

# Code of Conduct

## 1. Purpose

The purpose of this Code of Conduct (the **Code**) is to provide a framework for decision making, behaviour and action in relation to ethical conduct at Black Rock Mining Limited and its subsidiaries (collectively the **Group**) in accordance with the legal and regulatory environment in which the Group operates.

The Code underpins the Groups commitment to honesty, integrity, and fair dealing in its business affairs and to a duty of care to all employees, clients, and stakeholders.

The Code sets out the appropriate conduct in a variety of contexts and outlines the minimum standards of behaviour expected for those who work for, with, and on behalf of the Group (the **Standards**).

## 2. Scope

The Code applies to the board of directors, executive team, employees, and contractors acting on the behalf of the Group. The Group expects business partners (i.e., suppliers, customers, partners, service providers and other stakeholders) to act in accordance with the Code.

Everyone acting on Behalf of the Group has a responsibility to act in accordance with the Code and is responsible for aligning their own behaviour and actions with the Standards. For any queries associated with the Code, please contact the General Manager - People, Culture and Sustainability of Black Rock Mining Limited (**GM - People, Culture and Sustainability**).

## 3. Code of Conduct Standards

### 3.1 Personal and Professional Behaviour

When carrying out your duties, you should:

- a. conduct all work ethically and with honesty and integrity;
- b. operate within the local law at all times;
- c. act in the best interests of the Company;
- d. act in an appropriate business-like manner when representing the Company;
- e. not harass, bully, or discriminate against any individual; and
- f. adhere to all Company policies.

### 3.2 Conflict of Interest

You must ensure that your personal or financial interests do not conflict with your ability to conduct your duties in an impartial manner. Potential for conflict of interest arises when it is likely that you could be influenced, or it could be perceived that you are influenced, by a personal interest.

Conflicts of interest that lead to biased decision making may constitute corrupt conduct.

Situations that may give rise to a conflict of interest include:

- a. financial interests in a matter the Company deals with, or you are aware that your friends or relatives have a financial interest in the matter;
- b. directorships/management of outside organisations;
- c. membership of boards of outside organisations;
- d. personal relationships with people the Company is dealing with which go beyond the level of a professional working relationship;
- e. secondary employment, business, commercial, or other activities outside of the workplace which impacts on your duty and obligations to the Company;
- f. access to information that can be used for personal gain; and
- g. offer of inducement.

You may often be the only person aware of the potential for conflict. It is your responsibility to avoid any conflict that could compromise your ability to perform your duties impartially.

Conflicts of interest that lead to biased decision making may constitute corrupt conduct. You must not submit or accept any bribe, or other improper inducement. If you are uncertain whether a conflict exists, you should discuss the matter with your manager and refer to the Anti-Bribery and Corruption Policy to ensure an appropriate level of assessment has been completed and is dealt with appropriately. You are responsible for notifying the Company of any potential and/or actual conflicts of interest.

### **3.3 Public And Media Comment**

You have a right to give your opinions on political and social issues in a private capacity and as a member of your community.

You must not make official comment on matters relating to the Group unless you are:

- a. authorised to do so by the Chief Executive Officer of Black Rock Mining Limited (CEO);
- b. giving evidence in court; or
- c. otherwise authorised or required to by law.

You must not release unpublished or privileged information unless you have the authority to do so from the CEO.

The above restrictions apply except where prohibited by law, for example in relation to “whistleblowing” (see *Whistleblower Policy*).

### **3.4 Use of Group Resources**

Requests to use Group resources for personal use should be referred to management for approval.

If authorised to use Group resources for personal use, then you are accountable for maintaining, replacing, and safeguarding the property and following any special directions or conditions that apply.

Group property must not be misused or used without obtaining prior approval. Group resources must not be used in any circumstances for your private commercial purposes.

### **3.5 Security of Information**

You are to make sure that unauthorised people cannot access confidential and sensitive information. Sensitive material should be securely stored when unattended.

Confidential Information refers to information that is considered sensitive and private in nature. This would generally not be available outside of the Group and could include third-party information in which the Group may have access to. Additionally, this would include information that the Group owns, creates, commissions or would have exclusive right to.

If confidential information is to be provided to other parties for business purposes, the following must be undertaken:

- a. ensure the information is only used for purposes for which it has been disseminated. Precautions would include a confidentiality agreement or equivalent as agreed by the Group; and
- b. ensure the information is destroyed and/or returned upon completion.

These requirements apply to you during and after your employment/ engagement with the Group.

Confidential information must only be disclosed or discussed with people who are authorised to have access to it. It is considered a serious act of misconduct and breach of the Code to deliberately release confidential documents or information to unauthorised people or entities.

### **3.6 Corrupt Conduct**

Corrupt conduct is the dishonest use or partial use of power or position which results in a person/group being advantaged over another. Corruption may take many forms including, but not limited to:

- a. official misconduct;
- b. bribery and blackmail. This may be in the form of entertainment, travel, job offers, loans, feed, services, favours or donations;
- c. unauthorised use of confidential information. You will conduct appropriate due diligence to ensure that business partners share the same commitment across ethical business conduct;
- d. theft;

- e. fraud; and
- f. you will ensure all gifts received are provided in good faith and are not provided with the intent/ or in the manner that would influence the recipient's decision-making process;
- g. you will not contribute to any political parties and affiliated organizations to avoid any perceptions of bribery; and

The Group will not tolerate corrupt conduct. Disciplinary action, up to and including dismissal, will be taken in the event of any person participating in corrupt conduct.

### **3.7 Fair Dealing**

The Group will not partake in Anti-competitive behaviour, anti-trust, and monopoly practices. The Group will follow and go beyond legislation which seeks to control and prevent monopolies within our host communities with the purpose of economic efficiency and sustainable growth. Each person should endeavour to deal fairly with the Group's suppliers, customers, and other individuals in the workforce.

### **3.8 Health, Safety and Environment**

You are required to act in accordance with all health, safety and environmental legislation, regulations, and policies applicable to your work and the work site, and to use security and safety equipment provided in the correct manner.

Specifically, you are responsible for safety in your work area by:

- a. following the safety and security directives of management;
- b. advising management of areas where there is a potential safety problem and reporting any hazards, risks, near-misses or incidents;
- c. reducing risks in the workplace;
- d. speaking up for yourselves or others where you think it is unsafe or the hazards are unable to be controlled; and
- e. promoting and upholding those who demonstrate safe behaviour.

You are required and encouraged to be environmentally aware, particularly in relation to risks and impacts of your work on the environment. You are expected to act in a way that minimizes your impact on the environment.

### **3.9 Legislation**

You are required to comply with the laws and regulations of the countries in which you work. Illegal activity may have serious consequences for the Group and individuals. You should proactively gain awareness of the laws and regulations relating to your work and attend any training held by the Group or other service providers. Any known illegal activity must be reported immediately to management.

For any queries associated with how a particular law or regulation applies to you, please contact the GM - People, Culture and Sustainability.

### **3.10 Human Rights**

The Group understands the human rights risks that may arise from the business activities and seek to eliminate and mitigate these risks to the extent practicable.

The Group fulfills the responsibility to respect Human Rights in line with the United Nations Guiding Principles on Business and Human Rights (**UNGPs**) by carrying out human rights' due diligence.

The Group aims to engage and build strong relationships with host communities and commit to provide particular attention to vulnerable and marginalized groups.

The Group will implement external and internal grievance mechanisms for local communities and employees/ contractors respectively who are impacted by the business operations.

You must not engage in, condone, or enforce child labour or any forms of modern slavery. You have a shared responsibility, with the Group, to ensure that fundamental human rights and laws are upheld.

The group encourages all those impacted by our operations to speak up and raise concerns about any potential breaches of human rights.

### **3.11 Communities**

The Group seeks to promote and participate in fostering inclusive community engagement with added attention to vulnerable groups, marginalized groups, and Indigenous Peoples. You are expected to act responsibly and with respect when engaging in community or government activities, both at work and outside of the workplace. You are required to act with integrity and develop community relationships based on respect for property, culture, and personal and professional boundaries. The Group will recognize, consider, and aim to mitigate any potential environmental, social, or other community concerns which may arise as a result of the Group's operations. The Group will comply with all relevant legal and regulatory requirements.

### **3.12 Insider Trading**

All employees of the Group must observe Black Rock Mining Limited's "Trading Policy". In conjunction with the legal prohibition on dealing in the securities of Black Rock Mining Limited when in possession of unpublished price sensitive information, Black Rock Mining Limited has established specific time periods when Directors, management and employees are permitted to buy and sell the securities of Black Rock Mining Limited. Responsibilities to Investors

### **3.13 Responsibility to Investors**

The Group is committed to transparent, fair, and accurate disclosure of financial and other information on a timely basis.

## **4. Breaches of the Code of Conduct**

Breaches of certain sections of the Code may be punishable under legislation.

Breaches of the Code may lead to disciplinary action, including termination. The process for disciplinary action is outlined in Group policies and guidelines, relevant industrial awards, and agreements.

## **5. Reporting Matters of Concern**

Meeting the commitments of the Code is the responsibility of everyone acting on behalf of the Group and the Group encourages and supports the reporting of any matters of concern relating to the Code.

All matters of concern raised by a member of an affected party will be recorded anonymously and handled in a culturally appropriate and timely manner.

The reporting process will be managed, tracked, and actioned at subsidiary level through the applicable People and Culture Manager (or equivalent) with consultation from Construction Manager/Project Director and the GM – People, Culture and Sustainability.

The Group takes concerns seriously and aims to rectify them as soon as reasonably practicable. The Group will not tolerate any form of retaliation against those who report matters of concern relating to the Code.

See also 'Whistleblower Policy'.

## **6. Review**

The Board of Black Rock Mining Limited is responsible for reviewing the Code on a bi-annual basis and retains the sole discretion to interpret or modify this document at any time.

Everyone covered by the scope of the Code will be notified of any change made to the Code, and where required, training will be provided.

## **7. Related Documents**

- Diversity and Inclusion Policy
- Whistleblower Policy
- Trading Policy
- Anti-Bribery and Corruption Policy
- Business Expenses Policy
- Human Resources Policy
- Community Policy
- Integrated Management System
- Health and Safety Policy
- Environmental and Sustainability Policy