WHISTLEBLOWER POLICY

PURPOSE

RMBL Investments Limited (RMBL) is committed to maintaining the highest standards of conduct and ethical behaviour in all its business activities, and to fostering a culture of integrity, compliance, and accountability.

RMBL encourages the reporting of any suspected misconduct or serious wrongdoing such as unethical, illegal, fraudulent, corrupt, or dishonest conduct.

RMBL is committed to ensuring that individuals who raise concerns in good faith can do so in confidence and without fear of intimidation, retaliation, or adverse consequences.

This Whistleblower Policy (Policy) outlines the disclosure process and protections available to eligible individuals who speak up about misconduct, as well as how RMBL will respond to such reports as well as how RMBL meets its obligations under:

- Part 9.4AAA (Sections 1317AA to 1317AE) of the Corporations Act, and
- ASIC Regulatory Guide 270: Whistleblower policies.

The Policy is a key element in supporting a culture of ethical behaviour, strong corporate governance, and effective compliance and risk management.

SCOPE

This Policy addresses the statutory regime for whistleblower protection under the Act, and the Taxation Administration Act 1953 (Cth) (the Whistleblowing Legislation) and associated regulations. It is designed to support RMBL's values, culture and strategy and ensure RMBL meets its legislative and regulatory requirements.

This Policy applies to current and former employees, contractors, consultants, secondees, volunteers, suppliers, officers, directors and extends to a spouse, relative or dependants of these individuals, or a dependant of such an individual's spouse (Insiders).

This Policy does not apply to other persons, such as RMBL clients, who are not protected by Whistleblower Legislation and do not receive anonymity. Instead, clients may:

- use formalised customer dispute or complaint processes or may escalate non resolved complaints to the Australian Financial Complaints Authority, or
- if the matter relates to financial misconduct or fraud, may lodge a report via the Australian Securities and Investments Commission.

If you are an Insider and report misconduct which constitutes a *Reportable Matter* (defined below), you will be known as a Whistleblower for the purposes of this Policy.

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

DEFINITIONS

ASIC means the Australian Securities and Investments Commission.

ATO means the Australian Taxation Officer.

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

Detriment has the meaning given in section 1317ADA of the Act.

Detrimental Conduct is conduct or a threat to engage in conduct, that causes Detriment to a discloser, as defined by the 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 Act Whistleblower protections, described in sections 1317AA(4)-(5) of the Act.

RMBL means RMBL Investments Limited ACN 004 493 789, a public company required to have a Policy per section 1317AI(1) of the Act.

Whistleblower Reports Officer (WRO) is a designated senior employee of RMBL 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 listed in section 1317AAA of the Act.

POLICY STATEMENT

This Policy is to encourage the reporting of misconduct, ensure confidentiality and protection for a Whistleblower, and maintain compliance with Australian laws while upholding RMBL's integrity and governance standards by ensuring that:

- you are aware of your rights under the Whistleblowing Legislation in relation to the making of a "whistleblowing" disclosure
- RMBL is compliant with its obligations under the Whistleblowing Legislation 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 Whistleblowing Legislation.

If you have reasonable grounds to suspect that:

- there has been misconduct or an improper state of affairs relating to RMBL, or

- an officer or employee of RMBL 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 Whistleblowing Legislation 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 you have information about RMBL concerning:

- misconduct (which includes fraud, negligence, default, breach of trust and breach of duty or
- misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of RMBL,

then this is Reportable Matter for the purposes of the Policy. The Reportable Matter described above would also be a disclosable matter under the Whistleblowing Legislation.

You should also report any other conduct or activity which you reasonably believe poses a significant risk to RMBL employees, the community, our property or our reputation. Reports in relation to such conduct will be treated as Reportable Matters under this Policy even if the conduct you report is not a disclosable matter under the Whistleblowing Legislation.

Examples of Reportable Matters under this Policy may include:

- dishonest, corrupt, fraudulent or unlawful conduct or practices, including bribery or any other kind of serious impropriety
- engaging in misleading or deceptive conduct associated with financial matters, especially in relation to accounting or financial reporting practices
- unfair dishonest or unethical dealings with a customer or third-party service provider
- unethical or serious improper conduct resulting in breaches of any legal or regulatory obligations or breaches of RMBL policies (such as the Code of Conduct or Conflicts of Interest Policy)
- unsafe work practices or abuse or material misuse of RMBL property or resources
- other conduct or actions that may may otherwise be detrimental to RMBL interests.

Such information, relating to RMBL, or its officers or employees, may constitutes an offence against:

- or a contravention of the Act; and
- or a contravention of other financial sector laws including
    - the Australian Securities and Investments Commission Act 2001, and
    - the Financial Sector (Collection of Data) Act 2001.

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

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.

A Whistleblower is encouraged to reveal, at the outset, any personal interest or involvement they may have in the matter.

NON-REPORTABLE MATTERS

Personal work-related grievances (other than if it relates to victimisation contrary to the protections under the Whistleblowing Legislation and this Policy) should not be reported under this Policy and are not protected under the Whistleblowing Legislation.

Examples of matters which should not be reported under this Policy include:

- an interpersonal conflict with another employee
- a decision relating to an employee's engagement, transfer or promotion on grounds unrelated to discriminating conduct
- a decision relating to the terms and conditions of employment or engagement or dissatisfaction with any aspect of their role (unless the employee grievance relates to discriminatory conduct)
- decisions to suspend or terminate employment or other engagement, or to take any other disciplinary measures.

HOW TO REPORT A REPORTABLE MATTER

Reports of known or suspected Reportable Matter(s) can be made confidentially and anonymously at any time to:

- RMBL's WRO who is the Chief Risk Officer, Robert McLellan (email: robert.mcLellan@rmbl.com.au or telephone (03) 9213 5751

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.

- RMBL's EWRO who is Sharyn Cowley (email: whistleblower@rmbl.com.au or telephone (03) 9213 5742)

Under the Whistleblowing Legislation, Whistleblowers may also report such information to the following additional 'eligible recipients':

- an officer or director of RMBL (including senior executives of RMBL)
- an auditor, or a member of audit team conducting an audit of RMBL
- a senior manager of RMBL - senior managers are generally those people who make, or participate in making, significant business decisions of RMBL.

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.

Under the Whistleblowing Legislation, Whistleblowers may also report disclosable matters to:

- ASIC
- ATO, in relation to tax disclosures, or
- any other prescribed Commonwealth authority or regulator.

However, if a whistleblowing report is made to one of these regulators, RMBL will not automatically become aware of the report and therefore may not be able to respond to it in accordance with this Policy.

HOW TO MAKE A REPORT

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 has reasonable grounds to believe have occurred or are occurring, including how the misconduct was executed, where it occurred, when the misconduct occurred and who was involved, and
- attach any relevant supporting documentation.

While Whistleblowers can make a report anonymously if preferred, they will still be entitled to the protections set out in this Policy and under the Whistleblowing Legislation if the other requirements for making the disclosure are complied with.

However, this may affect the ability to properly consider and investigate the matter reported. It may result in an inability to further communicate with a Whistleblower about a Reportable Matter to clarify or confirm information supplied. This may also:

- impact the ability to proceed with investigation if there are gaps in information supplied that cannot be clarified directly in confidence with a Whistleblower, and
- may affect RMBL's ability to take steps to protect the Whistleblower from detriment.

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 their 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 OF THE REPORTABLE MATTER PROCESSES

All reports made under this Policy will be reviewed, and where appropriate, will be investigated at the earliest opportunity. All findings will be managed promptly.

Investigation of the Reportable Matter 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 of RMBL 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 any other subsequent investigator duly appointed will determine how the investigation is to be conducted. To ensure that any investigation and actions undertaken are fair and unbiased, it may be necessary to:

- obtain specialist, independent advice or refer the matter confidentially to a third-party , if deemed appropriate having regard to the nature of the Reportable Matter, or
- refer the matter to the police and/or regulatory bodies where disclosures refer to criminal behaviour.

In conducting an investigation, RMBL may proceed as follows:

- speak to anyone who may be affected or involved in the disclosure so that they are provided with the opportunity to respond to allegation(s)
- consider these responses, and
- speak to witnesses (particularly where there is a dispute as to the facts surrounding the allegations).

Unless anonymous, a Whistleblower may be asked to provide further details about the Reportable Matter they have reported, to ensure that the matter(s) 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 appropriate 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 Reportable Matter.

WHISTLEBLOWER PROTECTIONS

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

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 Whistleblowing Legislation.

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 point to one individual having made it. This would not constitute a breach of the Whistleblowing Legislation, 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 and psychosocial harm
- damage to a person's property, reputation, 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 the Whistleblower purports that RMBL has:

- failed to take reasonable precautions to prevent Detrimental Conduct, and
- 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 Detrimental Conduct.

Other Support

RMBL will ensure fairness to all involved as a result of a Reportable Matter being reported under this Policy, including any employee(s) 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.

RMBL recognises that making a Reportable Matter 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@rmbl.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 of the Reportable Matter, they may request a review to ensure compliance with policies, procedures and relevant laws.

Review Process

- The request must be submitted in writing within 30 days of the outcome being formally reported to the Whistleblower.
- The review assesses adherence to the Policy
- RMBL 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 of the review may be reported to the RMBL Board of Directors (Board) and Audit, Risk & Compliance Committee.

External Complaints

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

IMPACT OF THIS POLICY ON YOUR ENGAGEMENT

It is a condition of any employment or other engagement by RMBL that employees will always comply with this Policy. However, this Policy does not form part of any agreement with RMBL.

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 RMBL.

TRAINING

Recipients, all relevant employees, Insiders and potential investigators will receive regular training in relation to their rights and obligations under this Policy and under applicable Whistleblower Legislation.

REVIEW

Risk & Compliance will regularly monitor and review the effectiveness of the protections described in this Policy with applicable reporting provided to the Audit Risk & Compliance Committee and the Board.

It is intended that this Policy will be reviewed at least every two years or more frequently as required to ensure that it remains consistent with all relevant legislative requirements, as well as changes applying to RMBL.

The Board is responsible for approving Policy changes.

The Chief Risk Officer is delegated to make administrative amendments to this Policy and to update the Policy.

QUESTIONS

Any questions about this Policy should be directed to:

- the WRO, Robert McLellan, via email at robert.mclellan@rmbl.com.au or telephone on (03) 9213 5751, or alternatively
- the EWRO, Sharyn Cowley, via email at whistleblower@rmbl.com.au or telephone on (03) 9213 5742.

POLICY APPLICATION

This Policy will be accessible via RMBL's intranet and on RMBL's website: www.rmbl.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.