

CODE OF CONDUCT

Introduction

This Code of Conduct sets out the standard which the Board, management, employees and contractors of the Company are encouraged to comply with when dealing with each other, shareholders and the broader community.

The code encourages and fosters a culture of integrity and responsibility with the focus of augmenting the Company's reputation as a valued employer, business partner and corporate citizen, in all our relationships.

The Company's Code of Conduct underpins the way the Company wishes to operate and should be understood and abided by all concerned.

The Code

Respect for Persons

Directors, executives, employees and contractors should approach dealings with other persons equitably and with respect. This involves:

Courtesy and responsiveness in dealing with others;

- Fairness in supervision and dealing with other staff by valuing colleagues and their personal commitment to meet shared objectives;
- Encouraging cooperation and engaging rational debate to accomplish alternative points of view;
- Avoiding behaviour that might reasonably be perceived as harassment, bullying or intimidation; and
- Understanding and responding to the needs of our business partners and other stakeholders.

Respect for the Law

Directors, executives, employees and contractors should respect the law and act accordingly by observing and respecting the laws, customs and business methods of all countries in which we operate to the extent that we adhere to the underlying principles of the code of conduct.

Health and Safety

The health and safety of our employees, contractors and visitors is our highest priority. We will demonstrate safe behaviour at all times and actively contribute to achieving our aim of an injury and incident free workplace. (Refer to Annexure 1 for further detail).

Fit for Work

We are responsible for ensuring our own and each other's health and safety at work and to avoid adversely impacting the health and safety of others.

We must ensure that we present to work free of illness, fatigue, alcohol and/or performance impairing drugs and any other cause of impairment which could affect our ability to work safely. (Refer to Annexure 1 for further detail).

Human Rights

We recognise, respect and uphold the human rights of every individual, being as a minimum those protected by the Universal Declaration of Human Rights. We actively seek to ensure we are not complicit in human rights abuses committed by other. (Refer to Annexure 1 for further detail).

Native Title and Cultural Heritage Sites

We will respect the rights and interests of native title holders and be sensitive to and respect cultural heritage sites. (Refer to Annexure 1 for further detail).

Protecting the Environment

We will take care to protect the environment in which we work and require others to do the same. (Refer to Annexure 1 for further detail).

Fraud and Theft

We shall not use Company assets or other resources for personal benefit and will share responsibility for safeguarding Company assets and resources.

We shall not commit fraud against the Company or steel Company property or funds.

We must report instances or suspicions of fraud and theft immediately as we become aware, regardless of whether the instance relates to an employee, a contractor or any other party. (Refer to Annexure 1 for further detail).

RELATIONS WITH GOVERNMENT OFFICIALS

Gifts, Favours and Bribery

Public officials play a special role in society. Conduct that may be acceptable in the commercial business environment may not be acceptable in relations with public officials. Directors, executives, employees and contractors may use only appropriate and lawful means to persuade public officials to render decisions or exercise discretion to the benefit of the Company. Efforts in matters affecting the Company's interests must be based solely on the merits and pursuant to proper procedures.

Directors, executives, employees and contractors may not offer, provide or solicit, or receive, directly or indirectly, any special treatment or favour from or to a public official in return for anything of economic value or the promise or expectation of future value or gain. Further, because of the potential for

misunderstanding, the Company may not confer special treatment, favours, benefits or gifts upon public officials even if there is no matter pending before the public official.

Often, individual agencies or governmental units have detailed written codes of conduct relating to relations between public officials and their constituency. Some allow acceptance of gifts or entertainment of nominal value, such as a lunch or other entertainment, but many do not. Individuals should familiarise themselves with and adhere to the written codes of conduct, rules and regulations of governmental units within their area of responsibility. "Unwritten" custom or practice may not conform to written code or law. In determining whether to follow an "unwritten" custom or practice which does not conform to written rule or regulation consult with the corporate governance team on site or at corporate, and, if found to be acceptable, keep a record of such "customary" expenses.

Political Contributions

Many laws around the world including Australian federal law and many Australian State laws prohibit or regulate contributions by companies to political parties or candidates. Thus, such contributions must not be made on behalf of the Company without first consulting the Company. The term "political contributions" includes, in addition to direct cash contributions, the donation of property or services and the purchase of tickets to fund-raising events. Directors, executives, employees and contractors may make direct contributions of their own money in their own names; either directly to candidates or to political action Committees, but contributions are not reimbursable.

Integrity

Directors, executives, employees and contractors should consistently maintain their integrity whilst carrying out their duties by avoiding conflicts between their private interests and their responsibilities with respect to:

- Personal, financial and sexual relationships;
- Receipt of gifts and other benefits that may create an obligation;
- Use of confidential information obtained in the course of your duties; and
- External activities and public comment.

Diligence

Directors, executives, employees and contractors should carry out their roles in a professional and conscientious manner. This involves:

- Endeavouring to achieve highest standards of performance and adhering to professional codes of conduct where applicable;
- Exercising care for others in employment-related activities;
- Taking responsibility for all issues for which we have control; and
- Reporting fraudulent or corrupt activities.

Economy and Efficiency

Directors, executives, employees and contractors should carry out their roles in a cost effective and responsible manner. This includes:

- Using the Company's property and equipment only for authorised company business;
- Avoiding waste of the Company's resources; and
- Maintaining adequate security over the Company's property and resources.

LAST UPDATED:

June 2016

ANNEXURE 1

Discussion and Guidance on Requirements

The Code

Participating in the Workplace

Health and Safety

The health and safety of our employees, contractors and visitors is our highest priority. We will demonstrate safe behaviour at all times and actively contribute to achieving our aim of an injury and incident free workplace.

We will always look out for each other and shall operate in accordance with all occupational health and safety policies, rules, procedures, duties and other requirements.

Occupational health and safety is a critical priority. We are committed to complying with all occupational health and safety laws and regulations governing our activities, and have developed a suite of policies, procedures and manuals to guide compliance. You must:

- Be aware of the health and safety requirements of your role. Ignorance will not be a valid reason for failure to comply. If you have difficulty accessing the relevant information, or understanding its implications, you are expected to ask your manager for guidance so that you are fully aware of the health and safety requirements of your role;
- Comply with all health and safety policies, rules and procedures;
- Promptly report any hazards you become aware of and either fix such hazards immediately or report those hazards to your manager;
- Immediately report any workplace incidents, including injuries, to self or others in immediate proximity;
- Proactively participate in occupational health and safety activities and consultation processes in the workplace;
- Be aware of the requirements of your role and not assume roles for which you are not competent and authorised to perform. Relevant and valid licences and/or qualifications must be held where required;
- Be responsible for your own health and safety at work, and satisfy your duty of care obligations to others by ensuring their actions do not put the health and safety of themselves or others at risk;
- Satisfy your specific health and safety obligations to the Company, including:
 - Complying with the Company's instructions and directives about health and safety in the workplace;

- Using personal protective clothing and equipment provided by the Company in the manner instructed by the Company;
- Taking good care of equipment provided by the Company; and
- Cooperating with others, including managers, on health and safety instruction.

Fit For Work

We are responsible for ensuring our own and each other's health and safety at work and to avoid adversely impacting the health and safety of others.

We must ensure that we present to work free of illness, fatigue, alcohol and/or performance impairing drugs, and any other cause of impairment which could affect our ability to work safely.

You have a duty to ensure your personal conduct within the workplace and elsewhere does not adversely affect your work performance, safety, or the reputation of yourself, your colleagues or the Company.

The Company has a zero tolerance to alcohol and other drugs. Any prescription and over the counter medication use must be reported and managed.

Any person who believes they are, or may be, impaired for any reason, and therefore may not be fit for work, must cease working and promptly notify their manager or supervisor so that appropriate action can be undertaken to manage the associated risks.

Human Rights

We recognise, respect and uphold the human rights of every individual, being at a minimum those protected by the Universal Declaration of Human Rights. We will actively seek to ensure we are not complicit in human rights abuses committed by others.

The Company is committed to respecting, and acting in a manner which avoids infringing on, human rights.

In this regard the Company acknowledges the “Guiding Principles on Business and Human Rights: Implementing the United Nations ‘Protect, Respect and Remedy’ Framework (2011)”.

The key indicators of abuses of human rights include:

Labour

- Forced labour
- Child labour
- Employment discrimination
- Poor treatment of disabled employees
- Absence of whistle-blower protection mechanisms

- Absence of occupational health and safety standards
- Poor conditions of employment
- Restricted rights of freedom of association

Community

- Absence of free, prior and informed consent to actions impacting communities
- Forced relocations
- Lack of respect for indigenous land rights
- Absence of security
- Bribery and corruption
- Threats to livelihoods – poor access to resources
- Absence of health and community cohesion
- Absence of focus on environmental health and safety

Government/Other Organisations and Supply Chain

- Forced labour
- Child labour
- Instances of bribery and corruption or an indication that this is acceptable behaviour
- Complicity of business partners in human rights abuses

Native Title and Cultural Heritage Sites

We will respect the rights and interests of native title holders and be sensitive to and respect cultural heritage sites.

The Company recognises the interests of native title holders and the proximity of its operations to places of cultural meaning.

You are required to ensure that you:

- Do not enter onto, damage or interfere with any cultural heritage sites;
- Do not disturb or remove any cultural heritage items or material; and
- Do not behave in a manner that is disrespectful to culture or tradition or offensive to communities with which we interact.

Protecting the Environment

We will take care to protect the environment in which we work and require others to do the same.

The Company recognises that effective management of the environment is essential to successful business practice and is expected as part of the Company's commitment to sustainable operations. Mining is a temporary land use that can have a range of potential impacts on the environment. The Company strives to operate in a manner which minimises and manages those impacts and which complies with relevant statutory and regulatory requirements.

You are expected to:

- Be aware of and carry out your duties in accordance with the Company's Integrated Environmental, Health and Safety Policy;
- Be aware of any potential adverse environmental impacts of carrying out your duties and be alert to any opportunities to reduce any such impacts;
- Report all environmental hazards or incidents immediately as you become aware of them, regardless of scale, in accordance with the Company's Integrated Environmental, health and Safety Policy; and
- Assess the environmental performance of the products and services that you procure.

Fraud and Theft

We will not use the Company's assets or other resources for personal benefit and will share responsibility for safeguarding the Company's assets and resources under our control.

We will not commit fraud against the Company or steal company property or funds.

We must report instances or suspicions of fraud and theft immediately after we become aware, regardless of whether the instance relates to an employee, a contractor or any other party.

You must use the Company's funds wisely and frugally and should consider whether expenditure you are required to authorise is appropriate in the circumstances. All expenditures must be correctly allocated and reported on a timely basis. Misuse of the Company's assets, including its intellectual property, constitutes fraud. An accurate and auditable record of all financial transactions must be maintained in accordance with generally accepted accounting principles. No entry should be made in the Company's records that distorts or disguises the true nature of any transaction. Non-financial records (for example, personnel files, environmental documentation, safety records and statistics, etc.) must also be accurately and rigorously maintained. Unauthorised removal of equipment, supplies, or other resources is regarded as theft. Company resources must not be sold, lent or donated without appropriate executive approval. You must take appropriate precautionary action to prevent theft, damage or misuse of Company resources. Submission of a fraudulent expense reimbursement claim and use of corporate credit cards for personal use are regarded as serious misconduct for which disciplinary action will be taken. You must not destroy or dispose of Company property without appropriate executive approval unless the items are of nominal value and can no longer be used. Intentional damage to Company property is unacceptable and prohibited.

The Australian Standard on Fraud and Corruption Control (AS8001 – 2008) defines fraud as follows:

Fraud is dishonest activity causing actual or potential financial loss to any person or organisation including theft of moneys or other property by employees or persons external to the organisation and where deception is used at the time, immediately before or after the activity. This also includes the deliberate falsification, concealment, destruction or use of falsified documentation used or intended for use for a normal business purpose or the improper use of information or position for personal financial benefit.

The theft of property belonging to an entity by a person or persons internal to the entity but where deception is not used is also considered to be fraud.

The Board and senior management adopt a zero tolerance approach to fraud and theft and are committed to building a culture where fraud and theft, in all forms, is unacceptable.

In the event that you observe or suspect that a fraudulent event or theft has occurred, you are required to report the incident to the Chairperson in the case of a board member or the Chief Executive Officer (CEO) and Managing Director, the CEO and Managing Director in the case of a member of management and a supervisor in the case of an employee, so that it may be considered and dealt with in an appropriate manner for all concerned.

Fraud and theft are matters of a criminal nature. Where an allegation of fraud or theft is made, the Company will conduct an independent investigation, adopting the principles of natural justice and fairness in determining the facts surrounding the allegations. If fraudulent conduct or theft is found to have occurred, the matter will be referred to relevant law enforcement agencies, if appropriate, and criminal charges may be laid. The Company will also consider civil recovery actions against the perpetrators to recover misappropriated assets. The Company conducts a range of measures to prevent and detect fraud and theft. These measures are constantly updated and refined as the company's operations develop and grow. One of the most effective fraud prevention strategies is the adoption of strong internal controls. If you identify any internal control improvements that you believe may reduce the risk of fraud and theft, you are requested to notify their supervisor, the CEO and Managing Director or the Chairperson.