

# WHISTLEBLOWER POLICY

## GQG PARTNERS INC.

### A. Background

GQG Partners Inc. (together with its subsidiaries, “GQG”) strives for excellence at all levels of the organization within an ecosystem of cultural integrity. GQG believes that promoting an ethical culture and adhering to high standards of ethical conduct is the responsibility of all Supervised Persons (as defined in the Investment Advisory Compliance Manual of GQG Partners LLC, as in effect from time to time). GQG seeks to foster a speak-up culture so that Supervised Persons are comfortable raising concerns by encouraging open communication, building trust and resolving issues promptly. GQG investigates reports of misconduct thoroughly, disclosing information only to those who need to know for the purposes of resolving the issue.

### B. Policy

GQG requires Supervised Persons who are aware of or may reasonably suspect any unethical or unlawful behavior or practices, violations of laws, regulations or policies to report this information promptly within GQG. GQG strictly prohibits retaliatory, threatening or harassing acts against any Supervised Person for making a report, in good faith, that they are aware of or may reasonably suspect any unethical or unlawful behavior or practices, violations of laws, regulations or policies. This protection also applies to any Supervised Person providing information related to a report.

### C. Responsibility

- All GQG Supervised Persons are required to report reasonable suspicions of any unethical or unlawful behavior or practices, violations of laws, regulations or policies.
- All GQG Supervised Persons are required to promptly document and escalate reports to their immediate manager, GQG’s Global Chief Compliance Officer, GQG’s Director of Human Resources or GQG’s General Counsel, as appropriate.
- All GQG Supervised Persons are required to help ensure that their colleagues, also Supervised Persons, do not experience retaliatory, threatening or harassing acts after making a report or otherwise assisting in the investigation of a report.

### D. Reporting a Concern

There are several internal options for GQG Supervised Persons to report a concern or to seek advice:

- Immediate manager
- Next level manager
- GQG’s Human Resources Director

- GQG’s Global Chief Compliance Officer
- GQG’s General Counsel
- The Chair of GQG’s Risk Committee

GQG Supervised Persons can report a concern anonymously to the Global Chief Compliance Officer via Basis Code.

Supervised Persons may also have the right to report violations of the U.S. federal securities laws, with or without anonymity, directly to the U.S. Securities and Exchange Commission, pursuant to section 21F of the Securities Exchange Act of 1934, as amended, and may do so anonymously without fear of retaliation by GQG.

For further information see Section 21F, entitled “Securities Whistleblower Incentives and Protection” and Regulation 21F, which is available by clicking on the following link: <https://www.sec.gov/about/offices/owb/reg-21f.pdf>.

This Policy and any updated versions is available in the GQG Compliance Manual and on the GQG website.

### **Australian officers and employees**

Australian Officers and employees should refer to Exhibit A.

## **EXHIBIT A**

### **ADDENDUM FOR AUSTRALIAN WHISTLBLOWING MATTERS**

#### **Scope**

This Exhibit applies to all officers and regular full-time, part-time and temporary employees of GQG based in Australia, and to any whistleblowing reports in connection with Australia. To the extent of any inconsistency between this Exhibit and the Policy, this Exhibit will prevail.

#### **Disclosures under this Exhibit**

Disclosures will be handled in accordance with applicable law, including confidentiality obligations. Disclosures will be impartially assessed to determine if review or formal investigation is appropriate. Any investigation or review will be conducted fairly having regard to the evidence available and in a timely manner. If GQG is aware that an individual is the subject of a report or that the report relates to them, they will not be involved in review or investigation of that report. Any investigation process and the timeframe of that investigation will depend on the nature of the report and circumstances, which may include the use of external advisers.

Individuals that are the subject of a report or to whom a report relates may be given an opportunity to respond. As a whistleblower, you may be kept informed of the progress and outcome of any investigation or review, but this will not always be appropriate.

#### **Improper Activities**

Improper activities covered by this Exhibit include misconduct, or an improper state of affairs or circumstances, in relation to GQG or a related body corporate. The information may indicate that GQG or related body corporate (or its officers or employees) has breached certain Australian laws. However, improper activities do not need to involve a breach of law.

For example, this Exhibit will generally cover reports of information regarding a significant risk to public safety or the stability of, or confidence in, the financial system.

#### **Personal work-related grievances**

This Exhibit does not cover 'personal work-related grievances'. These are grievances that relate to a discloser's current or former employment and have, or tend to have, implications for the discloser personally, but do not have any other significant implications for GQG (or another entity) or relate to any conduct, or alleged conduct, about improper activities.

Grievances related to detriment or threat of detriment to the discloser are covered by this Exhibit.

#### **Reporting Allegations of Suspected Improper Activities**

You must have reasonable grounds to suspect the information you report concerns improper activities. The people nominated by GQG to receive whistleblowing reports for the purposes of this Exhibit are GQG's Human Resources Director, Global Chief Compliance officer and

General Counsel. You may contact these individuals by telephone or email, which can be found on Outlook. The Chief Compliance Officer can be contacted anonymously via Basis Code. There are also other individuals to whom a protected disclosure captured by this Exhibit may be made under Australian law. Please contact one of the individuals listed above for more information.

## **Confidentiality**

You may make your report anonymously, however that may limit GQG's ability to address the information you report. GQG will look to protect the identity of people who report improper activities under this Exhibit. Your identity (and any information GQG has because of your report that someone could likely use to work out your identity) will only be disclosed if you give your consent to GQG to disclose that information or in exceptional circumstances where allowed or required by law (for example, in dealings with a regulator).

## **Protections from detriment**

A person cannot engage in conduct that causes detriment to you (or another person), in relation to a whistleblowing report captured by this Exhibit, if the person believes or suspects that you (or another person) made, may have made, proposes to make or could make a disclosure under this Exhibit, and the belief or suspicion is the reason, or part of the reason, for the conduct.

In addition, a person cannot make a threat to cause detriment to you (or another person) in relation to a disclosure. A threat may be express or implied, or conditional or unconditional. A threat will be carried out. You should contact GQG's Human Resources Director, Global Chief Compliance officer and General Counsel or the Chair of GQG's Risk Committee if you have any concerns about this.

GQG may take appropriate steps to protect you from detriment and support you. This includes protecting your identity (as described above) and may include other arrangements that will depend on the circumstances and applicable law. If you make a disclosure anonymously, this will impact GQG's ability to provide any practical support to you.

## **Liability protection**

A report made under this Exhibit that qualifies for protection under Australian law is protected from any of the following in relation to their disclosure in respect of Australian law:

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

However, as stated in the Policy, these protections do not grant immunity for any misconduct that you have engaged in that is revealed in your whistleblowing report under this Exhibit.