



Whistleblower Policy

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Investors Central Limited ACN 143 097 385
Fin One Pty Ltd ACN 139 719 903
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Document Control

Revision History

Version No.	Author	Effective Date	Comments
1	Joan Raffé, General Counsel	1 January 2020	Approved by the Board of Investors Central on 12 December 2019
2	Joan Raffé, General Counsel	8 September 2020	New Clause 7.4 – Disclosers encouraged to seek independent legal advice and amendment to Clause 9.1 – anonymous disclosures.
3	Neesha Pierce, General Counsel	31 October 2022	Update to include new entity – Strategic Collections Pty Ltd Updated roles to include CEO as person who can receive disclosure.
4	Shanelle Harragon, In House Lawyer Katelyn Shepherd, Governance Officer Neesha Pierce, General Counsel	10 December 2024	Updated formatting and minor wording changes. Addition of Commercial Credit Control and Finance One Management to policy. Restructured sections for clearer flow of policy. Approval by NPierce.

1 PURPOSE OF THE POLICY

Investors Central Limited and its subsidiaries (the Group) are committed to transparency and creating an environment in which people are comfortable raising legitimate concerns about the Group's operations. The Group is also committed to protecting Disclosers from detriment. The Policy is consistent with the Group's values, which includes effective corporate governance, compliance, and honest and ethical behaviour.

Section 1317AI of Part 9.4AAA of the *Corporations Act 2001* (Cth) requires all public companies, large proprietary companies and proprietary companies that are trustees of registerable superannuation entities to have a Whistleblower policy.

A **Whistleblower** is a person who reports misconduct or improper behaviour by a person or persons in respect to an organisation. For the purposes of this Policy, a Whistleblower is referred to as the 'Discloser'.

The purpose of this Policy is to

- support and reflect the Group's values;
- ensure that individuals who disclose wrongdoing can do so safely, securely, and with confidence that they will be protected and supported;
- ensure that disclosures of wrongdoing are dealt with appropriately and promptly;
- build confidence and trust in this Policy, its processes and procedures including by providing transparency around the Group's framework for receiving, handling and investigating such disclosures; and
- deter wrongdoing and encourage disclosures of wrongdoing.

This Policy is to be read in conjunction with the Human Resources Policies and Procedures Manual (HR Manual).

2 WHO DOES THE POLICY APPLY TO?

This Policy applies to all '**Disclosers**' who are or have been any of the following within the Group:

- a) Employee or officer (including permanent, part-time, fixed-term or temporary, interns, and managers);
- b) Director or Company Secretary;
- c) Contractor for the supply of goods or services or their employees;
- d) Consultants;
- e) An individual who is an associate of a regulated entity within the Group; or
- f) A relative or dependent of an individual referred to in (a) to (e) above.

The Policy will also apply to anyone who has made a disclosure of information relating to the Group to a legal practitioner for the purpose of obtaining legal advice or legal representation regarding protection of whistleblowers.

This Policy does not apply to third parties (other than Eligible Disclosers) including without limitation customers of the Group. Customers with complaints should refer to <https://financeone.com.au/complaints/>

3 APPROVAL

This Policy was first approved by the Board of Investors Central Limited on 12 December 2019.

4 OWNERSHIP

The Company Secretary of Investors Central Limited is responsible for the maintenance of this Policy. All changes to the Policy are to be reviewed and approved by the Board of Investors Central Limited as necessary, but at least every 12 months.

5 DISCLOSABLE MATTERS TO WHICH THE POLICY APPLIES

A **Disclosable Matter** means any information about the Group that the Discloser believes on reasonable grounds to be **misconduct or improper conduct** which are in breach of the Group's policies, the law, applicable codes of conduct, or other regulatory obligations.

Disclosable Matters include conduct that involves but is not limited to:

- theft, fraud or other dishonest behaviour;
- unlawful, corrupt or irregular practices or use of funds;
- offering or accepting a bribe;
- illegal activities including violence or threatened violence, criminal damage of property, dealing in or illicit use of drugs;
- any conduct that poses a serious risk to the health and safety of other persons in the workplace; public health and safety; the financial system or to the environment;
- oppressive, discriminatory or grossly negligent conduct;
- conduct that constitutes an offence against, or contravention of, any Commonwealth, State or local authority laws including but not limited to the *Corporations Act 2001*; *National Consumer Credit Protection Act 2009*; or *ASIC Act 2001*; and
- conduct which may cause financial or non-financial loss to, or be otherwise detrimental to the interests of, one or more entities of the Group.

that would, if proven, amount to:

- a criminal offence;
- a civil or other pecuniary liability for the Group;
- reasonable grounds for dismissal; and/or
- reasonable grounds for disciplinary action.

There are also specific Whistleblower protections under taxation laws for individuals who disclose information to an Eligible Recipient, or directly to the Australian Taxation Office (ATO), in respect to tax avoidance or other tax issues regarding companies and other entities.

Disclosable Matters also include conduct that would be considered victimisation of an individual because they made, or intend to make, a Disclosure under this Policy.

Personal work-related grievances are excluded from this Policy and should be handled in accordance with the processes set out in the HR Manual. Personal work-related grievances means a grievance about any matter in relation to the discloser's employment, or former employment, having (or tending to have) implications for the discloser personally. This includes:

- an interpersonal conflict between the discloser and another employee;
- a decision relating to the engagement, transfer or promotion of the discloser;
- a decision relating to the terms and conditions of engagement of the discloser; and
- a decision to suspend or terminate the engagement of the discloser, otherwise to discipline the discloser.

Frivolous, malicious or vexatious disclosures, or disclosures that are not made in good faith, do not qualify for protection under this Policy. These disclosures will not be treated as genuine disclosures. Deliberate false Disclosures by current employees of the Group will be handled in accordance with relevant provisions of the HR Manual.

Disclosures that are not 'Disclosable Matters' do not qualify for protection under the Corporations Act and/or this Policy.

6 OBLIGATION TO DISCLOSE

It is expected that any person who becomes aware of a Disclosable Matter makes a Disclosure to ensure that the honesty and reputation of the Group and its employees are preserved and enhanced.

7 WHO CAN RECEIVE A DISCLOSURE

A disclosure under this Policy can be made to any of the following '**Eligible Recipients**':

- a Director, Company Secretary, Chief Executive Officer, General Counsel or Senior Manager of the Group;
- the Group's External Auditor; or
- the Australian Securities and Investments Commission (ASIC).

Persons making disclosures are encouraged to report a Disclosable Matter internally within the Group to Eligible Recipients in the first instance. The Group's Eligible Recipients can be contacted in the following ways:

Internal			
The Group	Managing Director	whistleblower@financeone.com.au	0411231530
	Director/CEO		0400811901
	Company Secretary/ General Counsel		1800346663 0484986118
	Andrew Kemp, Non-Executive Director or Joe McShanag, Non-Executive Director	apkemp@huntingtongroup.com.au joe.mcshanag@hotmail.com	(07) 33032500 0414448425

Whilst the Group encourages disclosures to the Group's Eligible Recipients, if it relates to the CEO, Director of the Group, or if the report relates to a serious breach of the Corporations Act, disclosures may be made directly to ASIC, the External Auditors or other government agency, as relevant.

External			
Jessups Accountants	External Auditor, Jessups Accountants	dthamm@jessupsnq.com.au	(07) 40377050

ASIC	Misconduct Complaints	https://asic.gov.au/about-asic/contact-us/how-to-complain/report-misconduct-to-asic/ https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/.	1300 300 630 (9am – 5pm)
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8 PUBLIC INTEREST DISCLOSURES

Section 1317AAD provides for public interest disclosures and emergency disclosures that can be made to a member of the Parliament of the Commonwealth or State or Territory and qualify for protection under Part 9.4AAA of the Corporations Act in circumstances where:

- a previous disclosure has been made which qualifies for protection and at least 90 days have passed since that disclosure was made;
- the discloser reasonably believes that no action has been taken to address the matters to which the earlier disclosure related; and
- the disclosure is in the public interest, or the Discloser believes, on reasonable grounds, that the information concerns a substantial and imminent danger to persons or the natural environment.

Where a disclosure is made in accordance with this Policy, a person receiving the information may not tell anyone, other than other persons who are authorised to receive a disclosure, any of the following information:

- the information disclosed;
- the identity of the person making the disclosure; or
- any information which will enable the identification of the person making the disclosure to be determined

unless the Discloser consents to that disclosure.

9 HOW TO REPORT A DISCLOSURE

A Disclosable Matter can be reported to an Eligible Recipient as follows:

Internal report

A Discloser can make a disclosure either verbally or in writing.

If a Discloser does not feel comfortable making a Disclosure internally, or if they have previously reported the matter internally and no action has been taken, the Disclosure can be made to the External Auditor; ASIC or other relevant government authority.

External report

Disclosures can be made to external Eligible Recipients either verbally or in writing.

Disclosures can be made anonymously. Disclosures can be made during or outside of business hours as indicated in the table in Clause 7.

A Discloser can contact the Company Secretary or General Counsel on a confidential basis to obtain additional information about the process before making a Disclosure.

10 WHISTLEBLOWER PROTECTION AGAINST DETRIMENT

Conduct causing detriment to any person who makes a Disclosure that qualifies for protection under this Policy or provides assistance in respect to a Disclosure that has been made is prohibited.

Detriment includes, but is not limited to, the following actions:

- dismissal of an employee;
- injury of an employee in his or her employment;
- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees;
- 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; or
- damage to a person's business or financial position.

A court may make orders for compensation against an individual or corporation in respect to any person for loss, damage or injury suffered as a result of detrimental conduct. A nexus must be established between the adverse conduct and the Disclosure.

If a person makes a disclosure that qualifies for protection under Part 9.4AAA of the Corporations Act:

- the Discloser will not be subject to any civil or criminal liability for making the Disclosure;
- no contractual or other remedy can be enforced, and no contractual or other right may be exercised, against the Discloser on the basis of the disclosure;

- the Discloser has qualified privilege in respect to the Disclosure against a case in defamation;
- any contract to which the Discloser is a party cannot be terminated on the basis that the disclosure constitutes a breach of contract; and
- the disclosed information is not admissible in evidence against the Discloser in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect to the falsity of the information.

Disclosers are encouraged to seek independent legal advice in respect to their rights and obligations in making a disclosure.

11 CONFIDENTIALITY

Any person who makes a disclosure in accordance with this Policy must not discuss any issues relating to their disclosure with any other person (other than the Eligible Recipient to whom the disclosure was made), so as not to raise the suspicion of the person against whom the allegation has been made. Care should also be taken not to make any remarks that may be considered defamatory in respect to the person against whom the Disclosure has been made.

Any person who receives information about a Disclosure who passes on any information that is likely to lead to the identification of the Discloser may be guilty of an offence under Section 1317AE of the Corporations Act unless that information is disclosed:

- with the consent of the Discloser; or
- to an Australian legal practitioner for the purpose of obtaining legal advice in relation to the application of whistleblower protection laws; or
- to ASIC, the Australian Federal Police or the Australian Prudential Regulation Authority.

If the Discloser has consented to the disclosure of their identity, that information should only be disclosed to those persons who have a need to know in order to comply with the requirements of this Policy.

Any information or documentary evidence relating to the disclosure will be maintained in a confidential manner to ensure the privacy and security of personal information.

12 ASSESSING & INVESTIGATING REPORTS OF IMPROPER CONDUCT

If a disclosure has been received by the CEO, Director or General Counsel, an initial assessment of the disclosure will be completed within 3 business days of receipt of the Disclosure.

If further investigation is required in respect to the disclosed matters, the investigation will be actioned as a matter of urgency and a report as to the findings of the investigation made within 20 business days.

13 HOW WILL THE INVESTIGATION BE CARRIED OUT

The Group has appointed one investigator who will be responsible for investigating all Disclosures made under this Policy:

- the Company Secretary of Investors Central

In the event that the investigator is the subject of a Disclosure or is otherwise unable to participate in a specific investigation, the Chief Executive Officer will appoint another Director or Senior Manager to conduct the investigation.

The person/s appointed to investigate a disclosure have the following responsibilities:

- to undertake a fair, independent and discreet investigation into the substance of the disclosure to determine whether there is evidence to support the matters raised;
- respect individual confidentiality;
- collect all available data and verify the reported information;
- in order to observe the rules of procedural fairness, interview any relevant person to understand their perspective and collect further relevant information;
- investigate with due care and with appropriate timeliness.

The Investigators will prepare a report to the Board who has ultimate decision-making power regarding reports and investigations under this Policy.

In the event that a report implicates or involves one or more Directors, the matter will be directed to the Managing Director/CEO, External Auditors and/or ASIC as appropriate.

14 SUPPORT FOR PERSONS IMPLICATED IN A DISCLOSURE

No action will be taken against any employees, contractors or Directors who are implicated in a report under this Policy until an investigation has determined whether or not any allegations against them have been substantiated.

If circumstances warrant an employee, contractor or Director may be temporarily suspended on full pay whilst an investigation is in progress. If an investigation determines that the allegations are not substantiated the person will be immediately reinstated to their position.

An employee, Director or Contractor who is implicated in a Disclosure has a right to be informed of, and to be given an opportunity to respond, the allegations against them (subject to the Discloser's right to anonymity).

An employee, Director or Contractor who is implicated in a Disclosure, or is asked to assist by providing information in respect to an investigation, is able to access the Group's Employee Assistance Program if they require such assistance.

15 OUTCOME OF INVESTIGATIONS – KEEPING THE DISCLOSER INFORMED

The Discloser will be kept informed either, verbally or in writing, of the progress and outcomes of an investigation, subject to privacy, confidentiality and other legal obligations.

The Discloser may request a verbal update on the progress of an investigation if they feel that they have not been kept informed and the investigators will provide an update in a timely manner, subject to the matters set out in 14.1 above.

16 LEGAL PROTECTIONS FOR PERSONS MAKING A DISCLOSURE

If a person makes a disclosure that qualifies for protection under Part 9.4AAA of the Corporations Act:

- the Discloser will not be subject to any civil or criminal liability for making the Disclosure;
- no contractual or other remedy can be enforced, and no contractual or other right may be exercised, against the Discloser on the basis of the disclosure;
- the Discloser has qualified privilege in respect to the Disclosure against a case in defamation;
- any contract to which the Discloser is a party cannot be terminated on the basis that the disclosure constitutes a breach of contract; and
- the disclosed information is not admissible in evidence against the Discloser in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect to the falsity of the information.

17 AVAILABILITY OF THIS POLICY

This Policy will be available to Disclosers through:

- the Group's internal intranet system accessible by current employees and Directors;
- Investors Central Limited's website: www.investorscentral.net.au;
- Finance One's website: www.financeone.com.au;
- Finance One Commercial's website: <https://financeone.com.au/business-loans/>;
- Strategic Collections' website: www.strategiccollections.com.au
- Commercial Credit Control's website: <https://creditcontrol.com.au>

18 DEFINITIONS

Term	Definition
The Group	Investors Central Limited and its subsidiaries Fin One Pty Ltd, Finance One Commercial Pty Ltd, Strategic Collections Pty Ltd, Fin One Services Pty Ltd, Finance One Management Pty Ltd and Commercial Credit Control Pty Ltd.
APRA	Australia Prudential Regulation Authority
ASIC	Australian Securities and Investments Commission
CEO	Chief Executive Officer
Contractors	individuals who are not employees, and external corporations or organisations, engaged to perform services for the Group
Corporations Act	<i>Corporations Act 2001 (Cth)</i>
Detriment	<p>includes any of the following:</p> <ul style="list-style-type: none"> • dismissal of an employee • injury of an employee in his or her employment; • 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; • 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 <p>any other damage to a person.</p>
Eligible Recipient	<p>means one of the following persons:</p> <ul style="list-style-type: none"> • a Director, Company Secretary, General Counsel or Senior Manager of the Group; • the Group’s External Auditor; or

	the Australian Securities and Investments Commission (ASIC).
Eligible Whistleblower	<p>means an individual who is, or has been, any of the following:</p> <ul style="list-style-type: none"> • an officer of the Group, which for the purposes of this Policy includes Executive Directors, Alternative Directors, Representatives and Company Secretary; • employee of the Group; • contractor for the supply of goods or services of their respective employees; • consultants; • an individual who is an associate of a regulated entity within the Group; or <p>a relative or dependent of an individual referred to above.</p>
Group	<p>Investors Central Limited ACN 143 097 385 and its subsidiaries:</p> <ul style="list-style-type: none"> • Fin One Pty Ltd ACN 139 719 903 • Finance One Commercial Pty Ltd ACN 634 900 548 • Strategic Collections Pty Ltd ACN 141 566 403 • Commercial Credit Control Pty Ltd ACN 072 640 601 • Finance One Management Pty Ltd ACN 675 105 478 • Fin One Services Pty Ltd ACN 654 881 160
Legal Practitioner	means a duly qualified Australian legal practitioner and, in relation to a person, such a practitioner acting for the person
NCCPA	<i>National Consumer Credit Protection Act 2009</i> (Cth)
Personal Information	means personal information as defined in Section 6(1) of the <i>Privacy Act 1988</i> (Cth)
Public Interest Disclosure	means a disclosure to a journalist and members of Parliament (Commonwealth,

	<p>State or Territory) but only if it meets the necessary requirements:</p> <ol style="list-style-type: none"> 1. must first have made a qualifying disclosure to ASIC or a prescribed Commonwealth Authority; 2. at least 90 days has passed since the disclosure was made; 3. the eligible whistleblower does not have reasonable grounds to believe that action is being, or has been, taken to address the matters to which the qualifying disclosure related; 4. the eligible whistleblower has reasonable grounds to believe that making a public interest disclosure would be in the public interest; <p>the extent of the information disclosed in the public interest disclosure is no the extent of the information disclosed in the public interest disclosure is no greater than to inform the journalist or member of Parliament of the misconduct or improper state of affairs or circumstances, or other conduct falling within the scope of the Policy greater than to inform the journalist or member of Parliament of the misconduct or improper state of affairs or circumstances, or other conduct falling within the scope of the Policy.</p>
Victimisation	refers to conduct, or the threat of conduct, which causes (or would cause) the Eligible Whistleblower to suffer detriment.
Whistleblower	is a person who reports misconduct or improper behaviour by a person or persons in respect to an organization. For the purposes of this Policy, a Whistleblower is referred to as the 'Discloser'.
Whistleblowing	refers to acts of disclosing information in situations to which this policy applies.