

GIBSON ENERGY
(and affiliated companies)
POLICY



Department Responsible: Legal			
Policy # CORP. 3.0	Policy Title: Whistleblower		# of Pages - 2
Initial Approval Date: October 24, 2011	Revision #: 2	Approval Source: Board of Directors	Revision and/or Review Date: December 27, 2012
<p>POLICY/PURPOSE: This policy of Gibson Energy Inc. and its subsidiaries and affiliates (collectively, “Gibson” or the “Company”) provides guidelines for its Members (as defined herein) on the practices and procedures for the anonymous reporting of concerns relating to the non-compliance or violation of various laws, rules, and regulations or actions that violate the Company’s Code of Conduct and Ethics (the “Code”).</p>			
<p>RESPONSIBILITY: This policy governs the conduct of all employees, direct and indirect service providers, officers and directors (each, a “Member”) of the Company. This policy will be made available on the Company’s internal and external website. All Members will be informed whenever significant changes are made to this policy. New Members will be provided with access to a copy of this policy and educated about its importance.</p>			
<p>GUIDELINES: This policy is intended to cover the reporting of any concerns or complaints relating to the manner in which Gibson conducts its business, including internal and external accounting controls and auditing matters as set forth in National Instrument 52-110 <i>Audit Committees</i>. Areas of concern that require reporting include, but are not limited to:</p> <ul style="list-style-type: none"> • violations of ethics, laws, regulations or the Code; • breaches in the financial reporting or accounting process; • unsafe work practices; • unreported environmental damages; • unfair labor practices, including discrimination; • harassment or other inappropriate workplace conduct; • substance abuse; and • fraudulent activities or theft. <p>A Member may submit a concern or complaint through the <i>Gibson EthicsLine</i> using the contact information set forth under the Procedure heading below. All reports will be submitted on a confidential and anonymous basis. Members are encouraged to submit a report as soon as possible if any wrongdoing is suspected.</p>			

All reports submitted over the *Gibson EthicsLine* will be directed to Gibson's General Counsel and the Chair of the Audit Committee. Following the receipt of such report, either Gibson's General Counsel or the Chair of the Audit Committee will investigate such matter and will determine the disciplinary or corrective action required. After a Member submits a report, they will be contacted by a representative of the *Gibson EthicsLine* to book a follow up date with respect to such report. During the follow up, the Member will receive any response to the report that the Company may have had and an update with respect to the investigation process. In conducting their investigation under this policy, Gibson's General Counsel and the Chair of the Audit Committee may involve other individuals to assist them. These individuals may include other officers or employees of Gibson, members of the Board of Directors, external legal counsel and accounting advisors, as appropriate. All individuals involved in the investigation process will take all reasonable action to protect the confidentiality and anonymity of the complainant.

Depending on the nature of the concern, individuals may seek additional information from the complainant during the process of their investigation.

PROCEDURE

Any Member may submit, on a confidential and anonymous basis, a complaint or concern addressed by this policy to the *Gibson EthicsLine* via telephone or internet using the contact information set forth below:

Telephone: 1-888-475-0595

Internet: <https://gibsonethicsline.alertline.com>

In addition, *Gibson EthicsLine* can be accessed through the Company's external website at **www.gibsons.com** by clicking the link for the *Gibson EthicsLine* on the "About Gibson – Corporate Governance" page. The *Gibson EthicsLine* can be accessed 24 hours a day, 7 days a week.

Individuals may also submit a complaint or concern addressed by this policy by mail (or other means of delivery) to Gibson's General Counsel or the Chair of the Audit Committee marked: "Private and Confidential – Attention: [INSERT applicable addressee title] at 1700, 440 – 2nd Ave SW, Calgary, Alberta, T2P 5E9". Envelopes so marked shall be forwarded unopened to the [INSERT applicable addressee title].

All methods of disclosure fully protect the identity of the complainant. Gibson's General Counsel or the Chair of the Audit Committee will only know your identity if you specifically disclose it.

COMPLIANCE

All Members are expected to comply with this policy and to encourage and support other Members in doing so. Members who have any questions or concerns regarding this policy should contact the Vice President, Human Resources and Administration or any other member of senior management.

APPROVAL

This policy has been reviewed and adopted by the Board of Directors of the Company as of the 24th day of October, 2011.