

# WHISTLEBLOWING POLICY

**Publication Date:** 6 January 2021

**Application:** See Section 3 below

## 1. Purpose

The objective of this Whistleblowing Policy and the Whistleblowing Procedure (together the **Whistleblowing Policy and Procedure**) is to encourage reporting of wrongdoing that is of legitimate concern by providing a convenient and safe reporting mechanism, and protection for people who make serious wrongdoing disclosures.

## 2. Policy Statement

Together with our values, we want to have feedback and encourage people to speak up when they see activity or behaviour that they feel is wrong or does not match our values. The goal of the Whistleblowing Policy and Procedure is to provide very clear guidelines on how we approach and manage this feedback.

The Whistleblowing Policy and Procedure aims to ensure that:

- Every Eligible Whistleblower has the chance to speak up anonymously when they feel we are not adhering to our corporate values. They should have a place to report misconduct. Every report will be heard and acted on, and we will make improvements based on the results;
- Every Eligible Whistleblower is able to make reports anonymously. We commit to protecting informants' identities, and they only need to reveal themselves if they choose to; and
- Every report of misconduct is investigated. At the end of the investigation, we will document the results and provide feedback when appropriate.

## 3. Who and what does the Whistleblowing Policy and Procedure apply to?

If you:

- are an **Eligible Whistleblower** in relation to Qtectic (see section 4 below);
- make a disclosure about a **Disclosable Matter** (see section 5 below);
- make the disclosure directly to an **Eligible Recipient** (see section 6.1 below) or to a designated body such as ASIC or APRA (see section 6.2 below),

then you will qualify for protection as a whistleblower under the *Corporations Act 2001* (Cth) and, if applicable, the *Taxation Administration Act 1953* (Cth) (together, the **Whistleblowing Laws**).

A report by an Eligible Whistleblower about a Disclosable Matter that is made to an Eligible Recipient will be referred to in the Whistleblowing Policy and Procedure as a **Protected Disclosure**.

You will also be entitled to protection if:

- you make a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the Whistleblowing Laws (see section 6.3 below); or
- you make an 'emergency disclosure' or 'public interest disclosure' (see section 6.4 below).

If you are unsure about whether the Whistleblowing Policy and Procedure applies to you or whether your report will be a Protected Disclosure, you may contact Dagmara Walker (QHSE Co Ordinator) or Amy Evans (HR Consultant) or Andrew Gray (Company Secretary) or an independent legal advisor.

## 4. Am I an Eligible Whistleblower?

You are an **Eligible Whistleblower** if you are:

- a current or former officer or employee of Qtectic. This includes permanent, part-time, fixed term or temporary employees, as well as interns, secondees, managers and directors;
- a current or former supplier of goods or services to Qtectic (whether paid or unpaid), or an employee of such a supplier. This includes current and former volunteers, contractors, consultants, service providers and business partners;
- a current or former associate of Qtectic. This includes the directors and company secretary of Qtectic, and those of related bodies corporate; or
- a relative, dependant or spouse of any of the above.

## 5. What conduct should be reported

### Disclosable Matters

Your concern will be a **Disclosable Matter** if you have reasonable grounds to suspect that the information being disclosed concerns any of the following in relation to Qtectic or a related body corporate of Qtectic:

- misconduct or an improper state of affairs or circumstances;
- conduct that is an offence against, or a contravention of, certain laws (including the whistleblower laws);
- conduct that is an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- conduct that represents a danger to the public or the financial system.

Examples may include:

- illegal conduct;
- fraud, money laundering or misappropriation of funds;
- offering or accepting a bribe;
- financial irregularities;
- failure to comply with, or a breach of, legal or regulatory requirements; and
- engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.

If you have 'reasonable grounds to suspect' that there is a Disclosable Matter, you can still qualify for protection under the Whistleblowing Laws even if the report turns out to be incorrect.

You will not qualify for protection under the Whistleblowing Laws if you make a report that is not about a Disclosable Matter or if you make a report that you know to be untrue.

### Personal Work-Related Grievances

Personal work-related grievances are not Disclosable Matters. The Whistleblowing Policy and Procedure and the Whistleblowing Laws **do not** apply to personal work-related grievances.

Personal work-related grievances are those that relate to your current or former employment and have implications for you personally, but do not have any other significant implications for Qtectic or relate to any conduct, or alleged conduct, about a Disclosable Matter.

Examples of personal work-related grievances may include:

- an interpersonal conflict between you and another employee;
- a decision that does not involve a breach of workplace laws;
- a decision about your engagement, transfer, or promotion; or
- a decision to suspend or terminate your engagement or otherwise discipline you.

If you would like to raise a personal work-related grievance you should instead contact the HR Consultant.

However, a personal work-related grievance may still qualify for protection under the Whistleblowing Laws in certain circumstances, including if:

- you make a 'mixed report' which includes information about a Disclosable Matter as well as a personal work-related grievance;
- you suffer from or are threatened with detriment for making a disclosure;
- Qtectic has breached employment or other laws punishable by imprisonment for a period of 12 months;
- Qtectic has engaged in conduct that represents a danger to the public; or
- the report relates to information that suggests misconduct beyond your personal circumstances.

### **Other disclosures**

Only Disclosable Matters qualify for protection under the Whistleblowing Laws. However, Qtectic encourages the reporting of a wider range of conduct under the Whistleblowing Policy and Procedure.

We want to hear from you if you witness or know about any behaviour that is:

- Dishonest;
- Unethical;
- Discriminative;
- Creating an unsafe work environment;
- A breach of any of our company's policies;
- Harassment and/or bullying of any kind;
- Detrimental to Qtectic and could cause financial or non-financial loss.

Depending on the circumstances, these matters may not be Disclosable Matters and therefore may not qualify for protection under the Whistleblowing Laws. However, they are protected under the Whistleblowing Policy and Procedure.

## **6. Who should the conduct be reported to**

### **6.1 Eligible Recipients**

The role of an **Eligible Recipient** is to receive Protected Disclosures. You need to make a disclosure about a Disclosable Matter directly to an Eligible Recipient in order for it to qualify as a Protected Disclosure.

You can make a disclosure about a Disclosable Matter in person, by phone, by email or in writing to any of the following Eligible Recipients:

<b>Eligible Recipient</b>	<b>How to contact</b>
Any officer or senior manager of Qtectic	Michael Chadwick – CEO – 0408 033 776
Company Secretary & Finance Director – Andrew Gray	<a href="mailto:Andrew.gray@qtectic.com">Andrew.gray@qtectic.com</a> – 0403 495 518
Any internal or external auditor of Qtectic (including a member of an audit team conducting an audit)	Cameron Smith – Grant Thornton – 0421 051 609
HR Consultant – Amy Evans	<a href="mailto:Amy.evans@linbrook.com.au">Amy.evans@linbrook.com.au</a> – 0406 502 080
Whispli online reporting platform	See Appendix A of the Whistleblowing Procedure
QHSE Coordinator – Dagmara Walker	Dagmara.walker@qtectic.com – 0477 287 877

If your disclosure relates to Qtectic's tax affairs, you may also report your Disclosable Matter in person, by phone, by email or otherwise in writing to:

- Qtectic's external Auditors – Grant Thornton (details in above table); or
- Andrew Gray – Finance Director (details in above table).

At any time, if you are unsure about whether to make a disclosure you may contact Dagmara Walker (QHSE Co Ordinator) or Amy Evans (HR Consultant) or Andrew Gray (Company Secretary) or an independent legal advisor. Any discussions you have with a lawyer will be protected under the Whistleblowing Policy and Procedure and the Whistleblowing Laws.

## **6.2 Disclosures to regulatory bodies**

Disclosures of information relating to a Disclosable Matter may also be protected when made to:

- the Australian Securities and Investments Commission (ASIC);
- the Australian Prudential Regulation Authority (APRA);
- the Commissioner of Taxation; or
- another Commonwealth authority prescribed by law.

For tax affairs, you can make a disclosure to the ATO and qualify for protection.

## **6.3 Disclosures to legal practitioners**

Disclosures to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the Whistleblowing Laws are protected (even in the event that the legal practitioner concludes that a disclosure does not relate to a Disclosable Matter).

## **6.4 Emergency and public interest disclosures**

Disclosures to a journalist or parliamentarian may qualify for protection in certain circumstances where a matter of public interest is concerned or there is an emergency.

It is important that you understand the criteria for making a public interest or an emergency disclosure. In particular, a disclosure must have previously been made to ASIC, APRA or a prescribed body and written notice provided to the body to which the disclosure was made. Further, in the case of a public interest disclosure, at least 90 days must have passed since the previous disclosure.

Qtectic recommends that you contact an independent legal adviser before making a public interest or an emergency disclosure.

## **7. How to make a Protected Disclosure and next steps**

Information about the process for making a report, how a report is investigated, and the protections available to you are set out in the Whistleblowing Procedure.

## **8. Responsibility**

Qtectic wants all Eligible Whistleblowers to know that they can provide information on any concerns they have, understand where they can report their concerns, know what happens after they make a report, and ensure they feel safe in providing a report. Qtectic also wants to let them know about their right to be anonymous as well as how we, as an organisation, will ensure they are not subject to any retaliation or other abuse because they made a report.

If you feel that you have observed behaviour in breach of this policy, you should report your concerns in accordance with the Whistleblowing Policy and Procedure.

## **9. Governance**

From time to time, the Whistleblowing Policy and Procedure will need to change to keep up with our values, best practices, improvements, as well as legislation and regulations. Any changes to the Whistleblowing Policy and Procedure will be communicated to all employees and any relevant stakeholders.

Any changes to the Whistleblowing Policy and Procedure must be approved by the Chief Executive Officer.

## 10. Reporting to the Board of Directors

The Board of Directors is updated every quarter on Qtectic's whistleblowing program, inclusive of reports, investigations, and results. Reports or investigations carrying an undue amount of risk will be reported to the Board of Directors outside of the quarterly updates. The Board of Directors at any time can ask about anonymous reports, investigations, as well as the state of Qtectic's whistleblowing program.



**Michael Chadwick**  
Chief Executive Officer