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Whistleblower Protection Policy

Policy

Spacetalk is committed to conducting business in an ethical and lawful manner and is dedicated to implementing and enforcing systems that ensure adherence with our code of conduct, company values and corporate compliance.

We are committed to create a positive and open environment where employees feel they can come forward to make a disclosure.

The Board and senior management of Spacetalk encourage individuals speaking up and reporting of actual or potential misconduct.

We are committed to ensuring individuals who disclose wrongdoing can do so with confidence that they will be kept safe and will be supported.

A failure by individuals to speak up exposes Spacetalk to risks and undermines our culture of trust, transparency and respect. The Board will not tolerate anyone being discouraged from speaking up or being disadvantaged because they want to speak up or have done so.

The Company encourages all employees or relevant parties who are aware of possible wrongdoing, to contact the Company and utilise the below procedure.

Purpose

This Whistleblower Protection Policy exists to set out the responsibilities of Spacetalk and those who work for us in observing and upholding our values and Code of Conduct and encouraging disclosure of wrongdoing.

The Policy is an important tool for helping identify wrongdoing that may not be uncovered unless there is a secure and protected means of doing so.

It also exists to act as a source of information and guidance for those working for Spacetalk in dealing appropriately with disclosures in a timely manner. The Company aims to ensure that individuals who disclose wrongdoing can do so safely, confidentially and with confidence that they will be safeguarded and supported.

The Company hopes that this Policy will ultimately assist to deter wrongdoing.

Consistent, compliant adherence to this Policy will also support the company in meeting its legal and regulatory obligations and Corporate Governance Principles as well as assist in the Company's long-term sustainability and reputation.

Through this Policy, the Company aims to provide transparency around its framework for receiving, handling and investigating disclosures.

A breach of this Whistleblower policy and procedure may result in disciplinary action being taken.

Policy Application

This Policy applies to reportable conduct of disclosable matters. Anyone with information about disclosable matters is encouraged to discuss their concerns and make a report to the relevant Whistleblower Protection Officer.

This Policy applies to:

- Spacetalk and all subsidiary and affiliate entities over which it exercises control;
- Spacetalk's current and past employees, officers, contractors, suppliers (including employees of suppliers) and associates; and
- The above people's dependents (or their spouse's dependants) and their relatives.

What are Disclosable Matters?

Disclosable matters includes information that the discloser has reasonable grounds to suspect pertaining to misconduct, potential misconduct, or an improper state of affairs or circumstances, in relation to the Company;

It also means a breach of law or information that indicates a danger to the public. For further information on protected disclosures, see Attachment 1.

You are encouraged to report your concerns, even if you are unsure if something is a disclosable matter.

Examples of disclosable matters may include, but are not limited to:

- breach of Spacetalk's Code of Conduct, values or Policies and Procedures;
- breach of laws or regulations;
- criminal activity;
- conduct endangering health and safety;
- conduct endangering the environment;
- bribery or corruption;
- dishonest or unethical behaviour;
- harassment, discrimination, victimisation or bullying (other than personal-related grievances);
- conflicts of interest;
- anti-competitive behaviour;
- financial fraud or mismanagement;
- insider trading;
- mishandling of customer personal data;
- mishandling of personal data breaches;
- conduct likely to damage the financial position or reputation of Spacetalk; and
- deliberate concealment of any of the above.

If you are still unsure that the matter is disclosable, you may contact one of the Whistleblower Protection Officers listed in [Table 1](#) below to confidentially seek further information/advice. You may also contact an independent legal practitioner to seek more advice.

Please be assured that all disclosures made are treated in the same way regardless of whether or not the matter qualifies for protection under Australia's Whistleblower laws.

You may also make a disclosure directly to regulatory bodies, or other external parties, about a disclosable matter and qualify for protection under the Corporations Act, without making a prior disclosure within the Company.

Matters not Covered by this Policy

'Personal work-related grievances' are not within the scope of this Policy and should generally be directed to HR and raised under the Spacetalk's Dispute Resolution Policy.

Personal work-related grievances are issues in relation to an individual's current or former employment that has implications for them personally (i.e. matter solely related to their personal employment).

Examples of personal work-related grievances include:

- A conflict between you and another employee;
- A decision relating to your employment or wage review; or
- A decision relating to the termination of your employment.

Procedure

How to Make a Report

Spacetalk has a number of formal and informal ways in which concerns can be raised depending on your circumstances and the level of seriousness of the issue.

If you have reasonable grounds to suspect a disclosable matter has occurred or is occurring at Spacetalk, you should contact one of the Whistleblower Protection Officers listed in Table 1 below and outline your concerns, information or complaint. This can be done in person or in writing.

Some of the ways by which you can report an incident are:

- By Post (marked to the attention of one of the Protected Disclosure Officers):
Suite 13/154 Fullarton Rd, Rose Park SA 5067
- By telephone
- If you do not wish to speak directly to a recipient (and you are in Adelaide), you can report anonymously by utilising our confidential letterbox in the Suite 13 kitchen of the Adelaide office to provide anonymous written reports
- Via email
- Alternatively, an ongoing communication using your preferred reporting channel

You should provide as much information as possible, including details of the Disclosable Matters, people involved, dates, locations and any more evidence that may exist. Please note that an investigation may not be possible unless sufficient information is provided.

Table 1: Whistleblower Protection Officers

Title	Individual	Contact Details
Chief Executive Officer	Mark Fortunatow	Phone Number: 08 8104 9508 Email: mfortunatow@Spacetalkwatch.com
Chief Finance Officer	Jarred Puro	Phone Number: 08 8104 9513 Email: jpuro@Spacetalkwatch.com
Head of HR	Tim Eckermann	Phone Number: 08 8105 9505 Email: teckermann@Spacetalkwatch.com
Corporate Services Manager	Leanne Lazaridis	Phone Number: 08 8104 9515 Email: llazaridis@Spacetalkwatch.com

If you are unable to use any of the above reporting channels, a disclosure can be made to an 'eligible recipient' within the Company. See Appendix 1 for further information.

Identity Protection (Confidentiality)

If you wish to keep your identity anonymous, you can choose to make an anonymous report, however providing your name may make it easier for Spacetalk to address your disclosure (for example, the context in which you may have observed the disclosable matters).

Whether a disclosure is received anonymously or not, Spacetalk will assess your disclosure in the same manner and will ensure the matter is investigated as best possible in the circumstances and with the information available.

You can be assured that information received will be held in the strictest confidence.

Spacetalk's Commitment to Employees

Spacetalk is committed to ensuring employees who make disclosures under this policy are supported throughout the investigation process and beyond, and to ensure that no employee is disadvantaged by their willingness to speak up.

Disclosures made under this Policy will be received and treated sensitively and seriously. All disclosures will be dealt with fairly and objectively and in a timely manner.

Disclosers (who provide their identity) will be kept in contact with until the matter is resolved. If appropriate, disclosers will be told how Spacetalk has decided to respond to their disclosure, including whether an investigation will be conducted. It may not always be appropriate to provide disclosers with this information, or this information may be provided after an investigation has concluded.

Any investigations commenced will be conducted in a timely manner and will be fair and independent from any persons to whom the disclosure relates. All employees and contractors must cooperate fully with any investigations.

Unless there are confidentiality or other reasons not to do so, persons to whom the disclosure relates will be informed of the allegation at an appropriate time and will be given a chance to respond to the allegations made against them.

Protection and Support of Whistleblowers

Spacetalk is committed to protecting and respecting the rights of a person who makes a report under this Policy. This section outlines the policy on protecting those individuals. The law also contains additional protections, which are summarised in Attachment 1.

Protecting your Identity

The priority at Spacetalk is to protect people who speak up. If you speak up, your identity (or identifiable information) will only be disclosed if:

- You give your explicit consent to us to disclose that information;
- The disclosure is allowed or required by law; or
- The concern is reported to the Australian Securities and Investments Commission ("ASIC"), the Australian Prudential Regulation Authority ("APRA"), the Tax Commissioner or the Australian Federal Police ("AFP"), or
- the concern is raised with a lawyer for the purpose of obtaining legal advice or representation

If Spacetalk needs to investigate a report, it may disclose information that could lead to your identification, but it will take reasonable steps to reduce this risk.

Any disclosures of your identity or information likely to reveal your identity will be made on a strictly confidential basis.

Protecting you from Detriment

Spacetalk will not tolerate any detrimental conduct or prejudice against anyone who speaks up or who is believed to have done so (including that person's colleagues, employer or relatives).

Examples of detrimental or prejudice conduct includes:

- Discrimination, detriment or damage to a person's reputation;
- Harassment, intimidation or retaliation;
- A demotion or dismissal of employment; or

- Threats of any of the above.

Any persons involved in detrimental conduct may be subject to disciplinary action (including but not limited to termination of employment or engagement). In some circumstances, this may also be a criminal offence punishable by imprisonment.

If you are concerned that you may be, are being or have been subject to detrimental conduct as a result of making a report under this policy, you should immediately report this matter to a Whistleblower Protection Officer listed in [Table 1](#).

Protection of Files and Records

All files and records created from an investigation will be retained securely.

Unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know to take appropriate action, or for corporate governance purposes) without your consent as a whistleblower will be a breach of this policy.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with under Spacetalk's disciplinary procedures.

The Corporations Act gives special protection to disclosures about breaches of that Act, provided certain conditions are met – refer to Attachment 1 for further details.

The Taxation Administration Act 1953 (Cth) ("Taxation Administration Act") also gives special protection to disclosures about breaches of any Australian tax law, provided certain conditions are met – refer to Attachment 1 for further details.

Other Available Protections

Spacetalk may provide you with additional protections to ensure that you do not suffer detriment as a result of making a report. These protections will be determined by Spacetalk depending on the circumstances of the situation, and may include the following at Spacetalk's discretion:

- Relocating employees (which may include the people alleged to have been involved in the disclosable conduct) to a different group or office;
- Monitoring and managing the behaviour of other employees; or
- Revising reporting lines of employees;

Spacetalk will also endeavour to provide as much protection and assistance to non-employees as is practicable, and that type of protection will depend on the circumstances of the situation.

Support Available

Spacetalk may provide you with external counselling support services as considered suitable.

Where appropriate, Spacetalk may also appoint an independent support person from the Human Resources team to deal with any ongoing concerns you may have.

You may also access third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 46 36) for support.

Handling and Investigating a Disclosure

Spacetalk takes all reports of Reportable Conduct seriously. Spacetalk will investigate all matter reported under this Policy as soon as practicable after the matter has been reported.

The response that Spacetalk takes, including investigations process that it follows and the protections that it implements, will depend on the nature and circumstances of the relevant disclosure.

While not all reports will necessarily lead to a formal investigation, all reports will be assessed and considered by Spacetalk and a decision made as to whether they should be investigated.

The results of any investigation will be recorded in writing in a formal internal report that will be confidential. The outcome of any investigation will be reported to the Board. Depending on the nature of the report, further reporting may be required to external and government bodies.

Investigations will generally be overseen by the General Counsel and Risk and Compliance Advisor. Other internal and external individuals may be asked to assist or run the investigation.

Once an appropriate investigation has taken place, Spacetalk will determine the most suitable next course of action to ensure the prevention of future wrongdoing and continued compliance with relevant laws and regulations.

Training and Communication

All new and existing employees will be informed about and understand this policy. Each employee will have access to this policy.

Relevant employees will receive training in their role and responsibilities under this Policy. Further information and training will be provided on request, as required.

In so far as this policy imposes any obligations on the Company, those obligations are not contractual and do not give rise to contractual rights. To the extent that this Policy describes benefits and entitlements for employees, they are discretionary in nature and are also not intended to be contractual.

Related Policies

This Policy should be read in conjunction with the following Spacetalk policies:

- Spacetalk Code of Conduct
- Anti-Bribery Policy;
- Dispute Resolution Policy and Procedure; and
- Other relevant HR and WHS policies and Procedures and distributed to employees from time to time.

Monitoring and Reviewing

Spacetalk's Risk and Compliance Advisor is responsible for monitoring the effectiveness of this policy and will review the implementation of it on a regular basis. They will assess its suitability, adequacy and effectiveness.

Any need for improvements will be applied as soon as possible. Employees are encouraged to offer their feedback on this policy if they have any suggestions for how it may be improved. Feedback of this nature should be addressed to the Risk and Compliance Advisor.

This policy does not form part of an employee's contract of employment and Spacetalk may amend it at any time so to improve its effectiveness.

Attachment 1: Protections provided by Australian Law

When legislative protections may apply

Under Australian law, certain persons (including current and former employees and suppliers, as well as their relatives and dependants) are entitled to legislative protections for making a “protected disclosure” under this Policy.

Spacetalk encourages you to make a report to a Whistleblower Protection Officer as outlined in Section 6 of this Policy, however the law offers the same protections if you make a “protected disclosure” to certain other persons in some cases. Details of the person to whom a “protected disclosure” can be made are set out below in Section 2 of this Attachment.

Protections and remedies available to those who make a “protected disclosure” are set out in section 3 of this attachment. If you make a “protected disclosure” that does not comply with the policy, you will still be entitled to legal protections under applicable Australian Law.

If you would like more information about the protections or remedies available under the law, please contact Spacetalk’s General Counsel and Company Secretary.

Protected Disclosures

To be a “protected disclosure” information must relate to “disclosable matters” and be made to eligible persons or organisations. Examples of this type of information and recipients are outlined below:

Information reported or disclosed	Recipient of disclosed information
<p>Information about misconduct or an improper state of affairs or circumstances in relation to Spacetalk or a related body corporate.</p> <p>Information that Spacetalk or any officer or employee of Spacetalk has engaged in conduct that</p> <p>Contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act);</p> <p>Represents a danger to the public or financial system; or</p> <p>Constitutes an offence against any law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more.</p>	<p>A Whistleblower Protection Officer under this Policy.</p> <p>An officer or senior manager of Spacetalk or of a related body corporate.</p> <p>An auditor, or a member of an audit team conducting an audit, of Spacetalk or of a related body corporate.</p> <p>An actuary of Spacetalk or of a related body corporate.</p> <p>ASIC or APRA.</p> <p>A legal practitioner in some cases.</p>
<p>Information that may assist the Commissioner of Taxation to perform his or her functions or duties under taxation law in relation to Spacetalk.</p>	<p>Commissioner of taxation.</p>
<p>Information about misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Spacetalk or an associate of Spacetalk, which the employee considers may assist the eligible recipient to perform functions or duties in relation to the tax affairs of Spacetalk or the associate.</p>	<p>An auditor or a member of an audit team conducting an audit of Spacetalk or the associate.</p> <p>A registered tax agent or BAS agent who provides tax services or BAS services to Spacetalk or the associate.</p>

	<p>A director, secretary or senior manager of Spacetalk or the associate.</p> <p>An employee or officer of Spacetalk or a related body corporate of Spacetalk, who has functions or duties that relate to the tax affairs of Spacetalk or the associate.</p>
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The law also protects certain disclosures made in “emergency” and “public interest” situations, in which case disclosures can be made to additional recipients. Please contact Spacetalk’s General Counsel and Company Secretary if you would like more information about emergency and public interest disclosures.

Protection for disclosures about personal work-related grievances are only available under the law in limited circumstances. A disclosure of a personal work-related grievance will remain protected if:

- it concerns detriment to you because you have or may be considering making a report under this policy;
- it is made to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the law about whistleblowers;

Under the law, a grievance is not a ‘personal work-related grievance’ if it:

- has significant implications for an entity under the law (e.g. Spacetalk) that do not relate to the discloser;
- concerns conduct or alleged conduct, in contravention of specified corporate and financial services laws, or that constitutes an offence punishable by 12 months or more imprisonment under any other Commonwealth laws;
- concerns conduct that represents a danger to the public or financial system; or
- concerns conduct prescribed by the regulations.

Special Protections under the Taxation Administration Act

The Taxation Administration Act gives special protection to disclosures about a breach of any Australian tax law by Spacetalk or misconduct in relation to Spacetalk’s tax affairs if the following conditions are satisfied: The Taxation Administration Act gives special protection to disclosures about a breach of any Australian tax law by Spacetalk or misconduct in relation to Spacetalk’s tax affairs if the following conditions are satisfied:

- the whistleblower is or has been:
 - an officer or employee of Spacetalk
 - an individual who supplies goods or services to Spacetalk or an employee of a person who supplies goods or services to Spacetalk
 - an individual who is an associate of Spacetalk
 - a spouse, child, dependent or dependent of the spouse of any individual referred to at (a) to (c) above
- the report is made to:
 - a Whistleblower Protection Officer
 - a director, secretary or senior manager of Spacetalk
 - Spacetalk’s external auditor (or a member of that audit team)⁵
 - a registered tax agent or BAS agent who provides tax or BAS services to Spacetalk
 - any other employee or officer of Spacetalk who has functions or duties relating to tax affairs of the company (e.g. an internal accountant)
 - (“Spacetalk recipients”)
 - the Commissioner of Taxation, or
- a lawyer for the purpose of obtaining legal advice or representation in relation to a report; if the report is made to an Spacetalk recipient, the whistleblower:
 - has reasonable grounds to suspect that the information indicates misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Spacetalk or an associate of Spacetalk, and
 - considers that the information may assist the Spacetalk recipient to perform functions or duties in relation to the tax affairs of Spacetalk or an associate of the company, and

- if the report is made to the Commissioner of Taxation, the whistleblower considers that the information may assist the Spacetalk recipient to perform functions or duties in relation to the tax affairs of Spacetalk or an associate of Spacetalk.

The protections given by the Taxation Administration Act when these conditions are met are:

- the whistleblower is immune from any civil, criminal or administrative legal action (including disciplinary action) for making the disclosure
- no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against the whistleblower for making the report
- where the disclosure was made to the Commissioner of Taxation, the reported information is not admissible against the whistleblower in criminal proceedings or in proceedings for the imposition of a penalty, except where the proceedings are concerned with whether the information is false
- unless the whistleblower has acted unreasonably, a whistleblower cannot be ordered to pay costs in any legal proceedings in relation to a report
- anyone who causes or threatens to cause detriment to a whistleblower or another person in the belief or suspicion that a report has been made, or may have been made, proposes to or could be made, may be guilty of an offence and liable to pay damages
- a whistleblower's identity cannot be disclosed to a Court or tribunal except where considered necessary, and
- the person receiving the report commits an offence if they disclose the substance of the report or the whistleblower's identity, without the whistleblower's consent, to anyone except the Commissioner of Taxation, the AFP or a lawyer for the purpose of obtaining legal advice or representation in relation to the report.

Special Protections and Remedies

The law provides protections if you make a "protected disclosure" including that:

- You are not subject to any civil, criminal or administrative liability for making the disclosure;
- No contractual or other remedy may be enforced or exercised against you on the basis of the disclosure; and
- In some circumstances (e.g. if the disclosure has been made to a regulator), the information you provide is not admissible in evidence against you in criminal proceedings or in proceedings for the imposition of a penalty (other than proceedings in respect of the falsity of the information).

Additional legislative protections and remedies may also be available.

Signature: _____ Date 20 / 06 / 2022
Chief Executive Officer