



WHISTLEBLOWER POLICY



1. Purpose

Moelis Australia Limited and its related entities (**Moelis Australia**) fosters principles of integrity and professionalism. Consistent with these principles, which are reinforced in Moelis Australia's Code of Conduct, Moelis Australia promotes supporting a culture of honest and ethical behavior, corporate compliance and good corporate governance.

Moelis Australia encourages and facilitates disclosing any instances of suspected unethical, illegal, fraudulent or undesirable conduct involving Moelis Australia's businesses or employees. Moelis Australia provides protections and measures so that those persons who disclose Reportable Conduct to an Eligible Recipient may do so confidentially and without fear of intimidation, disadvantage or reprisal.

This Policy:

- describes the procedures to make a disclosure;
- ensures that matters disclosed are properly investigated and any wrongdoing is corrected; and
- provides protections for Eligible Person(s) who make a disclosure.

2. Scope

This Policy applies to all business divisions of Moelis Australia regardless of geographical location and covers:

- all current and former Moelis Australia employees (whether permanent, fixed-term or temporary);
- contractors;
- agents;
- consultants;
- secondees;
- auditors;
- directors
- third party service providers and their employees; and
- relatives of the persons listed above.

(collectively **Eligible Persons**).

3. Whistleblower process

An Eligible Person who discloses (or attempts to disclose) "Reportable Conduct" is known as a "whistleblower". When a disclosure of Reportable Conduct is made by an Eligible Person to an Eligible Recipient, the Eligible Person must be protected from detrimental conduct.

3.1 Matters that can be disclosed – Reportable Conduct

Reportable Conduct is conduct, or a deliberate effort to conceal conduct, which is:

- dishonest;
- fraudulent;
- corrupt;
- illegal;
- in breach of a legal obligation;
- in serious breach of internal policy;
- unethical, improper or unsafe;
- bullying and/or harassment; or
- any other conduct which may cause financial or non-financial loss to Moelis Australia

or be otherwise detrimental to the interests of Moelis Australia and its clients.

Reportable Conduct applies to behavior which occurs:

- in the workplace;
- while undertaking work activities working away from Moelis Australia's premises;
- at work-related events (for example conferences or social functions); and
- outside of work hours, when interacting with other employees, including interacting through social media.

Personal, work-related grievances, with no implications for Moelis Australia (for example interpersonal conflicts between employees, or dissatisfaction about a performance outcome) are not considered Reportable Conduct under this Policy.

3.2 How to make a disclosure

A disclosure can be made by contacting:

- the Chief Operating Officer (**COO**);
- the Chief Financial Officer (**CFO**);
- a Moelis Australia director or any other member of the senior executive team;
- Moelis Australia's appointed auditor;
- a lawyer, regulator or journalist (under certain circumstances);
- Moelis Australia's third-party whistleblowing service provider via web portal, phone, email or post (anonymous disclosure is available via all channels).

(Eligible Recipients)

Moelis Australia respects the right to make an anonymous disclosure and will protect a whistleblower's identity. Whistleblowers can opt for anonymity at any point during the process including while making a disclosure, interacting with the COO/CFO (or third party recipient) concerning a disclosure, and following closure of the case. In some cases, however, there are limitations to what can be achieved if a whistleblower remains anonymous. All reasonable steps will be taken to ensure a whistleblower does not suffer any detriment and is able to continue to fulfil their role whether internal or external to Moelis Australia. A whistleblower can identify themselves at any stage of the process at their absolute discretion. Whether or not a whistleblower remains anonymous, Moelis Australia maintains a record of who within the organisation has knowledge of the report.

3.3 Investigation process

Once a disclosure is received the Eligible Recipient will gather the information necessary to determine the next steps. An Eligible Recipient who receives a disclosure will provide the necessary information to the COO or CFO. The COO/CFO will perform a preliminary review of the concerns raised and determine the appropriate investigation approach. The investigation will be thorough, objective and fair.

Within five business days, the whistleblower will receive an acknowledgement of receipt of their disclosure – either directly from the COO/CFO, or via Moelis Australia's third party service provider if the whistleblower has chosen to remain anonymous.

Investigations will be performed by the COO/CFO, and, if appropriate, the subject of the allegations and any business division concerned will be provided an opportunity to respond. The COO will determine if the disclosure can be substantiated and if so the course of action

to remedy the issue. Where appropriate, the COO/CFO or third party service provider will provide feedback to the whistleblower.

Once an investigation is finalised, the outcomes will be shared with the whistleblower who will be able to provide feedback as to whether the response has addressed their concern(s).

If a whistleblower is not satisfied with the result they may request a formal review of the investigation. The formal review will be conducted by an independent third party service provider. Moelis Australia is under no obligation to commit to a formal review.

3.4 Whistleblower protection

An Eligible Person who discloses Reportable Conduct in accordance with this Policy qualifies for protection under law, including protection of identity and from detrimental conduct. Detrimental conduct towards a protected whistleblower (as a result of their disclosure) is a crime and Moelis Australia does not tolerate any attempts to retaliate against a whistleblower who has disclosed Reportable Conduct. Any employee found to have instigated detrimental conduct against a whistleblower will face disciplinary action.

Detrimental conduct includes any of the following:

- dismissal of an employee;
- harm or injury of an employee, including psychological harm;
- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees of the same employer;
- harassment or intimidation of a person;
- damage to a person's property, reputation or financial position; and
- any other damage to a person.

If a whistleblower feels they have been the subject of detrimental conduct as a result of their disclosure, they can report this to the COO, CFO, and or Moelis Australia's third party service provider. The COO/CFO will take action as appropriate.

Nothing in this Policy limits the ability of Moelis Australia to manage performance or misconduct issues related to an employee or service provider, including where the relevant individual has made a disclosure under this Policy.

4. Governance

The Moelis Australia Board will be informed (on an anonymous basis) of material incidents disclosed under this Policy.

This Policy will be reviewed at least annually or as required if there are material changes to the applicable legal or regulatory framework.

Legal & Compliance will provide training to employees about their rights and obligations under this Policy. This training will be provided at least annually.