to the information; or
 - (c) the Disclosure relates to information that a Discloser has previously been told privately and in confidence.
- 18. PROTECTING DISCLOSERS FROM DETRIMENTAL ACTS OR OMISSIONS**
- 18.1 It is an offence for Continuity Capital or a Representative of Continuity Capital to threaten or cause detriment to a Discloser or any other person. Threats include any express or implied, conditional or unconditional threats. Continuity Capital recognises the Discloser (or any other person) does not have to have actual fear of a threat being carried out.
- 18.2 Continuity Capital or a Representative of Continuity Capital cannot engage in conduct that causes detriment to a Discloser (or any other person) in relation to a disclosure if:
- (a) the person believes or suspects the Discloser (or any other person) made, may have made, proposes to make or could make a disclosure that qualifies for protection; and
 - (b) the belief or suspicion is the reason, or part of the reason, for the conduct.
- 18.3 Continuity Capital has implemented the following procedures and processes in order to protect Disclosers from detrimental acts or omissions:
- (a) begin investigating a disclosure as soon as the disclosure is received;
 - (b) provide support services to a Discloser where appropriate;
 - (c) assist in determining strategies to help mitigate stress, time or performance impacts on the Discloser;

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- (d) take reasonable steps to help the Discloser continue their role i.e. allow flexible working arrangements or a change in role duties;
 - (e) communicate with Representatives their responsibilities under this Policy and the Corporations Act;
 - (f) refer the Discloser to information on how they can lodge a complaint if they suffer detriment and the actions that Continuity Capital will take in order to respond to such complaints; and
 - (g) intervention if a Discloser has already experienced a detriment as a result of making a disclosure.
- 18.4 A Discloser may seek independent legal advice or contact regulatory bodies such as ASIC, APRA or the ATO if they believe they have suffered detriment.
- 18.5 Continuity Capital must assess and control the risk of detriment for Disclosers by:
- (a) identifying risks;
 - (b) analysing and evaluating risks;
 - (c) controlling risks; and
 - (d) monitoring risks;
 - (e) in accordance with Continuity Capital's Risk Management Policy.
- 18.6 Detrimental conduct includes but is not limited to:
- (a) dismissal of a Representative;
 - (b) injury of a Representative in their employment;
 - (c) alteration of a Representative's position or duties to their disadvantage;
 - (d) discrimination between a Representative and other Representatives;
 - (e) harassment or intimidation of a person;
 - (f) harm or injury to a person, including psychological harm;
 - (g) damage to a person's property;
 - (h) damage to a person's reputation;
 - (i) damage to a person's business or financial position; or
 - (j) any other damage to a person.
- 18.7 Actions that do not amount to detrimental conduct include:

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- (a) managing a Discloser's non-performance, if the action is in line with Continuity Capital's performance management framework; or
 - (b) Continuity Capital taking administrative action in order to protect the Discloser's identity and avoid detriment for the Discloser e.g. moving a Discloser who has made a disclosure about their immediate work area to another office to prevent them from detriment.

18.8 Where Continuity Capital takes administrative action in accordance with clause 18.7(b), Continuity Capital will ensure the Discloser has an understanding of the reasons behind Continuity Capital's administrative action.

19. COMPENSATION AND OTHER REMEDIES

19.1 A Discloser can seek compensation and other remedies through a court if:

- (a) they suffer loss, damage or injury because of a disclosure; and
- (b) Continuity Capital failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

19.2 Continuity Capital encourages Disclosers seeking compensation and other remedies to obtain independent legal advice.

19.3 In relation to tax disclosures, a court may make orders in accordance with s14ZZA of the Taxation Administration Act.

20. LIMITS OF WHISTLEBLOWER PROTECTION

20.1 A disclosure that is covered by the Corporations Act amounts to the person who disclosed the information not being subject to civil, criminal or administrative liability.

20.2 Disclosers are not granted immunity from any Misconduct the Discloser has engaged in that is revealed in their disclosure.

21. HANDLING A DISCLOSURE

21.1 Upon receipt of a disclosure, Continuity Capital will determine whether:

- (a) the disclosure qualifies for protection; and
- (b) a formal, in-depth investigation is required.

21.2 When an Eligible Recipient receives a disclosure in person, the Eligible Recipient must consider whether the location and time of the disclosure is appropriate in order to allow the Discloser to feel comfortable and protected.

21.3 In circumstances where the Eligible Recipient is not clear on whether the disclosure is covered by this Policy, Continuity Capital should treat the disclosure as if the Discloser is protected under the Corporations Act or Taxation Administration Act.

21.4 In all instances, Continuity Capital will ensure that it focuses on the substance of a disclosure rather than what Continuity Capital believes to be the motive of a disclosure. Continuity Capital will consider all disclosures to be of a serious nature, regardless of whether they have had a personal impact on the Discloser or not.

22. INVESTIGATING A DISCLOSURE

22.1 When investigating a disclosure Continuity Capital will consider:

- (a) the nature and scope of the investigation;
- (b) the person(s) within and/or outside Continuity Capital that should lead the investigation;
- (c) the nature of any technical, financial or legal advice that may be required to support the investigation;
and
- (d) the timeframe for the investigation.

22.2 Continuity Capital must follow best practice within its investigations. Continuity Capital will ensure investigations are objective, fair and independent, while preserving the confidentiality of the investigation.

22.3 Investigations will be independent of the Discloser, the individuals mentioned in the disclosure and the department or business unit involved. Where appropriate an external investigator may be brought in to support Continuity Capital in the investigation.

22.4 Continuity Capital aims to finalise all investigations relating to disclosures within 30 calendar days. If an investigation is unable to be finalised within 30 calendar days, Continuity Capital will notify the Discloser in accordance with clause 23.5.

22.5 Without the consent of a Discloser, Continuity Capital is unable to disclose information that is likely to lead to the identification of the Discloser as part of the investigation, unless:

- (a) the information does not include the Discloser's identity;
- (b) Continuity Capital removes information relating to the Discloser's identity or other information that is likely to lead to the identification of the Discloser; and
- (c) it is reasonably necessary for investigating the issues raised in the disclosure.

22.6 Where a disclosure is made to a regulatory body such as ASIC, APRA or the AFP, the regulatory body is able to disclose the identity of the Discloser or information that is likely to lead to the identification of the Discloser, to a Commonwealth, state or territory authority to assist the authority in the performance of its functions and/or duties.

22.7 Continuity Capital may not be able to adequately investigate and finalise an investigation where Continuity Capital is not able to contact the Discloser i.e. if the disclosure was made anonymously or the Discloser did not provide or has subsequently refused to provide a means of Continuity Capital contacting them.

23. KEEPING A DISCLOSER INFORMED

- 23.1 Upon receiving a disclosure Continuity Capital will acknowledge receipt of the disclosure within 3 calendar days.
- 23.2 Continuity Capital must provide a Discloser with regular updates as to Continuity Capital's investigation. The frequency of the updates provided will be dependent on the nature of the disclosure.
- 23.3 Updates will be provided to a Discloser:
- (a) Upon receipt of the disclosure in accordance with clause 23.1;
 - (b) Upon commencement of the investigation and throughout the investigation progress; and
 - (c) after the investigation has been finalised in accordance with clause 22.4.
- 23.4 Upon finalisation of the investigation, the Discloser will receive written correspondence outlining the final result of the investigation.
- 23.5 If Continuity Capital is unable to finalise an investigation within 30 calendar days, Continuity Capital will provide the Discloser with written correspondence:
- (a) informing the Discloser of the reasons for the delay; and
 - (b) specifying a date when Continuity Capital expects the investigation to be finalised.

24. HOW INVESTIGATION FINDINGS WILL BE DOCUMENTED, REPORTED INTERNALLY AND COMMUNICATED TO THE DISCLOSER

- 24.1 Continuity Capital will document the findings from an investigation in a written report which will form part of the correspondence issued to the Discloser in accordance with clause 23.4.
- 24.2 The findings from an investigation will be reported to the Directors at the next meeting of the Directors and the Whistleblower Protection Officer. The Whistleblower Protection Officer will ensure the reporting to the Directors does not breach the confidentiality requirements contained in section 17.
- 24.3 Continuity Capital's method for documenting and reporting the findings will depend on the nature of the disclosure.
- 24.4 In some instances, it may not be appropriate for Continuity Capital to provide details of the outcome of an investigation to the Discloser. In such instances, the Discloser will be advised by written correspondence that the outcome of the investigation cannot be disclosed and the reasons behind the non-disclosure.
- 24.5 If a Discloser is not satisfied with the outcome of an investigation, the Discloser must provide a written notification to Continuity Capital within 20 calendar days of receipt of the written correspondence provided to them in accordance with clause 23.4. Upon receipt of such notification, Continuity Capital may reopen and review an investigation. Continuity Capital is not required to reopen an investigation where Continuity Capital believes the investigation was conducted properly and new information has not been discovered or would not change Continuity Capital's findings.

24.6 Where Continuity Capital undertakes a review of an investigation upon request of the Discloser, the review will be undertaken by a party who was not involved in the original investigation. The findings of the review will be reported to the Directors at the next meeting of the Directors and the Whistleblower Protection Officer.

24.7 A Discloser may also lodge a complaint with a regulator, such as ASIC, APRA or the ATO, where they are not satisfied with the outcome of Continuity Capital's investigation.

25. TRAINING

25.1 Continuity Capital will provide regular ongoing training for all Representatives in order to ensure this Policy as well as the relevant processes and procedures contained within are known and utilised appropriately by all Representatives.

25.2 Representatives involved in the administration of this Policy will be provided with specialist training. The specialist training will include training on how to receive, handle and investigate disclosures and how to maintain the confidentiality of a Discloser's identity.

25.3 Continuity Capital will inform all relevant external Eligible Recipients of their obligations under this Policy and the Corporations Act.

25.4 Representatives of Continuity Capital's overseas-based related entities will receive regular ongoing training in order to ensure this Policy as well as the relevant processes and procedures contained within are known and utilised appropriately. Continuity Capital recognises that disclosures made to Continuity Capital's overseas-based related entities as well as their officers or employees may qualify for Whistleblower protection.

25.5 Continuity Capital's Whistleblower training will include but is not limited to:

(a) the key arrangements of Continuity Capital's Policy, processes and procedures, including:

- (i) practical examples of Disclosable Matters;
- (ii) practical information on how to make a disclosure; and
- (iii) advice on how Disclosers can seek further information about the Policy;

(b) information relating to protecting and supporting Disclosers, including:

- (i) the measures Continuity Capital has in place for protecting and supporting Disclosers;
- (ii) practical working examples of conduct that may cause detriment to a Discloser; and
- (iii) the consequences for engaging in detrimental conduct;

(c) information about the matters that are not covered by Continuity Capital's Policy, including:

- (i) practical examples of Personal Work-Related Grievances; and
- (ii) information on Continuity Capital's other relevant policies (e.g. code of conduct);



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- (d) information on how and where Representatives can report general Representative feedback or Personal Work-Related Grievances; and
 - (e) practical examples of circumstances where disclosure has led to positive outcomes for Continuity Capital and the Discloser.

26. POLICY REVIEW

- 26.1 This Policy will be reviewed on at least an annual basis by the Whistleblower Protection Officer having regard to the changing circumstances of Continuity Capital and relevant legislation. The Whistleblower Protection Officer will then report to the Compliance Officer and the Directors on compliance with this Policy.
- 26.2 Continuity Capital will ensure that any updates to this Policy or the processes and procedures contained within will be disseminated to all Representatives and training on the changes to the Policy or the processes and procedures provided to Representatives as soon as practicable.

Issued by Continuity Capital

March 2020