

## 1. Introduction

Capital Group Investment Management Limited (A.C.N. 164 174 501; AFSL No. 443118) (CGIML) and Capital International, Inc (CIInc) are committed to maintaining a high standard of integrity and ensuring safe whistleblower protections for all associates. A Whistleblower Policy is in place to ensure that individuals who disclose wrongdoings can do so safely, securely and with confidence that they will be supported and protected, and to ensure that disclosures are dealt with appropriately and timely. CGIML and CIInc rely on eligible whistleblowers ('Eligible Whistleblowers'), including their employees ('Associates'), to bring to their attention information on actual or potential misconduct that may be occurring in the workplace.

## 2. Whistleblowing Disclosure

### 2.1 Eligible Whistleblowers

The following Eligible Whistleblowers are entitled to protections under this Whistleblower Policy:

1. Any current or former officer of CGIML or CIInc;
2. Any current or former Associate of CGIML or CIInc;
3. Any current or former supplier of services or goods to CGIML or CIInc, including their employees;
4. Any current or former individual who is an associate of CGIML or CIInc;
5. Any relative, dependent, or spouse of an individual referred to in 1 to 4.

### 2.2 Disclosable Matters

Under s1317AA of the Corporations Act 2001, Disclosable Matters are information if the Eligible Whistleblower has reasonable grounds to suspect that the information concerns misconduct, or an improper state of affairs or circumstances in relation to a regulated entity or a related body corporate of the regulated entity.

Disclosable Matters also involve information about an entity, if the disclosure has reasonable grounds to suspect that the information indicates those entities (including their officers or employees) have engaged in conduct that

- (a) constitutes an offence against, or a contravention of, a provision of any of the following:
  - (i) the Corporations Act 2001;
  - (ii) the ASIC Act 2001;
  - (iii) the Banking Act 1959;
  - (iv) the Financial Sector (Collection of Data) Act 2001
  - (v) the Insurance Act 1973;

- (vi) the Life Insurance Act 1995;
- (vii) the National Consumer Credit Protection Act 2009
- (viii) the SIS Act;
- (ix) an instrument made under an Act in (i) to (viii) above.
- (b) constitutes an offence against any law of the Commonwealth that is punishable by imprisonment of 12 months or longer;
- (c) represents a danger to the public or the financial system; or
- (d) is prescribed by regulation.

For the purposes of this Whistleblower Policy, Disclosable Matters also include disclosures qualifying for protection under s14ZZT of the Taxation Administrations Act 1953.

For practicable purposes and in light of the nature of CGIML and CInc business in Australia, we list out below Disclosable Matters under Whistleblower Policy:

1. Insider trading;
2. Fraud, money laundering or misappropriation of funds;
3. Offering or accepting a bribe;
4. Any failure to comply with any legal or regulatory obligation;
5. Any miscarriage of justice;
6. Putting the health and safety of any individual in danger;
7. Damage to the environment;
8. 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;
9. Deliberate concealment relating to any of the above;
10. *Misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of CGIML or CInc or their associated entities.*

Disclosable Matters do not include minor personal work-related grievances that do not concern the conduct or alleged conduct of CInc or CGIML. Under s1317AADA(2) of the *Corporations Act 2001*, examples of personal work-related grievances include:

- minor interpersonal conflict between one Associate and another;
- a decision that does not involve a breach of workplace laws;
- a decision about the engagement, transfer or promotion of the Eligible Whistleblower;
- a decision about the terms and conditions of engagement of the Eligible Whistleblower; or
- a decision to suspend or terminate the engagement of the Eligible Whistleblower, or otherwise to discipline the Eligible Whistleblower.

However, personal work-related grievances that include information that is a "Disclosable Matter" are still subject to protection under this Whistleblower Policy.

All Associates are responsible for complying with the Capital Group Code of Ethics. As part of that responsibility, associates are obligated to report violations of the Capital Group Code of Ethics promptly, including:

1. fraud or illegal acts involving any aspect of CGIML's or CIInc's business;
2. non-compliance with applicable laws, rules and regulations;
3. intentional or material misstatements in regulatory filings, internal books and records, or client records and reports; and
4. activity that is harmful to investors in CGIML issued products.

Reported violations will be investigated and appropriate action will be taken, which may include reporting the matter to relevant regulator(s) if determined to be appropriate by legal counsel. Once a violation has been reported, all Associates are required to cooperate with CGIML or CIInc, as the case may be, in the internal investigation of any matter by providing honest, truthful and complete information.

### **3. Reporting Procedure and eligible recipients**

Eligible Whistleblowers may report confidentially to a CGIML or CIInc manager/department head, or by accessing the Open Line by calling 800 421 4982 (ext.53456) in North America, 0011 800 6736 2255<sup>1</sup> in Asia (ext 70440) and 00 800 4363 8283 (ext. 75283) in Europe, or sending an email to [openline@capgroup.com](mailto:openline@capgroup.com). Calls and emails will be directed to the Open Line Committee.

Open Line is a dedicated telephone reporting line that has been established to enable Eligible Whistleblowers to report their concerns anonymously. CGIML and CIInc will ensure that the result of the report, the report itself and the identity of the Eligible Whistleblower are kept confidential throughout the process. Additionally, all Eligible Whistleblowers can report anonymously, and can choose to provide the Open Line representative with only a phone number or discrete email address for the purposes of receiving a full report of the investigation that was undertaken as a result of their disclosure.

Eligible Whistleblowers may also disclose their concern to the following individuals ("Eligible Recipients) to qualify for protection:

1. Chief Compliance Officer, CIInc: +1 (213) 486-9676;
2. Head of Compliance, Asia-Pacific: +65 6535 3777
3. Head of Legal, Asia - Pacific: +65 6535 3777;
4. ASIC (Australian Securities and Investments Commission): 1300-300-630;

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1. Applicable to Optus and Telstra users only in Australia

5. APRA (Australian Prudential Regulation Authority): 1300-558-849;
6. ATO (Australian Taxation Office Tax): 1800-060-062
7. Auditors of CGIML, CIIInc. or a related entity;
8. Actuaries of CGIML, CIIInc. or a related entity; and
9. Registered tax agent or BAS agent (within the meaning of the Income Tax Assessment Act 1997) or who provides tax or BAS agent services to CGIML or CIIInc.

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 2001* are protected (even in the event that the legal practitioner concludes that a disclosure does not relate to a 'disclosable matter').

Under s1317AAD(1) of the *Corporations Act 2001*, a disclosure of information ("the public interest disclosure") by a Eligible Whistleblower qualifies for protection if:

- (a) the Eligible Whistleblower has previously made a disclosure of that information ("the previous disclosure") that qualifies for protection under s1317AA(1) of the *Corporations Act 2001*;
- (b) at least 90 days have passed since the previous disclosure was made;
- (c) the Eligible Whistleblower does not have reasonable grounds to believe that action is being, or has been taken, in relation to their disclosure;
- (d) the Eligible Whistleblower has reasonable grounds to believe that making a further disclosure of the information is in the public interest; and
- (e) before making the public interest disclosure, the Eligible Whistleblower has given written notice to the body in RG 270.75(a) (i.e. the body to which the previous disclosure was made) that:
  - (i) includes sufficient information to identify the previous disclosure; and
  - (ii) states that the Eligible Whistleblower intends to make a public interest disclosure.

Under s1317AAD(2) of the *Corporations Act 2001*, a disclosure of information ("the emergency disclosure") by a Eligible Whistleblower qualifies for protection if:

- (a) the Eligible Whistleblower has previously made a disclosure of that information ("the previous disclosure") that qualifies for protection under s1317AA(1) of the *Corporations Act 2001*;
- (b) the Eligible Whistleblower has reasonable grounds to believe that the information concerns a substantial and imminent danger to health and safety of one or more persons or to the natural environment; and
- (c) the Eligible Whistleblower gives the body to which the previous disclosure was made a written a notification that:
  - (i) includes sufficient information to identify the previous disclosure; and

- (ii) states that the Eligible Whistleblower intends to make an emergency disclosure
- (d) the emergency disclosure was made to:
  - (i) a member of the Parliament of the Commonwealth, the Parliament of a State or 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 paragraph (d) of the substantial and imminent danger.

An Eligible Whistleblower should contact an independent legal adviser before making a public interest disclosure or an emergency disclosure.

#### **4. Handling of Disclosable Matters**

CGIML and CInc will assess whether the Disclosable Matter received by Eligible Recipients

- (i) qualifies for protection; and
- (ii) whether a formal, in-depth investigation is required.

The objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported. The investigation will be undertaken objectively, fairly and independently.

The time frame for investigation varies according to the nature of the disclosable matter. CGIML and CInc is to ensure that disclosure of information during the investigation cannot lead to identification of the Eligible Whistleblower without the Eligible Whistleblower's consent, unless it is reasonably necessary for investigating the issues raised in the disclosure. If the disclosure was made anonymously, then it may give rise to limitations to the investigation process if the Eligible Whistleblower refuse to provide a means of contacting them and does not keep in contact with CGIML and / or CInc regularly throughout the investigation.

CGIML and CInc will keep the Eligible Whistleblower updated regularly throughout the investigation of issues raised in the disclosure. The frequency and time frame of such update will vary depending on the nature of the disclosure.

An Associate who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken (e.g, if the disclosure will be the subject of an investigation).

All Disclosable Matters will be thoroughly investigated by senior representatives from HR, Legal, and Compliance who will ensure reasonable steps are taken to address the misconduct. Any findings or disciplinary action as a result of a whistleblower report will be reported to the CGIML and CIIInc boards and minutes made available for auditing purposes, while preserving confidentiality appropriate to the nature of the disclosure. A member of the Open Line Committee or someone acting on their behalf will promptly address all calls and emails, with feedback no later than 90 days after the incident has been reported.

## 5. Whistleblower Protections

CGIML and CIIInc strictly prohibit retaliation against any Eligible Whistleblower who makes a complaint, raises a concern, provides information or otherwise assists in an investigation regarding any conduct that he or she reasonably believes to be in violation of the CG Code of Ethics and this Whistleblower Policy. This policy is designed to ensure that Associates comply with their obligations to report violations without fear of retaliation.

CGIML and CIIInc will also ensure the confidentiality of the whistleblower, where those entrusted with keeping the anonymity of the whistleblower would neither disclose the identity of a Eligible Whistleblower nor information that is likely to lead to the identification of the Eligible Whistleblower, with exception to the following:

1. the Eligible Whistleblower's identity is being disclosed to ASIC, APRA, or a member of the Australian Federal Police;
2. to a legal practitioner (for the purposes of obtaining legal advice or legal representation about the whistleblower provisions in the Corporations Act);
3. to a person or body prescribed by regulations; or
4. with the consent of the Eligible Whistleblower.

If those entrusted with keeping the anonymity of the whistleblower did not receive the consent of the Eligible Whistleblower to disclose the information received, the information can only be disclosed if:

1. the information does not include the Eligible Whistleblower's identity;
2. the entity has taken all reasonable steps to reduce the risk that the Eligible Whistleblower will be identified from the information; and
3. it is reasonably necessary for investigating the issues raised in the disclosure.

Additionally, the following, whether committed or threatened, are considered acts of retaliation, or detriment that will not be tolerated:

1. Dismissal of an Associate;
2. Injury of an Associate in his or her employment;
3. Alteration of an Associate's position or duties to his or her disadvantage;
4. Discrimination between an Associate and other Associates of the same employer;
5. Harassment or intimidation of a person;
6. Harm or injury to a person, including psychological harm;
7. Damage to a person's property;
8. Damage to a person's reputation;
9. Damage to a person's business or financial position; and
10. Any other damage to a person.

A whistleblower is protected from the below in relation to the disclosure:

- civil liability (e.g. any legal action against the Eligible Whistleblower for breach of an employment contract, duty of confidentiality to another or another contractual obligation);
- criminal liability (e.g. attempted prosecution of the Eligible Whistleblower for unlawfully releasing information, or other use of the disclosure against the Eligible Whistleblower in a prosecution (other than for making a false disclosure)); or
- administrative liability (e.g. disciplinary action for making the disclosure)
- but this protection does not extend to misconduct a whistleblower engages in that is revealed in the disclosure.

Please note that the prohibitions around retaliation and detriment are to be taken seriously. Those entrusted with keeping the anonymity of, and protection of, Eligible Whistleblowers can face both financial penalties as well as up to 2 years imprisonment if they are determined to have engaged in detrimental conduct as referenced above.

Eligible Whistleblowers may seek independent legal advice or contact regulatory bodies, such as ASIC, APRA or the ATO, if they believe they have suffered detriment or retaliation.

Please also note that the protections do not grant immunity for any misconduct an Eligible Whistleblower has engaged in that is revealed in their disclosure. However, under ASIC Immunity Policy, an individual who has engaged with others to manipulate the market, commit insider trading or engage in dishonest conduct when operating a financial services business (under Part 7.10 of the Corporation Act) can, in certain circumstances, seek immunity from both civil penalty and criminal proceedings.

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