

Policy Supplement

**Code of Conduct – Sharing Concerns
and Reporting Violations, Australia
Policy Supplement**

Current Effective Date: November 29, 2022

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1. Summary or Rationale

The Code of Conduct - Sharing Concerns and Reporting Violations - Australia Policy Supplement (**Supplement**) is to address Part 9.4AAA of the Corporations Act 2001 (Cth) and Part IVD of the Taxation Administration Act 1953 (Cth) (collectively, Whistleblowing Laws) requirements with respect to providing mechanisms for the reporting of potential and actual wrongdoing at work or related to the firm, and to outline the statutory protections available to such Whistleblowers.

Subject to local laws and regulations, the firm requires Workforce Members to promptly report all potential or actual violations of the JPMC Code of Conduct (**Code**), the Supplier Code of Conduct (**Supplier Code**), any internal firm policy, or any law or regulation related to the business of JPMorgan Chase & Co., and its direct and indirect subsidiaries (firm). This includes any potential or actual illegal conduct, or conduct that violates the principles of the Code by customers, suppliers, consultants, Workforce Members, or other business partners or agents. The firm has a number of ways through which Workforce Members can share concerns and report violations, as set out in the Code.

2. Primary Policy

This is a policy supplement to the JPMC Code of Conduct and must be read in conjunction therewith. All requirements of the Code are hereby incorporated by reference, with additional requirements as set forth below.

3. Scope

	Subject To	Role To Play
Lines of Business	• All	• N/A
Corporate Function(s)	• All	<ul style="list-style-type: none"> • Compliance • Global Security & Investigations & Military Affairs • Human Resources • Legal
Locations	• Australia	
Legal Entities	<ul style="list-style-type: none"> • JPMorgan Chase Bank, N.A. - Sydney Branch • J.P. Morgan Securities Australia Limited • JPMorgan Asset Management (Australia) Limited • Max Recovery Australia Pty Limited • J.P. Morgan Administrative Services Australia Limited 	

4. Changes from Previous Version

Annual review, with no substantive updates.

5. Additional Requirements

The process outlined by the Supplement is in addition to, and does not replace, Workforce Member rights, responsibilities and obligations listed in the Code and the Supplier Code.

A concern or complaint raised in a manner set out in this Supplement and which satisfies all of the criteria set out in this Supplement will be considered a “Whistleblowing Complaint”. All other concerns or complaints can be reported through other methods as set out within the Code or Supplier Code.

6. Policy Statements

Whistleblowing Complaint: The type of complaints considered as Whistleblowing Complaints under the Whistleblowing Laws that qualify for statutory protection.

Not a Whistleblowing Complaint: The type of complaints that are not considered Whistleblowing Complaints under the Whistleblowing Laws.

Reporting Whistleblowing Complaints Internally: Eligible Disclosers can internally report Whistleblowing Complaints to Eligible Recipients.

Reporting Whistleblowing Complaints Externally: Eligible Disclosers can report Whistleblowing Complaints externally to specified external authorities.

Confidentiality and Anonymity: The extent to which confidentiality and anonymity apply to Whistleblowing Complaints.

Non-Retaliation and Other Protections: Eligible Disclosers who make Whistleblowing Complaints are protected from retaliation and intimidation.

Firm Responsibilities: JPMC has a duty to consider and/or investigate issues raised and other responsibilities.

7. Whistleblowing Complaint

Not all complaints or concerns will be considered a “Whistleblowing Complaint”, although we encourage Eligible Disclosers to share their concerns at any time.

Under the Whistleblowing Laws, only certain types of matters raised with an Eligible Recipient are considered a Whistleblowing Complaint that qualifies for statutory protection, namely the disclosure of information if the Eligible Discloser has reasonable grounds to suspect that the information:

- concerns misconduct, or an improper state of affairs or circumstances, in relation to the firm; or
- indicates that the firm, or an officer or workforce member of the firm, has engaged in conduct that:
 - constitutes an offence against, or a contravention of, a provision of any of the following laws:
 - the Corporations Act 2001 (Cth);
 - the Australian Securities and Investments Commission Act 2001 (Cth);
 - the Banking Act 1959 (Cth);
 - the Financial Sector (Collection of Data) Act 2001 (Cth);

- the Insurance Act 1973 (Cth);
 - the Life Insurance Act 1995 (Cth);
 - the National Consumer Credit Protection Act 2009 (Cth);
 - the Superannuation Industry (Supervision) Act 1993 (Cth);
 - an instrument made under any of the above Acts;
- indicates that the firm, or an officer or workforce member of the firm, has engaged in conduct that constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
 - indicates that the firm, or an officer or workforce member of the firm, represents a danger to the public or the financial system; or
- concerns misconduct, or an improper state of affairs or circumstances in relation to the tax affairs of the firm where the information may assist the Eligible Recipient to perform functions or duties in relation to the tax affairs of the firm or an associate (Tax Disclosure).

Examples of information concerning alleged misconduct includes, but is not limited to:

- fraud;
- negligence;
- dishonest, corrupt or illegal activity;
- misleading or deceptive conduct (including practices or representations which amount to improper or misleading accounting or financial reporting practices); and
- breaches of anti-money laundering or anti-bribery laws.

It is important to note that not all disclosures that may qualify for statutory protection need to involve a contravention of a particular law including, but not limited to, where a disclosure relates to a significant risk to public safety or the stability of the financial system. For example, if information would be of interest to a regulatory authority or suggests a risk of customer harm.

Questions about the type of conduct that will be considered a Whistleblowing Complaint under this Supplement and may qualify for statutory protection should be directed to a Whistleblowing Champion.

8. Not a Whistleblowing Complaint

Personal work-related grievances are not generally considered Whistleblowing Complaints for the purposes of the Whistleblowing Laws and this Supplement. A matter will be considered a personal work-related grievance if the information concerns a grievance about any matter in relation to the discloser's employment, or former employment, having or tending to have implications for the discloser personally and the information does not have significant implications for the firm or does not concern conduct of a type set out in *Section 7 Whistleblowing Complaint*.

Examples of grievances that may be considered to be personal work-related grievances are as follows:

- an interpersonal conflict between the Eligible Discloser and another Workforce Member;

- a decision relating to the engagement, transfer or promotion of the Eligible Discloser;
- a decision relating to the terms and conditions of engagement of the Eligible Discloser; or
- a decision to suspend or terminate the engagement of the Eligible Discloser, or otherwise to discipline the Eligible Discloser.

Personal work-related grievances are able to be reported at any time using any of the reporting methods set out in the Code or Supplier Code.

There may be some instances where a personal work-related grievance has significant implications for the firm. For example, if it includes information about misconduct beyond an Eligible Discloser's personal circumstances or demonstrates systemic issues or that the firm has breached employment or other laws punishable by 12 months' imprisonment or more or engaged in conduct that represents a danger to the public. Where this is determined to be the case under the processes in this Supplement, a disclosure will be considered to be a Whistleblowing Complaint and handled in accordance with this Supplement.

9. Reporting Whistleblowing Complaints Internally

A matter will only be considered a Whistleblowing Complaint if an Eligible Discloser shares a concern of the type set out in *Section 7 Whistleblowing Complaint* with an Eligible Recipient or an eligible regulator or Commonwealth body as detailed in *Section 10 Reporting Whistleblowing Complaints Externally*.

Our designated Whistleblowing Champions are best placed to receive and manage your complaint and to advise you on whether the firm considers the concerns you have shared are deemed to be a Whistleblowing Complaint and whether an investigation is required.

The Firm's Code Reporting Hotline (Hotline) is authorized by JPMC to be an Eligible Recipient for the purpose of this Supplement. You can contact the Hotline by dialing the access number (1-800-881-011 or 1-800-551-155), and then dialing 855-576-2633 or by visiting <https://www.tnwgrc.com/jpmc/>. The Hotline is operated by an external company, so you will communicate with someone who is not a JPMC Workforce Member. The Hotline is staffed 24/7, so you will always be able to speak to a person about your concern.

You are able to make a disclosure to the Hotline anonymously and still be protected under the Whistleblowing Laws. By making a report to the Hotline (via telephone or electronic means) and providing information that includes your identity, you will be taken to have consented to your disclosure (including information relating to your identity) being provided to the firm for the purpose of conducting an investigation into the matters raised.

You are also able to make a disclosure to other persons, as set out in the definition of Eligible Recipient. Although we have set out a number of Eligible Recipients of a Whistleblowing Complaint as outlined above, we encourage you to raise your concerns with a Whistleblowing Champion.

You may also wish to contact the Whistleblowing Champions if you are seeking further information about the Firm's reporting processes or the Supplement in general.

10. Reporting Whistleblowing Complaints Externally

Whilst the firm encourages disclosures to be made to an internal Eligible Recipient in the first instance in order to address issues as early as possible, a disclosure can be made to the Australian Securities and Investment Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Australian Taxation Office (ATO) or another Commonwealth body prescribed by regulation. Any such disclosure will be considered a Whistleblowing Complaint for the purpose of this Supplement as long as the concern is of the type set out in *Section 7 Whistleblowing Complaint*.

Contact details of key external bodies are detailed below.

Regulator	Website	Hotline
Australian Securities and Investment Commission	https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/	1300 300 630
Australian Prudential Regulation Authority	https://www.apra.gov.au/information-being-whistleblower-and-making-public-interest-disclosure	1300 558 849
Australian Federal Police	https://www.afp.gov.au/contact-us/report-commonwealth-crime	(02) 6131 3000
Australian Taxation Office (in relation to matters that qualify for protection under the Taxation Administration Act 1953 (Cth))	https://www.ato.gov.au/General/Gen/W/whistleblowers	1800 060 062

In addition, Whistleblowing Laws outline limited circumstances in which an Eligible Discloser can make a public interest disclosure or an emergency disclosure to a member of the Commonwealth, State or Territory Parliaments or a journalist. To qualify for protection in these circumstances, a disclosure must have previously been made to ASIC, APRA or another 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. It is important to understand the criteria for making this kind of disclosure before doing so, and we encourage Eligible Disclosers to seek legal advice on what constitutes a public interest disclosure or an emergency disclosure.

Eligible Disclosers are also able to make a disclosure to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of the Whistleblowing Laws. A disclosure made to a legal practitioner in these circumstances will be given the same protections as if it was a Whistleblowing Complaint, even if the practitioner concludes that it is not a Whistleblowing Complaint or does not otherwise qualify for protection.

11. Confidentiality and Anonymity

You may raise a concern to an Eligible Recipient anonymously. There is no requirement for an Eligible Discloser to identify himself or herself in order for a disclosure to qualify as a Whistleblowing Complaint and receive protection under the Whistleblowing Laws.

In order to carry out any investigation we may have to engage other Workforce Members within the firm in addition to having discussions with you. The information provided by an Eligible Discloser will be handled discreetly and only shared with those we have an obligation to inform, including, but not limited to, regulators/external authorities such as

ASIC, APRA, the Australian Federal Police or other governmental agencies where we are legally required to do so, or others who need the information to investigate and resolve and, if necessary, remediate the issue.

An Eligible Discloser may request anonymity while making a disclosure, over the course of any investigation that takes place, and after the investigation is finalised.

The firm will respect an Eligible Discloser's right not to identify themselves. Some examples of anonymity protection adopted by the firm in accordance with this Supplement are:

- the Hotline, which is operated by an organisation of trained professionals that is independent of the firm;
- the use of pseudonyms, redactions and gender-neutral language during the handling and investigations process; and
- the use of independent investigations teams as required to prevent any unintended disclosure of the Eligible Discloser's identity.

An Eligible Discloser can refuse to answer questions they feel may reveal their identity at any time. However, an Eligible Discloser who is seeking to remain anonymous should facilitate the establishment of a two-way communication channel for any feedback and follow-up questions that may be required throughout the Firm's investigation process.

If you make a disclosure to an Eligible Recipient set out in *Section 9 Reporting Whistleblowing Complaints Internally* and reveal your identity, you may be asked to consent to the disclosure of your identity and/or information that may identify you. Such disclosure will be limited to the extent necessary for the firm to conduct an investigation into your concern including obtaining legal advice as detailed above, and so that the firm can take additional steps to protect you from retaliation. In addition, the firm may disclose the information received to appropriate regulatory authorities, such as ASIC, APRA, the Australian Federal Police or other governmental agencies if required.

If you do not consent to the disclosure of your identity, it may limit the Firm's investigation process and the firm may be limited in its capacity to undertake an investigation if we are unable to contact you. For this reason, the firm encourages Eligible Disclosers to disclose their identity so their report can be fully investigated and the firm can aim to provide the person with the support and protections contemplated by this Supplement.

If you elect to remain anonymous when making a Whistleblowing Complaint, the Eligible Recipient of your disclosure will not disclose your identity (if known) to any other party with the exception of the legal and regulatory requirements as detailed above. The Eligible Recipient can disclose the information contained in a disclosure with or without the Eligible Discloser's consent if:

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

Sometimes the need for confidentiality for a number of parties may prevent us from discussing with you the specific details of an investigation, any outcome or action taken. The firm will endeavor to keep you updated on a regular basis on the status of the investigation.

You should also treat any information about the investigation as confidential. The restriction on disclosing confidential information is not intended to prevent you from reporting to regulators or external authorities any concerns or issues falling under *Section 10 Reporting Whistleblowing Complaints Externally* or from responding truthfully to questions or requests from regulators or external authorities or in a court of law.

If an Eligible Discloser thinks there has been a breach of confidentiality, an Eligible Discloser can make a complaint under the processes described in *Section 9 Reporting Whistleblowing Complaints Internally*. An Eligible Discloser can also lodge a complaint under the processes described in *Section 10 Reporting Whistleblowing Complaints Externally*. The Whistleblowing Laws make it an offence to breach the confidentiality protections which apply to Whistleblowing Complaints and there are significant penalties for doing so.

12. Non-Retaliation and Other Protections

Eligible Disclosers should not be afraid to speak up and promote an ethical culture at the firm. Intimidation or retaliation is strictly prohibited against anyone who makes or may make a report and has reasonable grounds to suspect that the information they are reporting amounts to potential or actual wrongdoing, illegal conduct, or conduct that violates the principles of the Code or Supplier Code.

The firm strictly prohibits intimidation, victimization or retaliation against any Eligible Disclosers who report concerns in relation to any actual or potential wrongdoing as well as anyone who assists with any inquiry or investigation arising from a reported concern.

If an Eligible Discloser makes a Whistleblowing Complaint, then pursuant to the Whistleblowing Laws, they will not be subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure. No contractual or other remedy may be enforced, and no contractual or other right may be exercised, against the Eligible Discloser. This is the case even if, as a result of an investigation based upon your disclosure, we determine that there was in fact no wrongdoing. You can, however, still be subject to civil, criminal or administrative liability (including disciplinary action) if the concern you have raised relates to, or reveals, misconduct by you.

These protections apply from the time a Whistleblowing Complaint is made irrespective of whether the report has been made internally (for example, to a Whistleblowing Champion or the Hotline) or externally (for example to a regulatory body or by way of a public interest or emergency disclosure) in accordance with the requirements of the Whistleblowing Laws.

However, if you did not have reasonable grounds to suspect that the information you are disclosing falls into the definition of Whistleblowing Complaint set out in *Section 7 Whistleblowing Complaint* (for instance, if you made a false and malicious disclosure or intentionally provided false information (be it to the firm, any regulators or third parties)), the firm may take disciplinary action against you.

In addition, under the Whistleblowing Laws, the firm cannot engage in conduct that causes detriment to an Eligible Discloser because the firm believes or suspects that a person has made, may have made, proposes to make or could make a Whistleblowing Complaint. Detrimental conduct can include termination of employment, harassment or intimidation, or harm or injury to a person, including a psychological harm. Detrimental conduct does not include reasonable administrative action (for example moving the work location of an Eligible Discloser away from another individual the subject of the Whistleblowing Complaint) or

managing unsatisfactory work performance in line with the Firm's performance management framework.

An Eligible Discloser can seek compensation and other remedies if they suffer loss or damage because of a disclosure and if the firm failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

The firm also provides an extensive Employee Assistance Program (**EAP**), which provides short term counselling and wellbeing support to Workforce Members and immediate family members, which may be of assistance to a person who has made a Whistleblowing Complaint. An Eligible Discloser can also contact a Whistleblowing Champion at any time if they have concerns or wish to discuss other support that they may seek.

Any complaint of alleged detriment or victimization against an Eligible Discloser in contravention of this Supplement or the protections contained in this section should be made under this Supplement and will be treated in the same way as a Whistleblowing Complaint. An Eligible Discloser can also seek independent legal advice or contact regulatory bodies including ASIC or APRA if they believe they have suffered detriment.

13. Firm Responsibilities

Provided sufficient information is provided by an Eligible Discloser, a Whistleblowing Complaint will be investigated as soon as practicable after the matter has been referred to a Whistleblowing Champion.

You do not have to supply documentary evidence for us to investigate your Whistleblowing Complaint but you may be requested to provide additional information. An initial assessment will be made of the Whistleblowing Complaint to determine whether it qualifies for protection under the Whistleblowing Laws and whether it merits a formal, in-depth investigation. Where an investigation is required, the Whistleblowing Complaint is referred to an internal investigation team.

The investigation of potential or actual illegal conduct or conduct that violates the principles of the Code or Supplier Code are performed by various parties, such as Global Security and Investigations, Human Resources, Legal, or other functions as appropriate. These teams are trained in relation to the requirements of this Supplement and the Whistleblowing Laws. However, there may be occasions where external providers are used to conduct investigations.

If an investigation is required, it will be conducted in a timely manner, but investigations can take time and, therefore, we will need your continuing co-operation. Some Whistleblowing Complaints may be complex and take months to investigate, others may be more straightforward and can be completed within a shorter timeframe. Provided the Eligible Discloser can be contacted (usually through the same channel as the original Whistleblowing Complaint), regular updates will be provided on the status of the Whistleblowing Complaint, subject to privacy and confidentiality obligations. The regularity and detail of the updates will depend on the circumstances of the Whistleblowing Complaint, and may not always be appropriate.

All investigations will be conducted in a thorough and fair manner. The investigator will be independent of the Eligible Discloser and other persons alleged to be involved in the Whistleblowing Complaint. Following an investigation, an investigation report may be produced. Circulation of any investigation report will be limited to individuals who will be

involved in determining any action to be taken (while preserving confidentiality in accordance with the Supplement and legislative requirements).

As a general rule, an Eligible Discloser will be informed of the results of the investigation as soon as the investigation is finalized and acted upon. However in some circumstances, privacy, confidentiality or other constraints may limit the feedback that can be provided.

To avoid jeopardizing an investigation and ensure fair treatment of the Firm's Workforce Members who may be mentioned, an Eligible Discloser is required to keep the fact that they have made a Whistleblowing Complaint and the information contained in the report strictly confidential (subject to any legal requirements). In addition, the firm provides support through the EAP to any Workforce Members who are mentioned in, or subject of a Whistleblowing Complaint.

Eligible Disclosers must not investigate the matter themselves. We encourage you to speak with one of the Whistleblowing Champions if you wish to raise a concern.

The firm will ensure the Supplement is available to all Workforce Members on the firm's intranet page. The firm will also make the Supplement available on the J.P. Morgan Australia external website.

14. Defined Terms

Eligible Disclosers	An individual is an Eligible Discloser if the individual is, or has been, any of the following: <ul style="list-style-type: none"> (a) a Workforce Member of JPMA; (b) an individual who supplies services or goods to JPMA (whether paid or unpaid); (c) an employee of a person that supplies services or goods to JPMA (whether paid or unpaid); (d) an individual who is an associate of JPMA; (e) a relative of an individual referred to in any of paragraphs (a) to (d); or (f) a dependant of an individual referred to in any of paragraphs (a) to (d), or of such an individuals' spouse.
Eligible Recipients	An Eligible Recipient is any of the following: <ul style="list-style-type: none"> • Whistleblowing Champion; • an officer, director or Senior Manager of the Firm's entities in Australia (or a related body corporate); • an auditor, or a member of an audit team conducting an audit of the firm; • an actuary of the firm; • the Code Reporting Hotline; or • in respect of a Tax Disclosure, a registered tax agent or Business Activity Statement (BAS) agent of the firm.
Retaliation	Taking adverse action against a Workforce Member in response to that Workforce Member's reasonable grounds report of a Whistleblowing Complaint.
Senior Manager	An individual is a Senior Manager if the individual is any of the following: <ul style="list-style-type: none"> • The Senior Officer Outside Australia; • The Senior Country Officer, Australia & New Zealand; • The Senior Country Business Manager, Australia & New Zealand; • The Chief Risk Officer, Australia & New Zealand;

	<ul style="list-style-type: none"> The Head of Treasury and Chief Investment Office, Australia & New Zealand;
Whistleblowing Champion	<p>The following positions have been designated as a Whistleblowing Champion:</p> <ul style="list-style-type: none"> Head of Human Resources, Australia and New Zealand; Head of Legal, Australia and New Zealand; Head of Compliance, Conduct and Operational Risk, Australia and New Zealand.
Workforce Member	<p>Employees and contingent workers</p> <ul style="list-style-type: none"> Employee: any person directly employed by JPMC Contingent Workers: any individual, who is not an employee, who provides a service to JPMC and requires access to an internal JPMC system or requires unescorted access to a JPMC facility.

15. Legal and Other References

Statutes, Laws, Rules, Regulations or External Guidance	<p>The requirements under this policy supplement are to be applied consistent with the statutes, laws, rules, regulations or external guidance of the jurisdictions in which the firm operates. The below may not represent an exhaustive list and should be cross-referenced with the Obligations linked in ELA above.</p> <ul style="list-style-type: none"> Corporations Act 2001 Taxation Administration Act 1953 ASIC Regulatory Guide 270 Whistleblower policies
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