

The Actors' Fund of America Whistleblower Policy

The Actors' Fund of America ("The Fund") requires trustees, officers, employees and volunteers (each a "Protected Person") to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of The Fund, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

This Whistleblower Policy has been adopted by the Board of Trustees of The Fund (the "Board") in order to encourage and enable Protected Persons without fear of retaliation, to raise concerns regarding suspected unethical and/or illegal conduct or practices on a confidential and, if desired, anonymous basis so that The Fund can address and correct inappropriate conduct and actions.

This policy is not intended as a vehicle for reporting violations of The Fund's applicable human resource policies, problems with co-workers or managers, or for reporting issues related to alleged employment discrimination or sexual or any other form of unlawful harassment, all of which should be dealt with in accordance with The Fund's Human Resources Policies and Procedures, as it is those Policies and Procedures that are applicable to such matters.

This policy shall be administered by the Board. Employees may not participate in any board or committee deliberations or voting relating to the Board's administration of the policy. The Board may direct the President and Chief Executive Officer or the officers of The Fund to communicate the policy to Protected Persons and to take measures to ensure the policy is enforced.

Reporting Responsibility

It is the responsibility of all Protected Persons to report in good faith any concerns they may have regarding actual or suspected activities which may be illegal or in violation of The Fund's policies with regard to, without limitation, fraud, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, and misuse of The Fund's assets, as well as any violations or suspected violations of high business and personal ethical standards, as such standards relate to The Fund (each a "Concern"), in accordance with this Whistleblower Policy.

No Retaliation

No Protected Person who in good faith reports a Concern shall suffer intimidation, harassment, retaliation, discrimination or adverse employment consequence because of such report. Any employee of The Fund who retaliates against someone who has reported a Concern in good faith is subject to discipline up to and including termination of employment. Notwithstanding anything contained herein to the contrary, this Whistleblower Policy is not an employment contract and does not modify the employment relationship between The Fund and its employees, nor does it change the fact that employees of The Fund are employees at will. Nothing contained herein is intended to provide any Protected Person with any additional rights or causes of action, other than those provided by law.

Compliance Officer

For the purposes of this policy, the Chair of The Fund’s Audit and Governance (“Audit”) Committee is designated the “Compliance Officer.” The Compliance Officer is responsible for the administration of the Whistleblower Policy and for the investigation and resolution of all reported Concerns and shall advise the Audit Committee and, if the Compliance Officer deems it appropriate, the President and Chief Executive Officer, of all reported Concerns. The Compliance Officer shall report to the full Board at each regularly scheduled board meeting on compliance activity. Any questions with regard to the scope, interpretation or operation of this Whistleblower Policy should also be directed to the Compliance Officer.

Procedure for Reporting Concerns

Concerns may be reported in any of the following ways:

1. Via our confidential compliance reporting service, Navex/EthicsPoint,
 - a. online at: www.actorsfund.org/ethicspoint
 - i. Click on the Navex/EthicsPoint logo
 - ii. Click on “Make a New Report”
 - b. Via Navex/EthicsPoint by phone, toll free, at **(800) 441-9767**
2. By calling or writing to the following persons at The Actors Fund: Director of Human Resources and Administration, Chief Financial Officer, Chief Operating Officer, or President & Chief Executive Officer.

Protected Persons are encouraged to include their name on reports because appropriate follow-up questions and investigation may not be possible unless the source of the information is identified. Concerns expressed anonymously will also be investigated. All Concerns, regardless of how reported, will be reported to the Compliance Officer.

Accounting and Auditing Matters

The Audit Committee of the Board shall address all reported Concerns regarding corporate accounting practices, internal controls or auditing (“Accounting Concerns”). The Compliance Officer shall immediately notify the Audit Committee of any Accounting Concern and shall work with the committee until the matter is resolved. Promptly upon receipt the Audit Committee shall evaluate whether a Concern constitutes an Accounting Concern and, if so, shall promptly determine what professional assistance, if any, it needs in order to conduct an investigation. The Audit Committee will be free in its sole discretion to engage outside auditors, counsel or other experts to assist in the investigation and in the analysis of results.

Investigation

The Compliance Officer may delegate the responsibility to investigate a reported Concern, whether an Accounting Concern or otherwise, to one or more employees of The Fund or to any other individual, including persons not employed by The Fund, selected by the Compliance Officer; provided that, the Compliance Officer may not delegate such responsibility to an employee or other individual who is the subject of the reported Concern or in a manner that would compromise either the identity of an employee

or other representative who reported the Concern anonymously or the confidentiality of the complaint or resulting investigation. Further, any person who is the subject of a whistleblower complaint may not be present at or participate in deliberations, except as required to present information as background or answer questions prior to the commencement of deliberations or voting relating thereto.

Notwithstanding anything herein to the contrary, the scope, manner and parameters of any investigation of a reported Concern shall be determined by the Audit Committee in its sole discretion and The Fund and its employees shall cooperate as necessary in connection with any such investigation.

Handling of Reported Violations

The Compliance Officer will acknowledge receipt of each reported Concern within a reasonable period of time, but only to the extent the reporting person's identity is disclosed. All reports will be promptly investigated; the scope of any such investigation being within the sole discretion of the Audit Committee, and appropriate corrective action will be taken if warranted by the investigation.

Acting in Good Faith

Anyone reporting a Concern must be acting in good faith and have reasonable grounds for believing the information disclosed may indicate a violation of law and/or ethical standards. Any allegations that prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Confidentiality

The Fund takes seriously its responsibility to enforce this Whistleblower Policy and therefore encourages any person reporting a Concern to identify him or herself so as to facilitate any resulting investigation. Notwithstanding the foregoing, in reporting a Concern, a Protected Person may request that such report be treated in a confidential manner (including that The Fund takes reasonable steps to ensure that the identity of the reporting person remains anonymous). Concerns may also be reported on an anonymous basis. Reports of Concerns will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Records

The Audit Committee will retain on a strictly confidential basis for a period of seven years (or otherwise as required under The Fund's record retention policies in effect from time to time) all records relating to any reported Concern and to the investigation and resolution thereof. All such records are confidential to The Fund and such records will be considered privileged and confidential.

Distribution

The Fund shall distribute a copy of this Whistleblower Policy to all Protected Persons, either in person, via posting on The Fund's website or in a conspicuous location accessible to Protected Persons.

Adopted by the Board of Trustees of The Actors' Fund of America at its meeting on November 16, 2017.