

# Whistleblower Policy – MFS International Australia Pty Ltd

## I. Policy Purpose and Background

The purpose of this Whistleblower Policy (**Policy**) is to outline the procedure to ensure that individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported.

As a large proprietary company, MFS International Australia Pty Ltd (ABN 68 607 579 537) (**MFSIA**) must have a whistleblower policy. The underlying concepts and principles in this Policy are designed to ensure compliance with the requirements under Section 1317AI of the Corporations Act 2001 (Commonwealth) and ASIC Regulatory Guide 270 – Whistleblower policies.

## II. Application and Policy Breaches

This Policy applies to an individual who is, or has been any of the following in relation to MFSIA – each an "**Eligible Whistleblower**":

- An officer or employee of MFSIA (e.g. current and former employees who are permanent, part-time, fixed-term or temporary, interns, secondees, managers, and directors);
- A supplier of services or goods to MFSIA (whether paid or unpaid) including their employees;
- An associate of MFSIA; and
- A relative or dependent of an individual listed in the categories above (i.e. spouse, parent, child, grandchild or sibling).

This Policy will be made available to MFSIA's officers and employees, including by being available on the MFSIA's Common Drive and MFS' external website. The Complaints Officer, (see [Section V](#)) is responsible for the periodical review, updating and operation of this Policy as well as ongoing education and training for employees.

## III. Whistleblowing Procedure

### A. Eligible Whistleblowers and Criteria for Protection

A discloser qualifies for protection under the Corporations Act if they are an Eligible Whistleblower and:

- They have made a disclosure of information relating to a Disclosable Matter directly to an Eligible Recipient or to the Australian Securities and Investments Commission (**ASIC**) or another prescribed Commonwealth body;
- They have made a disclosure 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 (even in the event the legal practitioner concludes that a disclosure does not relate to a Disclosable Matter); or
- They have made an emergency disclosure or public interest disclosure.

A discloser can still qualify for protection even in their disclosure turns out to be incorrect. However individuals who deliberately submit false reports will not be able to access the whistleblower protections under the Corporations Act.

The types of wrongdoing that can be reported (i.e. **Disclosable Matters**) include information that the discloser has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances in relation to MFSIA or a related body corporate of MFSIA. Disclosable Matters also include conduct that may or may not involve a contravention of a particular law, or

indicates a significant risk to public safety or the stability of or confidence in the financial system. Examples of Disclosable Matters include, but are not limited to:

- Fraud;
- Money laundering or misappropriation of funds;
- Offering or accepting a bribe; or
- Financial irregularities.

Disclosures that are not about Disclosable Matters are not covered by this Policy because they do not qualify for protection under the Corporations Act. However such disclosures may be protected under other legislation, such as the *Fair Work Act 2009* (Commonwealth). These include disclosures that relate solely to personal work-related grievances (such as interpersonal conflicts, decisions about work transfers or promotions). Personal work-related grievances are those that relate to the discloser's current or former employment and have implications for the discloser personally but do not have any other significant implications for MFSIA or relate to any alleged conduct about a Disclosable Matter. However, disclosure about a personal work-related grievance may still qualify for protection where, for example:

- A personal work-related grievance includes information about misconduct;
- Disclosure suggests misconduct, an improper state of affairs or circumstances, or if the disclosure suggests misconduct that has significant implications for the company beyond personal circumstances;
- MFSIA has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public or the financial system;
- The disclosure suffers from or is threatened with detriment for making a disclosure; or
- The discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.

#### B. Who Can Provide Advice on or Receive a Disclosure

In order to qualify for protection as a whistleblower under the Corporations Act, a discloser needs to make a disclosure directly to one of MFSIA's eligible recipients (**Eligible Recipient**), namely:

- The Contact Person listed in Section V;
- An officer or senior manager of MFSIA or a related MFS entity;
- An internal or external auditor (including a member of an audit team conducting an audit) or a related MFS entity; and
- ClearView, which is the outside vendor contracted and authorised by MFS to receive disclosures. For further details on how to make a disclosure to ClearView, see Section C.

The following disclosures are also protected under the Corporations Act:

- Disclosures to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the whistleblower provisions in the Corporations Act;
- Disclosures of information relating to Disclosable Matters to ASIC, APRA or another prescribed Commonwealth body; and
- Disclosures made to a journalist or parliamentarian where it is a public interest disclosure or emergency disclosure. It is important for a discloser to understand the criteria for making a public interest or emergency disclosure. A disclosure must have previously been made to ASIC, APRA or a prescribed body and written notice provided to the body to which the disclosure was made. In the case of a public interest disclosure, at least 90 days must have passed since the previous disclosure. A discloser should contact an independent legal adviser before making such disclosure.

A discloser (whether directly to any Eligible Recipient, not just the Contact Person, or externally) qualifies for protection from the time they make their disclosure, regardless of whether the disclosure or recipient recognizes that the disclosure qualifies for protection.

### C. How to Make a Disclosure

Disclosures can be made to one of the Eligible Recipients above.

In terms of making a disclosure to ClearView, a disclosure can be submitted online through the website at [www.clearviewconnects.com](http://www.clearviewconnects.com) or by calling 1300 849 145, which will connect a discloser to an unrecorded line with an outside service staffed 24 hours a day, 365 days a year. The service will document the nature of the concern, collect the appropriate facts and pass this information on to the MFS Corporate Ombudsman.

Disclosures can be made anonymously and/or confidentially, securely and outside of business hours. Disclosures that are made anonymously can still be protected under the Corporations Act. A discloser can choose to remain anonymous while making a disclosure, over the course of investigation and after the investigation is finalized. A discloser can refuse to answer questions that they feel could reveal their identity during follow-up conversations. A discloser can also choose to adopt a pseudonym for their purposes of their disclosure and not use their true name.

### D. Protections Available to Whistleblowers

The protections available to whistleblowers who qualify for protection following an internal or external disclosure under the Corporations Act are set out below. If a discloser has any concerns about these protections, a discloser may lodge a complaint by contacting the Contact Persons or ASIC. Disclosers are encouraged to seek independent legal advice.

#### i. Identity Protection (Confidentiality)

MFSIA has legal obligations to protect the confidentiality of a discloser's identity. MFSIA is committed to ensuring the confidentiality of the discloser's identity, as well as its disclosure handling and investigation process. MFS has established secure record-keeping and information sharing processes to ensure such confidentiality, including managing correspondence with a discloser.

It is illegal for a person to disclose the identity of a discloser or information that is likely to lead to the identification of the discloser, unless the person's identity is disclosed:

- to ASIC or a member of the Australian Federal Police;
- to a legal practitioner for the purposes of obtaining legal advice or legal representation about the whistleblower provisions in the Corporations Act;
- to a person or body prescribed by regulations; or
- with the consent of the discloser.

#### ii. Protection from Detrimental Acts or Omissions

MFSIA will assess the risk of detriment to the discloser or another person in relation to a disclosure, as soon as it receives a disclosure. There are legal protections for protecting a discloser, or any other person, from detriment in relation to a disclosure. Examples of detrimental conduct which are prohibited by the law include, but are not limited to:

- Dismissal of an employee;
- Discrimination
- Hurt, humiliation, distress and embarrassment;
- Harassment; or
- Intimidation of a person.

Administrative action that is reasonable to protect a discloser from detriment (e.g. when the disclosure relates to wrongdoing in the discloser's immediate work area) or appropriately managing unsatisfactory work performance will not be considered as detrimental conduct.

Human Resources may work with a discloser and management to both support and protect a discloser from risk of detriment from an employment perspective. The Employee Assistance Program (a free, voluntary confidential counseling service available 24 hours a day at 1300 361 964) can also provide professional support to employees and their family members.

iii. Compensation and Remedies

A discloser (or any other employee or person) can seek compensation and other remedies through the courts if:

- They suffer loss, damage or injury because of a disclosure; and
- MFSIA failed to prevent a person from causing the detriment.

iv. Civil, Criminal and Administrative Liability Protection

A discloser is protected from any of the following in relation to their disclosure:

- Civil liability (e.g. any legal action against the discloser for breach of an employment contract, duty of confidentiality or another contractual obligation);
- Criminal liability (e.g. attempted prosecution of the discloser for unlawfully releasing information, or other use of the disclosure against the discloser in a prosecution (other than for making a false disclosure)); and
- Administrative liability (e.g. disciplinary action for making the disclosure).

These protections do not grant immunity for any misconduct a discloser has engaged in that is revealed in their disclosure.

v. Tax Law Protections

There are also protections under the law provided to whistleblowing in relation to tax avoidance behavior and other tax issues. For further information about protections under the tax whistleblower regime, see the Australian Taxation Office's website on tax whistleblowers <https://www.ato.gov.au/general/gen/whistleblowers/>.

E. Investigation

MFSIA will assess each disclosure to determine whether it falls within the scope of this Policy and whether a formal, in-depth investigation is required.

If an investigation is required, MFSIA will determine:

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

Disclosers should note that MFSIA may not be able to undertake an investigation if it is not able to contact the discloser (e.g. if a disclosure is made anonymously and the discloser has refused or omitted to provide a means of contacting them). Without the discloser's consent, MFSIA cannot disclose information that is contained in a disclosure as part of its investigation process unless:

- The information does not include the discloser's identity;

- MFSIA removes information relating to the discloser's identity or other information that is likely to lead to the identification of the discloser (e.g. the discloser's name, position title and other identifying details); and
- It is reasonably necessary for investigating the issues raised in the disclosure.

MFSIA will acknowledge receiving each disclosure within a reasonable period after the disclosure is received if the discloser can be contacted, and will update disclosers periodically at various stages of the process via the discloser's preferred means of communication.

The investigation findings will be documented and reported to those responsible for oversight of this Policy, while preserving confidentiality. A discloser will be informed of the outcome of the investigation. The method for documenting and reporting the findings will depend on the nature of the disclosure. There may be circumstances where it may not be appropriate to provide details of the outcome to the discloser. If a discloser is not satisfied with the outcome of the investigation they should contact the Contact Person or complain to ASIC.

#### F. Ensuring Fair Treatment of Individuals Mentioned in a Disclosure

MFSIA will ensure the fair treatment of its employees who are mentioned in a disclosure that qualifies for protection, including those who are the subject of a disclosure. Namely:

- Disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;
- Each disclosure will be assessed and may be the subject of an investigation;
- The objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported; and
- An employee who is the subject of a disclosure will be advised about:
  - The subject matter of the disclosure as and when required, and prior to any actions being taken; and
  - The outcome of the investigation.

### IV. **Modern Slavery**

Modern slavery takes various forms, such as slavery, servitude, forced and compulsory labor and human trafficking, all of which have in common the deprivation of a person's liberty in order to exploit them for personal or commercial gain. MFSIA has a zero-tolerance approach to modern slavery. MFSIA is committed to not knowingly participating in, causing, contributing to, or being linked to modern slavery practices in its operations and supply chains and makes efforts to mitigate risks of modern slavery within its organisation and supply chains. MFSIA recognises that, through its supply chain and investment arrangements, it can be indirectly connected to organisations that conduct or support modern slavery. MFSIA is committed to continuously improving awareness and response to the risk of modern slavery in its operations and supply chains from an employment, investment management, supplier and vendor management perspective. This Policy provides a confidential reporting mechanism for individuals to raise or reporting of modern slavery concerns, and MFSIA will take appropriate action where issues are investigated and substantiated.

### V. **Who can you contact?**

If you have any questions, concerns or wanting to make a disclosure, please contact us via the following:

**Attention:** The Complaints Officer, MFS International Australia Pty Ltd  
**Mail:** Level 15, 20 Martin Place, Sydney NSW 2000  
**Phone:** (02) 9228 0400  
**Email:** [ComplaintsOfficerAustralia@mfs.com](mailto:ComplaintsOfficerAustralia@mfs.com)

**VI. Changes to this Whistleblower Policy**

MFSIA may change or update sections of this Policy at any time. Please check back from time to time so you are aware of any changes or updates.

Effective Date: December 2025

Classification: Public