



Whistleblowing Policy and Procedures

Overview

From 1 July 2019, the whistleblower protections in the Corporations Act have been expanded to provide greater protections for whistleblowers who report misconduct about companies and company officers.

Company officers, company auditors, and other senior people within companies have obligations under the Corporations Act if they receive a report from a whistleblower. Unless these people handle the whistleblower report correctly, they may breach the Corporations Act obligations.

The whistleblower protections include criminal offences and civil penalties for a person causing or threatening detriment to a whistleblower or breaching a whistleblower's confidentiality, including during an investigation into the whistleblower's concerns.

ASIC considers that a strong and effective whistleblower policy is a key component of corporate governance. Respect and fair treatment for whistleblowers, commitment to address whistleblower concerns, and reporting of whistleblower concerns to senior executives and board members will assist a company to manage itself, comply with its obligations, and improve its performance.

Corporate sector whistleblower protection regime

A person can access the legal rights and protections for whistleblowers in the Corporations Act if they meet the definition of an 'eligible whistleblower'.

These criteria seek to include most people with a connection to a company or organisation who may be in a position to observe or be affected by misconduct and may face reprisals for reporting it. These people can access the rights and protections in the law from when they report misconduct which includes in addition to the existing criminal offences, for causing or threatening detriment to (or victimising) a whistleblower and for breaching a whistleblower's confidentiality. The protections also extend to the spouses and relatives of these people.

The regime gives protections for whistleblowers in limited circumstances if they disclose to a journalist or parliamentarian after they have reported to ASIC or APRA their concerns about:

- substantial and imminent danger to the health or safety of one or more people or to the natural environment; or
- matters in the public interest after 90 days.

Provides whistleblowers with easier access to compensation and remedies if they suffer detriment, including protections from costs orders unless a court finds the claim to be vexatious or the whistleblower acted unreasonably.

Whistleblowers can provide their name and contact details when they report. They can also report anonymously.

ASIC is responsible for enforcing the corporate sector whistleblower protection regime, including where a whistleblower may suffer detriment for alleging breaches of laws outside of ASIC's regulatory responsibilities.

The regime also applies to whistleblower reports made before 1 July 2019, if a whistleblower's confidentiality is breached or they suffer detriment on or after 1 July 2019.

The eligible whistleblower criteria are set out in the Table below. There is no formal registration process for whistleblowers; the protections apply to anyone who meets the criteria in the Table below.

Criteria	The law requires
Person's role	<p>Must be a current or former:</p> <ul style="list-style-type: none"> • employee of the company or organisation their disclosure is about, or a related company or organisation • officer (usually that means a director or company secretary) of the company or organisation their disclosure is about, or a related company or organisation • contractor, or an employee of a contractor, who has supplied goods or services to the company or organisation their disclosure is about, or a related company or organisation. This can be either paid or unpaid, and can include volunteers • associate of the company or organisation, usually a person with whom the company or organisation acts in concert • trustee, custodian or investment manager of a superannuation entity, or an officer, employee, or a goods or service provider to a trustee, custodian, investment manager, or • spouse, relative or dependant of one of the people referred to above.
Company or organisation the person's disclosure is about	<p>The organisation disclosure is about must be:</p> <ul style="list-style-type: none"> • a company • a bank • a provider of general insurance or life insurance • a superannuation entity or a superannuation trustee, or • an incorporated association or other body corporate that is a trading or financial corporation. This includes not for-profit organisations that trade in goods or services, lend or borrow money, or provide other financial services, and their trading or financial activities make up a sufficiently significant proportion of their overall activities. Not all not-for-profit organisations are subject to the whistleblower protections.
Who the person makes the disclosure to	<p>Disclosure must be made to:</p> <ul style="list-style-type: none"> • a director, company secretary, company officer, or senior manager of the company or organisation, or a related company or organisation • an auditor, or a member of the audit team, of the company or organisation, or a related company or organisation • an actuary of the company or organisation, or a related company or organisation • a person authorised by the company or organisation to receive whistleblower disclosures • ASIC or the Australian Prudential Regulation Authority (APRA), or • their lawyer. <p>While disclosure must be to one of these people or organisations, concerns can be raised anonymously.</p>

Criteria	The law requires
Subject of the person's disclosure	<p>Must have reasonable grounds to suspect that the information disclosed about the company or organisation concerns:</p> <ul style="list-style-type: none"> • misconduct, or • an improper state of affairs or circumstances. <p>This information can be about the company or organisation, or an officer or employee of the company or organisation, engaging in conduct that:</p> <ul style="list-style-type: none"> • breaches the Corporations Act • breaches other financial sector laws enforced by ASIC or APRA • breaches an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months, or • represents a danger to the public or the financial system. <p>'Reasonable grounds' means that a reasonable person in the persons position would also suspect the information indicates misconduct or a breach of the law.</p> <p>Note a report solely about a personal work-related grievance is not covered by the protections.</p>

360 Capital Whistleblowing Procedures

Handling revelations from a whistleblower

Under the Corporations Act you can only pass on the revelation and the identity of the whistleblower (or information that may lead to the identity of the whistle blower) under the following circumstances:

- You can pass it onto ASIC, APRA or the Australian Federal Police without asking for the whistleblower's permission.
- You can only pass it onto a third party if the whistleblower has given their consent. This means, for example, that a company secretary cannot pass on the revelation to members of the board or the CEO unless the whistleblower has consented to them doing this.

How we will support whistleblowers and protect them from detriment

360 Capital is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report are treated fairly and do not suffer disciplinary, discriminatory or other adverse action.

- (a) Protection against disciplinary, discriminatory or other adverse action.

If you are subjected to treatment which may include dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report under this policy you should:

- Inform the person whom you made the disclosure to or the Chairman of the Board.

- (b) Protection of your identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this policy, 360 Capital will only share your identity as a whistleblower or information likely to reveal your identity if:

- i. you consent;
- ii. the concern is reported to the Australian Securities and Investments Commission ("ASIC"), the Australian Prudential Regulation Authority ("APRA"), the Tax Commissioner or the Australian Federal Police ("AFP"); or
- iii. the concern is raised with a lawyer for the purpose of obtaining legal advice or representation. If 360 Capital needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk.

Any disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.

Whom disclosures that qualify for protection under the law may be made

360 Capital recommends that disclosures that qualify for protection under the law may be made to 360 Capital's Company Secretary or the Chairman of 360 Capital's Board and that disclosures be made in writing. Disclosures may also be made to any Director of 360 Capital's Board or 360 Capital's auditor.

Consideration should be given to ensuring the policy recommends that whistleblowers make their revelations directly to an appropriate person, such as chairman of the audit committee of the Board or some other person as required by another regulator or overseas regulatory requirement relevant to the company.

How we will investigate disclosures that qualify for protection under the law

360 Capital will investigate all disclosures that qualify for protection under the law. 360 Capital will handle your reports and personal information to protect your identity and ensure confidentiality during any investigation.

360 Capital will investigate all matters reported under this policy as soon as practicable after the matter has been reported. The person who disclosure of the matter was made may, with your consent, appoint a person to assist in the investigation of a report. Where appropriate, 360 Capital will provide feedback to you regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made).

The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the subject of the disclosure and the circumstances.

While the particular investigation process and enquiries adopted will be determined by the nature and substance of the report, in general, as soon as practicable upon receipt of the report, if the report is not anonymous, the person who disclosure of the matter was made will contact you to discuss the investigation process including who may be contacted and such other matters as are relevant to the investigation.

Where a report is submitted anonymously, 360 Capital will conduct the investigation and its enquiries based on the information provided to it.

How we will ensure fair treatment of employees of the company who are mentioned in disclosures that qualify for protection under the law

360 Capital is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report are treated fairly and do not suffer disciplinary, discriminatory or other adverse action.

- (c) Protection against disciplinary, discriminatory or other adverse action.

If you are subjected to treatment which may include dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected with making a report under this policy you should:

- Inform the person whom you made the disclosure to or the Chairman of the Board.

- (d) Protection of your identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under this policy, 360 Capital will only share your identity as a whistleblower or information likely to reveal your identity if:

- iv. you consent;
- v. the concern is reported to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority ("APRA"), the Tax Commissioner or the Australian Federal Police ("AFP"); or
- vi. the concern is raised with a lawyer for the purpose of obtaining legal advice or representation. If 360 Capital needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk.

Any disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.

How this Policy will be made available to 360 Capital officers and employees

This policy will be made available on 360 Capital's website. In addition, the Compliance Manager will make it available to officers and employees of 360 Capital on induction and thereafter on an annual basis.

The Compliance Manager will train all staff on this policy and check on the effectiveness of the processes related to this policy on an annual basis.

Training will focus on the importance of obtaining the whistleblower's consent to pass the information on to necessary third parties so that it can be investigated or its impact assessed.