

## Treasury Committee Charter

### 1. Introduction

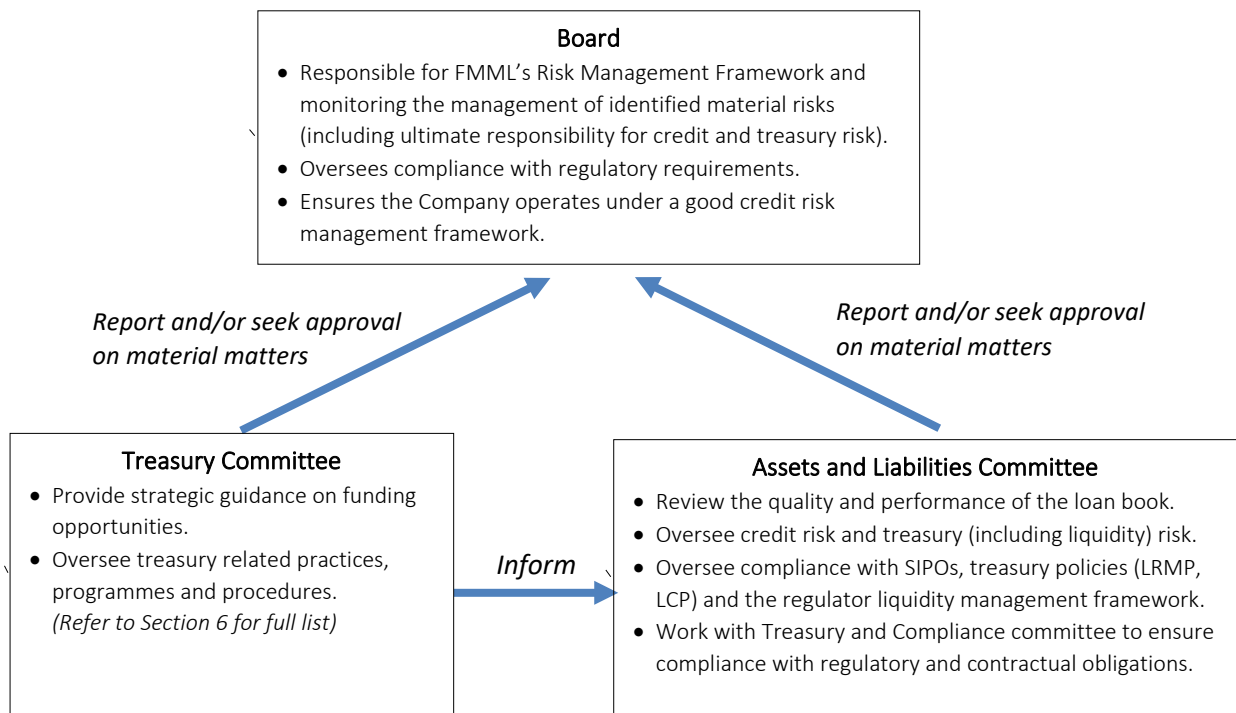
- 1.1 First Mortgage Managers Limited (**FMML**) has adopted the Treasury Committee Charter (Charter) to help manage treasury related practices, programmes and procedures.
- 1.2 The Treasury Committee (**Committee**) was established to assist the FMML Board of Directors (Board) in setting and managing treasury related programmes.

### 2. Authority

- 2.1 The Committee holds delegated authority from the Board to help oversee and manage treasury related practices, programmes and procedures associated with the various funds FMML manages (the FMT GIF, FM PIE Trust and FMT Wholesale Fund).
- 2.2 The Committee is authorised by the Board to investigate any activity covered by its role. It is authorised to seek any information it requires from any employee and all employees will be directed to co-operate with any request made by the Committee.
- 2.3 All employees shall have access to the Chair of the Committee at any time.
- 2.4 The Committee shall seek the authority of the Board to obtain outside legal or other independent professional advice and/or to secure the attendance of outsiders with relevant experience and expertise, if it considers this necessary.

### 3. Governance Structure

- 3.1 The Committee will inform the Assets and Liabilities Committee (**ALCO**) of all material matters and issues discussed, and report to the Board on material matters and issues, including those requiring decisioning / approval. The Committee's existence does not absolve the Board of any of its responsibilities or legal obligations.
- 3.2 The following diagram shows a high-level overview of how the Treasury Committee, ALCO, and Board interact regarding treasury related activities:



#### 4. Overall Objectives and Purpose

The overall objectives and purpose of the Committee are to assist the Board in fulfilling its responsibilities relating to FMML’s treasury practices, programmes and procedures. In carrying out its duties, the Committee will:

- 4.1 Ensure procedures are designed and implemented to manage the various liquidity risks facing the funds FMML manages.
- 4.2 Oversee the implementation of treasury related programmes.
- 4.3 Provide strategic guidance and feedback to the Board, ALCO, and Management on FMML funding opportunities. This shall include planning, initiating, and monitoring all funding activities; and assessing and recommending to the Board third party funding options where required.
- 4.4 Maintain open lines of communication among the Board, ALCO, Management, and Supervisors where appropriate, to exchange views and information, and confirm respective authority and responsibilities.
- 4.5 Perform any other Treasury related duties as directed by the Board.

#### 5. Committee Membership and Meetings

- 5.1 The Committee shall be appointed by the Board. The Board may terminate an appointment to the Committee at any time.
- 5.2 The Committee shall include at least one Board member.
- 5.3 The Board shall appoint the Committee Chair and the Committee Secretary.
- 5.4 A quorum shall be two members, one of whom shall be the Chair.
- 5.5 Committee members will respect and recognise each other’s contributions and embrace any differences. The Committee Chair shall promote an open and inclusive environment where all members feel comfortable presenting their views and challenging assumptions. This approach ensures that the committee benefits from a wide range of insights and expertise.

- 5.6 The Committee may have in attendance such members of Management and any other persons it may deem necessary to provide appropriate information or explanations (with Board approval).
- 5.7 The Chief Executive Officer (CEO), Chief Financial Officer (CFO), Chief Investment Officer (CIO), Head of People and Culture, and Head of Marketing will attend meetings unless otherwise requested by the Chair.
- 5.8 The Committee will hold a minimum of four regular meetings per year, having regard to the FMML's reporting cycle. In addition, the Chair is required to call a meeting of the Committee if requested to do so by any Committee members, the organisation's CEO, CFO, or any member of the Board.
- 5.9 Reasonable notice of meetings and the business to be conducted shall be given to Committee members.
- 5.10 The Chief Investment Officer will develop the agenda for each committee meeting, this will be circulated to Committee members at least one week before the meeting requesting any additional agenda items.
- 5.11 The Chief Investment Officer is tasked with developing and circulating the agenda, and relevant documents to all committee members via Diligent. These materials should be provided at least three business days before the meeting to allow adequate preparation time.
- 5.12 The Committee Secretary will ensure that minutes of each committee meeting are recorded. The minutes should capture key discussions, decisions, and assigned actions. Draft minutes should be distributed to Committee members within five business days for review and approval. The Committee Chair is responsible for ensuring that the Committee's decisions and actions are implemented. A log of action items, including responsible individuals and deadlines, will be maintained by the Committee Secretary. The status of action items will be reviewed at the beginning of each meeting under 'Matters Arising'.
- 5.13 Committee members are responsible for rigorously examining issues, questioning management, and challenging proposals to ensure comprehensive evaluation and effective decision-making. This responsibility is integral to the Committee's role in providing oversight and recommendations to the Board.

## 6. Roles and Responsibilities

- 6.1 Update ALCO and the Board about Committee activities and make appropriate recommendations.
- 6.2 Ensure ALCO and the Board is aware of matters which may significantly impact the financial condition/affairs of the business.
- 6.3 Provide advice to the Board on the most appropriate treasury management options, policies, and procedures. This will incorporate continuous improvement in reporting and IT capability that the Committee considers improves accuracy and is appropriate and in the best interests of the funds FMML manages.
- 6.4 Review, report, and recommend for approval by the Board the appropriate course of action for material incidents relating to treasury matters.
- 6.5 Perform any other oversight treasury functions and examine any other matters as requested by the Board.
- 6.6 Review and recommend for approval by the Board the Charter at least annually.
- 6.7 Evaluate the Committee's own performance on an annual basis.

## Document Review and Approval History

Version	Author	Date of Changes	Revision / Description of Change	Treasury Committee Approval Date	Board Approval Date
1	Roger Ford	28.06.2021	Drafted	06.07.2021	10.08. 2021
2	Roger Ford	01.07.2022	Annual review	04.07.2022	28.07.2022
3	Roger Ford		Annual review	06.06.2023	25.07.2023
4	Andrew Western	14.06.2024	Annual review	10.06.2024	18.06.2024