

WHISTLEBLOWER POLICY

PURPOSE

This Policy sets out RMBL's position in respect to how it will meet its legal obligations under the Corporations Act 2001 (**Corporations Act**) as well as *ASIC Info Guide 238: Whistleblower rights and protections*, in relation to managing Whistleblower reports and complying with the Whistleblower protection provisions (Whistleblower provisions) in Part 9.4AAA of the *Corporations Act*.

SCOPE

This Policy applies to anyone who is a client of, engaged by or works for the Company, including employees, contractors, consultants, secondees, suppliers, investors, members, borrowers, clients, external service providers, directors and any other officers of the Company.

If you report a *Reportable Matter* (defined below), you are known as a Whistleblower for the purposes of this Policy.

We all have a responsibility to help detect Reportable Matters, and the Company is committed to ensuring that it has in place a safe, reliable and confidential way of reporting such matters in accordance with this Policy and is consistent with the requirements under the Corporations Act.

DEFINITIONS

Company is RMBL Investment Ltd, including RMBL directors, employees, and Authorised Representatives.

Corporations Act refers to the Corporations Act 2001, including regulations made for the purposes of that Act.

Detriment has the meaning given in s1317ADA of the Corporations Act.

Detrimental Conduct is conduct or a threat to engage in conduct, that causes detriment to a discloser, as defined by the Corporations Act.

External Whistleblower Reports Officer (EWRO) is an independent, external party appointed to receive and manage Whistleblower disclosures, ensuring confidentiality, impartiality, and compliance with legal and organisational requirements.

Reasonable Grounds refers to a belief based on objective facts or evidence that would lead a reasonable person, in similar circumstances, to also suspect the information indicates misconduct or a breach of the law.

Reportable Matter refers to the types of information eligible for the Corporations Act Whistleblower protections, described in s1317AA(4)-(5) of the Corporations Act.

Whistleblower Reports Officer (WRO) is a designated individual responsible for receiving, managing, and addressing Whistleblower disclosures in a confidential, impartial, and compliant manner.

Whistleblower means an individual who reports misconduct, illegal activity, or unethical behaviour within an organisation, who is in the categories of people eligible for the Corporations Act Whistleblower protections, listed in s1317AAA of the Corporations Act.

POLICY STATEMENT

The Purpose of this Policy, is to encourage the reporting of misconduct, ensure confidentiality and protection for Whistleblowers, and maintain compliance with Australian laws while upholding the fund's integrity and governance standards by ensuring that:

- you are aware of your rights under the Corporations Act in relation to the making of a "whistleblowing" disclosure;
- RMBL Investments Ltd (Company) is compliant with its obligations under the Corporations Act in relation to whistleblowing disclosures; and
- you feel confident about raising such concerns, by being able to access a reporting and investigative mechanism that is objective and confidential, and knowing that you are protected from reprisal for doing so, in accordance with the Corporations Act.

If you have reasonable grounds to suspect that:

- there has been misconduct or an improper state of affairs relating to the Company; or
- an officer or employee of the Company may have engaged in illegal, unethical or otherwise improper conduct;

you should consider reporting such information under this Policy. You should not be fearful of adverse repercussions for doing so.

The Corporations Act provides strong protections for corporate sector Whistleblowers to encourage them to come forward with their concerns.

Reportable Matters

A 'Reportable Matter' is information where there are Reasonable Grounds to suspect that the information about the Company involves:

- Concerns of misconduct; or
- an improper state of affairs or circumstances.

This information may relate to the Company or organisation, or its officers or employees, engaging in conduct that:

- Constitutes an offence against, or a contravention of the Corporations Act;
- constitutes an offence against, or a contravention of other financial sector laws enforced by ASIC or APRA; including the Australian Securities and Investments

Commission Act 2001, the Banking Act 1959, the Financial Sector (Collection of Data) Act 2001, the Insurance Act 1973, the Life Insurance Act 1995, the National Consumer Credit Protection Act 2009, or the Superannuation Industry (Supervision) Act 1993, or instruments made under these laws; or

- constitutes an offence against any other federal law that is punishable by imprisonment for a period of 12 months or more; or
- represents a danger to the public or the financial system.

You must have Reasonable Grounds to suspect that the information you are disclosing about the company or organisation concerns the matters listed above.

Generally, a Reportable Matter is not one that concerns a personal work-related grievance (other than if it relates to victimisation contrary to the protections under the Corporations Act and this Policy). For example, information concerning the following will generally not be considered Reportable Matters:

- an interpersonal conflict with another employee;
- a decision relating to engagement, transfer or promotion;
- a decision relating to the terms and conditions of employment or engagement;
- decisions to suspend or terminate employment or other engagement, or to take any other disciplinary measures.

All matters reported under this Policy will be taken extremely seriously. If a deliberately false or malicious report is made, whether under this Policy or otherwise, this will likely result in disciplinary action being taken against the person making such a report.

How to report a Reportable Matter

A Reportable Matter under this Policy may be reported to our Whistleblower Reports Officer (**WRO**). The current **WRO** is Elise Kingston (Manager, Risk and Compliance) and she may be contacted via email at elise.kingston@rmb.com.au or via telephone on (03) 9213 5742. Generally, the WRO is responsible for managing the reporting and any investigatory process, safeguarding the interests of Whistleblowers who report Reportable Matters, and ensuring the integrity of the reporting mechanism under this Policy.

A Reportable Matter under this Policy may also be reported to our External Whistleblower Reports Officer (**EWRO**). The current **EWRO** is Sharyn Cowley and she may be contacted via email at jrscow@aapt.net.au or via telephone on mob: 0422 506 673.

A Whistleblower may also report a Reportable Matter to any other director, company secretary, senior manager of the Company, or external auditor of the Company.

If the Reportable Matter is not initially reported to the WRO or EWRO, it will be passed on to the WRO or EWRO, or to a substitute WRO only where it is inappropriate for the existing WRO or EWRO to deal with the matter.

It is preferred that any report made under this Policy be in writing, by email or in hard copy, and should be marked 'Strictly Private and Confidential'. The report should:

- identify what the Whistleblower believes constitutes the Reportable Matter;
- identify to whom the Whistleblower believes the Reportable Matter relates;
- identify who the Whistleblower believes the Reportable Matter effects;
- set out as much detail as possible as to the relevant factual details that the Whistleblower believes have occurred or are occurring; and
- attach any relevant supporting documentation.

While reports can be made anonymously if preferred, this may affect the ability to properly consider and investigate the matter reported (including an inability to further communicate with a Whistleblower about a Reportable Matter).

Should a report be conveyed by telephone, and where the Whistleblower is not anonymous, the WRO or EWRO will provide the Whistleblower with a written copy of his/her understanding of the report made, which the Whistleblower will then be asked to confirm as accurately reflecting what they have reported.

Once such information has been obtained, the WRO or EWRO will assess whether the matter reported qualifies as meeting the definition of a Reportable Matter, and if so, will arrange for an independent investigation to be conducted into the allegations the subject of the report.

Investigation processes

Investigation processes will vary depending on the precise nature of the conduct being investigated. The purpose of an investigation is to determine if a Reportable Matter is substantiated, with a view to the Company then rectifying any wrongdoing uncovered (to the extent that this is practicable in all the circumstances), and to take any disciplinary or other appropriate action.

The WRO, EWRO and/or the investigator will determine how the investigation is to be conducted. Unless anonymous, a Whistleblower may be asked to provide further details about what he/she has reported, to ensure that the matters raised may be thoroughly investigated and put to others who are implicated.

All investigations will be thorough, objective, fair and conducted by an investigator who is independent of: the Whistleblower, anyone who is the subject of the Reportable Matter, and any business unit concerned.

Communicating with Whistleblowers about Reportable Matters

Where practicable and where communication channels are available, a Whistleblower will receive regular updates on the status of reported matters, including the outcome, subject to privacy and confidentiality considerations.

The timing and frequency of these updates may vary depending on the nature of the disclosure.

Whistleblower Protections

There are various protections afforded to individuals who report Reportable Matters or who make other protected disclosures under the Act.

Confidentiality

The person to whom a Reportable Matter is reported may only disclose the Whistleblower's name or any information that is likely to lead to their identification, if they agree to this or if otherwise authorised under the Act.

Anyone involved in handling the report of a Reportable Matter (such as the WRO, EWRO and an investigator) will also ensure that all files relating to the report are kept secure, and that the information received is held in confidence and only disclosed to any persons not connected with the investigation if:

- following consultation, the Whistleblower has consented to such disclosure; or
- required or permissible by law.

It is possible that someone might deduce the identity of a Whistleblower without there having been a breach of confidentiality – for example, if the nature of a report or an investigation points to one particular individual having made it. This would not constitute a breach of the Act, so long as all reasonable steps have been taken to reduce the risk of a Whistleblower being identified.

No victimisation

Whistleblowers will not be:

- subjected to any Detrimental Conduct (as defined below) because, or partly because, it is believed or suspected that they or any other person reported, may have reported, propose to report, or could report, a Reportable Matter; or
- threatened to be subjected to any Detrimental Conduct because they or any other person has reported or may report a Reportable Matter.

'Detrimental Conduct' includes (without limitation):

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

- any other damage to a person.

Compensation and other Remedies

RMBL recognises that individuals who make a disclosure may be entitled to seek compensation and other legal remedies through the courts if they suffer loss, damage, or injury as a result of making a disclosure. This applies where:

- RMBL has failed to take reasonable precautions to prevent detrimental conduct; and
- RMBL has not exercised due diligence in protecting the individual from such conduct.

Whistleblowers are encouraged to seek independent legal advice or contact the regulatory bodies if they believe they have suffered a detriment.

Other support

The Company will ensure fairness to all involved as a result of a Reportable Matter being reported under this Policy, including any employees mentioned in a Reportable Matter or to whom it relates. This will be achieved by maintaining confidentiality so far as is reasonably practicable, and by requiring procedural fairness throughout any investigation process.

The Company recognises that “blowing the whistle” is likely to be a very stressful and difficult experience, as may be any involvement in an investigation into a Reportable Matter. Accordingly, if any additional support is required, you are encouraged to contact the Chief Executive Officer, Alex Courtney via email at alex.courtney@rmb.com.au or via telephone on (03) 9213 5703.

Right to Review of Investigation Outcomes

RMBL is committed to fair and transparent Whistleblower handling. However, if a Whistleblower is unsatisfied with an investigation’s outcome, they may request a review to ensure compliance with policies and procedures.

Review Process

Requests must be submitted in writing within 30 days of the outcome.

The review assesses adherence to the Whistleblower Policy and Procedure.

The entity is not required to reopen an investigation unless new material information is available.

Independence of Review

A separate officer will conduct the review for impartiality.

Findings may be reported to the Board and Audit, Risk and Compliance Committee.

External Complaints

If still dissatisfied, the Whistleblower may escalate the complaint to the relevant regulators such as ASIC, APRA, or ATO.

Impact of this Policy on your engagement

It is a condition of any employment or other engagement by the Company that you will comply at all times with this Policy. However, this Policy does not form part of any agreement with the Company.

Any breach of this Policy will be taken very seriously and may result in disciplinary action, up to and including termination of employment or cessation of any other engagement or contract with the Company.

Review

It is intended that this Policy will be reviewed from time to time to ensure that it remains consistent with all relevant legislative requirements, as well as changes within the organisation. The Policy may be amended or replaced at any other time at the sole discretion of the Company.

Questions

Any questions about this Policy should be directed to the WRO – Elise Kingston via email at elise.kingston@rmb.com.au or via telephone on (03) 9213 5742, or alternatively the EWRO Sharyn Cowley jrscow@aapt.net.au or via telephone on mob: 0422 506 673.

Policy application

This Policy applies to anyone who is a client of, engaged by or works for the Company, including employees, contractors, consultants, secondees, suppliers, investors, members, borrowers, clients, external service providers, Directors and any other officers of the Company.

This Policy will be accessible via CRS Certus, RMBL's intranet and on RMBL's website: www.rmb.com.au. Further details about a Whistleblower's rights and protections may be found at www.asic.gov.au and Part 9.4AAA of the Act.