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# 1. PURPOSE OF THIS STANDARD

This Standard sets out the policy of Aurelia Metals Limited and its related bodies corporate (collectively referred to as 'Aurelia') in relation to bribery and corruption, and guidelines in relation to the offering or acceptance of gifts or hospitality. This Standard does not extend to planned spend on community initiatives.

Aurelia is committed to:

- operating in a manner consistent with applicable anti-bribery and corruption laws; and
- conducting our business and activities ethically and with integrity.

This Standard is underpinned by Aurelia's Code of Conduct (**The Aurelia Way**).

# 2. SCOPE

This Standard applies to:

- a. All persons who perform work for Aurelia in any capacity including directors, officers, employees, contractors and agents (**Aurelia Personnel**); and
- b. Aurelia's operations and activities in Australia and overseas.

# 3. BRIBERY AND CORRUPTION

- 3.1. Aurelia prohibits all forms of bribery and corruption, whether direct or indirect, whether in the private or public sector.
- 3.2. Bribery is where there is an intention to influence a person in performance of their duties, to obtain business or a business advantage that is not legitimately due. This includes the offer, payment or provision of a benefit through an agent or third party. Bribes can take on many different shapes and forms, but typically there will be a "quid pro quo" – meaning that both parties will benefit.
- 3.3. A bribe can be any advantage or anything of value and is not limited to cash or money. It could be:
  - the direct or indirect promise, offering or authorisation, of anything of value (whether the value is material or not) – e.g. cash, gifts, hospitality, services, discounts;
  - the offer or receipt of any kickback, loan, fee, reward, or other advantage;
  - the giving of donations, or voting, designed to exert improper influence; or
  - the award of a contract or employing a person's relative for improper gain.

It is irrelevant whether the bribe is accepted or ultimately paid. It is also irrelevant whether a business advantage is in fact obtained. Merely offering a bribe is a contravention of this Standard and may also be sufficient for a criminal offence to be committed.
- 3.4. Corruption is the misuse of office, power or influence for personal gain or other unethical or illegal benefit.
- 3.5. Aurelia Personnel must not offer, promise, give, request, accept or receive any undue advantage, whether directly or indirectly, to or from:
  - a public official
  - a political candidate, party or party official
  - a community leader or other person in a position of public trust
  - any private sector employee,

with the intention of influencing the obtaining, retaining or directing of business or other improper advantage in the conduct of business.

- 3.6. Most countries have laws prohibiting bribery of public officials (within Australia or overseas) and private individuals. There are serious consequences and severe penalties for breaching these laws. These consequences can include civil and criminal penalties for individuals and corporations, including substantial fines and imprisonment. Employees who engage in misconduct will be subject to internal disciplinary procedures, up to and including termination of employment, in addition to any applicable civil and criminal penalties.

## 4. FRAUD

- 4.1. Aurelia Personnel must not, directly or indirectly, authorise, undertake or participate in any form of fraud. Fraud is when someone dishonestly obtains a benefit, or causes a loss (to any person or entity) by deception or other means. It can include theft of money or property via deception, or falsification, concealment destruction or use of falsified documents.

## 5. FACILITATION PAYMENTS

- 5.1. Aurelia Personnel must not make a payment or offer another form of inducement to a public official, either directly or indirectly, to secure or expedite the performance of a routine action or function that the public official is already obliged to perform.
- 5.2. Aurelia Personnel who are asked to make a payment on behalf of Aurelia to any person must take care to determine what the payment is for and whether the amount requested is proportionate to the service being provided.

## 6. POLITICAL DONATIONS

- 6.1. Aurelia Personnel must not, on behalf of Aurelia, make any donations (cash or in kind) to a political party or individual in, or seeking to obtain, political office.

## 7. GIFTS AND HOSPITALITY

- 7.1. The reasonable use of gifts and hospitality may be acceptable for the purposes of establishing or maintaining good business relationships.
- 7.2. Offering or receiving gifts or hospitality is only acceptable if all of the following conditions are met:
- a. it is given for the purpose of general relationship building only and not during commercial negotiations of any kind;
  - b. it is not intended, and cannot reasonably be construed, as an attempt to improperly influence the recipient;
  - c. it complies with the local laws and regulations of the jurisdiction in which it is made;
  - d. it is given in an open and transparent manner;
  - e. it is appropriate in the circumstances, taking account of the reason, timing and value;
  - f. it is reasonable, proportionate and justifiable; and
  - g. it does not include cash, loans or cash equivalents (such as gift certificates or vouchers).
- 7.3. If there is uncertainty as to whether it is appropriate to offer or receive gifts or entertainment in any particular circumstance, Aurelia Personnel should speak with their immediate supervisor before doing so.
- 7.4. Aurelia Personnel must not receive a gift or hospitality that is valued at more than \$400 per item or \$800 in aggregate in any one calendar year from a single party without first seeking approval from the Chief Financial Officer or in the case of the Chief Financial Officer, the Chair of the Audit Committee. Any approvals given will be entered into the Gifts and Hospitality Register. Any gift or hospitality received that is valued at less than \$400 per item or \$800 in aggregate in any one

calendar year from a single party does not need prior approval or to be entered onto the Gifts and Hospitality Register.

## 8. CONFLICTS OF INTEREST

- 8.1. Aurelia Personnel must avoid conflicts of interests. A conflict of interest is where personal, financial or other interests may conflict or be seen to conflict with work duties, responsibilities or decisions, or where a person seeks to use their position to gain advantage for themselves or others. See *The Aurelia Way* for further information and examples of conflicts of interest.
- 8.2. Conflict of interest situations and external commitments which are not disclosed and approved, or which are not properly managed, can give rise to a perception of corrupt or inappropriate conduct. Any interest which may constitute a conflict of interest must be promptly disclosed in writing to the Aurelia Personnel's direct manager and the Chief Financial Officer.
- 8.3. Approval in writing must then be obtained from the Aurelia Personnel's direct manager and the Chief Financial Officer in relation to any actual, potential or perceived conflict of interest situation as well as any external commitment.

## 9. INTERMEDIARIES AND AGENTS

- 9.1. Where another party is to be retained to represent Aurelia or conduct work on Aurelia's behalf as an agent or to arrange introductions to potential sponsors or key government decision-makers, the Chief Financial Officer must be informed in advance. The Chief Financial Officer will determine whether due diligence on the person or entity is required prior to the party being retained.

## 10. ROLES AND RESPONSIBILITIES

- 10.1. It is the responsibility of all Aurelia Personnel to ensure that they understand and comply with this Standard. A copy of this Standard will be publicly available on Aurelia's website ([www.aureliametals.com](http://www.aureliametals.com)).
- 10.2. Aurelia's Audit Committee is responsible for:
  - a. oversight of this Standard; and
  - b. reviewing at least every 2 years the suitability and effectiveness of this Standard and making recommendations to the Board regarding any changes needed.
- 10.3. The Chief Financial Officer is accountable for the implementation of this Standard as well as overseeing the maintenance of a Gifts and Hospitality Register and Conflicts of Interest Register and reporting on them annually to the Audit Committee.
- 10.4. The General Manager People & Culture is responsible for delivering training to Aurelia Personnel in relation to this Standard.

## 11. REPORTING

- 11.1. If Aurelia Personnel are offered a bribe or asked to give a bribe, this must be reported to the Chief Financial Officer.
- 11.2. Aurelia Personnel are encouraged to inform the Chief Financial Officer of any concerns they have regarding an actual or suspected breach of this Standard.
- 11.3. Any concerns raised under this Standard will be handled as a disclosure under Aurelia's Whistleblower Standard.

## 12. CONSEQUENCES OF BREACHING THIS STANDARD

- 12.1. A breach of this Standard will be regarded as serious misconduct. Disciplinary action will be taken against any Aurelia Personnel who breach this Standard and such action may include termination of employment. The incident, whether substantiated or suspected, may also be reported to regulatory and/or law enforcement agencies.

### Standard Status

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3.0	30 July 2025	Biennial Review	Board