

2.2.8 Whistleblower Policy and Procedures

2.2.8.1 Purpose

Spaceframe Buildings is committed to best practice in corporate governance, compliance and ethical behaviour. To support this, the Board of Directors has adopted a policy that provides a framework for directors, employees, and contractors to bring to the attention of Senior Management or the Spaceframe Buildings Board reports of improper conduct.

This policy has been developed in line with the **Australian Standard AS 8004:2003 – Corporate Governance - Whistleblower Protection Programs for Entities**. The policy protects individuals who in good faith report conduct which they reasonably believe to be:

- Dishonest;
- Fraudulent;
- Corrupt;
- Illegal;
- In breach of Commonwealth or state legislation or local authority by-laws;
- Unethical;
- Other serious improper conduct;
- Gross mismanagement;
- Serious and substantial waste;
- Repeated instances of breach of administrative procedures;
- An unsafe work-practice; or
- Any other conduct which may cause financial or non-financial loss to the entity or be otherwise detrimental to the interests of the entity.

The exception is where the issues relate to a member of staff's personal position, when it would be more appropriate to use the grievance procedure outlined in the Spaceframe Buildings Management System Manual (MSM).

2.2.8.2 Scope and Application of this Policy

This policy applies to:

- Spaceframe Buildings Board of Directors, and
- Spaceframe Buildings Employees;

In this policy, each person in the above categories is referred to as a 'Spaceframe Buildings person'.

2.2.8.3 Benefits and Importance of this Policy

A whistleblower protection program is an important element in detecting corrupt, illegal or other undesirable conduct within an organisation, and as such, is a necessary ingredient in achieving good corporate governance.

An effective whistleblower program can result in:

- more effective compliance with relevant laws;
- more efficient fiscal management of Spaceframe Buildings through, for example, the reporting of wasteful and improper purchasing, commissioning and tendering practices;
- a healthier and safe work environment through the reporting of unsafe practices;
- more effective management (eg, eliminating duplication and non-value adding bureaucratic practices);
- improved morale within the entity (eg, improving internal communication and eliminating harassment); and
- an enhanced perception and the reality that Spaceframe Buildings is taking its governance obligations seriously.

2.2.8.4 Definitions

For the purpose of this policy, the following definitions apply:

Whistleblowing

Whistleblowing is the voluntary disclosure by a person of information about an actual, suspected or anticipated wrongdoing within or by an organisation that is within its ability to control.

Whistleblower

A 'Spaceframe Buildings person', whether anonymously or not, makes or attempts to make a disclosure as defined in "Whistleblowing".

Whistleblower Contact Officer (WCO)

A person or persons designated by Spaceframe Buildings who can be used as a point of contact for Whistleblowers wishing to raise a concern to someone external to Spaceframe Buildings management (see 'Procedure for Reporting Concerns' below). For the purpose of this policy, the Whistleblower Contact Officer (WCO) is Mr Brad Bishop, QAS International, Phone: 07 5599 2217, Mobile: 0412 148 904, Email: brad.bishop@gasinternational.com

2.2.8.5 Protection under this Policy

2.2.8.5.1 Whistleblower Protection

Under this Policy, Whistleblowers who make a report in good faith and in accordance with the Policy will not be disadvantaged by having made the report through dismissal, demotion, any form of harassment, discrimination or current or future bias.

2.2.8.5.2 Prohibition on Victimisation

'Spaceframe Buildings person'/s must not victimise any Whistleblower or cause any Whistleblower to be victimised due to a report made under this Policy (see protection for Whistleblowers within 'Australian Securities Investments Commission (ASIC) Guidance for Whistleblowers' weblink below).

Victimisation could include intimidation, harassment, threats, action/s causing injury, loss or damage, discrimination, disadvantage, adverse treatment in relation to a person's employment, career, profession, trade or business.

Spaceframe Buildings will regard any such victimisation very seriously and take appropriate action, which may include, in the case of employees, disciplinary action and dismissal.

2.2.8.5.3 Improper Conduct

'Spaceframe Buildings person'/s lodging a report under this Policy does not protect the person from the consequences of being involved in any improper conduct alleged in a report under this Policy.

2.2.8.5.4 Industrial Relations Issues

This Policy does not extend to cover employee, industrial relations or human resource related issues as there are provisions in the Spaceframe Buildings Integrated Management System (IMS) Manual to raise issues in these areas.

2.2.8.5.5 Malicious Complaints

Malicious complaints must not be made and do not qualify for protection under this Policy. If a 'Spaceframe Buildings person'/s maliciously raises a matter which they know to be untrue, this will be dealt with through the disciplinary procedures outlined in the Spaceframe Buildings Integrated Management System (IMS) Manual.

2.2.8.6 Procedure for Reporting Concerns

'Spaceframe Buildings person'/s wishing to raise a concern under this Policy, should report this to the Whistleblower Contact Officer (WCO) either in person, via telephone or email.

If 'Spaceframe Buildings person'/s does not wish to be identified, this needs to be disclosed at the first possible opportunity to ensure appropriate arrangements can be made.

On receipt of the concern, the WCO will take note of the key points of concern and check if 'Spaceframe Buildings person'/s has a copy of this whistleblowing policy. The WCO will also assure 'Spaceframe Buildings person'/s of confidentiality to be applied throughout the process.

After the initial documentation of the concerns, the WCO will raise the report with the General Manager (if the report is not in respect of the General Manager) or Chair of the Board (if the report concerns the General Manager) within 5 working days, who will decide what action is required, which may include initiating an internal investigation or more formal inquiry, or alternative action as appropriate. The WCO will advise 'Spaceframe Buildings person'/s about the action which will be taken in regards to the complaint received.

All reports of concern will be the subject of thorough investigation with the objective of locating evidence that either substantiates or refutes the claims made by the Whistleblower. Investigations will be fair and independent and observe the rules of natural justice. Investigations will be conducted without bias and the person against whom the allegation is made should be given the right to respond.

On completion of the investigation a written report will be made to the Whistleblower from the Investigating Officer, and copy provided to the Board, which will explain the findings and actions taken, as far as possible, without breaching commercial, legal and/or confidentiality constraints. Whistleblower is then given 14 days to respond in writing to the General Manager or Chair of the Board as applicable). The response is then reviewed by the General Manager and/or the Board (as applicable) and a response is supplied if required.

2.2.8.7 Confidentially

As demonstrated by Spaceframe Buildings's commitment to the existing Privacy Policy, Spaceframe Buildings will take all reasonable steps to protect the identify of a Whistleblower and will not disclose the Whistleblower's identity to a person not connected with the investigation unless:

- The Whistleblower has been consulted and consents in writing to the disclosure; or
- Spaceframe Buildings or the WCO, General Manager or Chair of Board are compelled by law to do so.

Spaceframe Buildings will also ensure that any records relating to a report are held securely and in the strictest confidence. All records of Whistleblower activity will be kept by the General Manager, or if the whistleblowing relates to the General Manager, records will be held by the Chair of the Board. Access to such records must be authorised by either the General Manager or the Board (as applicable).

Spaceframe Buildings is committed to the protection of genuine whistleblowers against action taken in reprisal for the making of protected disclosures.

2.2.8.8 Review Process

The WCO will provide summary reports of de-identified information relating to the number and type of reports received as well as a description of the nature and results of any investigation undertaken.

These reports will be provided to the General Manager to report to the Board of Directors as part of the compliance review process (ie, if there have been any Whistleblower notifications).

The General Manager and Board will use these reports to monitor and review the effectiveness of the Whistleblowers Policy at least annually as part of the Board's policy review and evaluation process.



2.2.8.9 Australian Securities Investments Commission (ASIC) Guidance and Protection for Whistleblowers

The following weblink may be a useful reference site (as applicable):

<https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/>

Jane Raspotnik – Director - Administration

Peter Raspotnik – Managing Director

