

**BUILDING A SIGNIFICANT  
CRITICAL MINERALS  
BUSINESS**

# **CODE OF CONDUCT POLICY**



**STRANDLINE**  
resources limited

ABN 32 090 603 642

## Introduction

The Strandline Code of Conduct and Integrity is based on our values and represents our commitment to uphold the highest ethical business practices.

Anyone working for or engaged by Strandline should understand and comply with this Code of Conduct.

The Company wishes to build on its reputation for integrity, and to be valued as an employer, a business associate and a community partner in all of its relationships. Directors, management and employees shall deal with the Company's customers, suppliers, competitors and each other with honesty, fairness and integrity and observe the legal and regulatory environment in which the Company operates.

The Company aims to:

- increase Shareholder value within an appropriate framework which safeguards the rights and interests of the Company's Shareholders and the financial community; and
- comply with systems of control and accountability which the Company has in place as part of its corporate governance with openness and integrity.

The Board believe that the Code of Conduct is to be enacted by its people, and through its application can positively influence relationships with community, corporate and individual partners.

The Code of Conduct reflects the shared values throughout the Company and outlines behaviour expected of anyone working for or on behalf of Strandline and encourages each individual to "do the right thing". The Board believe the values and behaviours outlined in this Code of Conduct are consistent with those of the communities in which we operate and that through compliance will enhance our business activities.

The Company recognises and respects the rights of individuals and will comply with the applicable legal rules regarding privacy, and the use of privileged or confidential information.

Where a provision of this Code may be interpreted as differing from applicable laws, standards or policies, we must comply with those laws, standards and policies. However, where the Code sets a higher standard it is expected that we will follow the Code.

## Application

The Code of Conduct and Integrity applies to the directors, employees, contractors, suppliers and business partners of Strandline, its subsidiaries and related companies over which it has control. Through appropriate contractual arrangements and procurement principles, consultants, agents, contractors and suppliers of Strandline are equally expected to comply with the Code of Conduct and Integrity in all their dealings with or on behalf of the Group.

## How we Act at Strandline

The following actions are required at Strandline:

- undertake every task in a safe and responsible manner,
- treat each other with respect and work together to deliver results,
- be courageous and accountable for our actions,
- be relentless in our pursuit to find sustainable and innovative solutions;
- respect the law and act accordingly,
- be fair, transparent and honest in our dealings,
- strive to achieve beneficial outcomes for our people and the communities in which we operate, and
- build an enviable reputation in the industry.

## **Asking questions and reporting violations**

Strandline provides various avenues for raising concerns about unethical or illegal business conduct, including behaviour which may not align with our values or this Code, and offers protection to anyone who reports concerns in good faith.

As an employee, you can talk to your leader or raise the incident with Strandline's Company Secretary who will undertake the appropriate investigation and report the incident to the Managing Director as deemed appropriate. The confidentiality of the "whistleblower" is to be maintained and no reprisal undertaken providing the issue has been raised in good faith. Refer to the Whistleblower Policy.

## **Health and Safety**

At Strandline, the health and wellbeing of all employees and contractors should never be compromised. Our focus on safety leadership and culture empowers everyone to take whatever action is required to ensure safe operations, including stopping production when necessary.

We are committed to providing a safe workplace for all of our people as we work together to become industry leaders in safety.

It is the responsibility of all employees to act in accordance with applicable occupational health and safety legislation, regulations, policies and procedures, look after ourselves and our work colleagues, report all incidents, be fit-for-work and aware of the requirements of your role.

Further details are set out in the Health and Safety Policy.

## **Environment**

Strandline is committed to responsibly managing its environmental impacts and meeting all licence requirements.

We aim to prevent, mitigate or offset any potential harmful effects of our activities on the environment. This is critical to maintaining our license to operate and our long-term business success depends on our ability to manage and minimise the potential impact of our activities.

## **Human Rights**

Our employees and contractors are entitled to work in an environment and under conditions that respect their rights and dignity, and that comply with all legal requirements. Strandline is committed to uphold and respect human rights for all people. As a minimum we will always comply with the UN Agreements on Human Rights.

Strandline is committed to the elimination of all forms of forced and compulsory labor and to the international effort to abolish child labour. Strandline Employees are prohibited from hiring child, forced or compulsory labour and shall be alert to any evidence of such abuses in operations linked to our businesses.

We require our contractors, suppliers and business partners to actively support our efforts to address disparity in the workplace (such as indigenous or gender disparity) through the provision of skills, employment and business opportunities. Refer details in the Diversity Policy.

## **Native Title and Heritage**

We will respect the rights and interests of native title holders to protect and promote Indigenous history and culture. Strandline recognises the interests of native title holders and the proximity of the company's operations to places of cultural meaning.

## **Community**

We set out to build enduring relationships with the communities in which we operate that are characterised by respect, trust and enriching lives through our participation. Through active collaboration we strive to implement long-term sustainable benefits for the local communities, regional and national stakeholders and the Company. Further details are set out in the Community Policy.

## **Bribery and Corruption**

At Strandline we pride ourselves on our reputation for acting with integrity and honesty wherever we do business. We are committed to a zero-tolerance approach to bribery and corruption. Our reputation is built on our values as a company, the professionalism of our employees and our collective commitment to acting with integrity, accountability and transparency at all times.

Bribery and corruption undermines legitimate business activities, distorts competition and exposes Strandline and our employees to significant risks. Our commitment to do business with integrity includes always complying with the laws of every country in which we operate.

## **Facilitation Payments, Secret Commissions and Gifts**

The making of facilitation payments by Strandline employees is prohibited. Facilitation payments are typically minor, unofficial payments made to secure or expedite a routine government action by a government official or employee.

Secret commissions are also prohibited. These payments typically arise where a person or entity (such as a Strandline employee) offers or gives a commission to an agent or representative of another person (such as a customer of Strandline) which is not disclosed by that agent or representative to their principal. Such a payment is made as an inducement to influence the conduct of the principal's business.

Strandline prohibits the giving and receiving of gifts in connection with Strandline's operations which go beyond common courtesies associated with general commercial practice. This is to ensure that the offer or acceptance of a gift does not create an obligation or cannot be construed or used by others to allege favouritism, discrimination, collusion or similarly unacceptable practices by Strandline.

## **Conflicts of Interest**

At Strandline, we avoid situations in which personal interests conflict, or might appear to conflict, with duties to Strandline. Such circumstances could compromise our ability to make impartial business decisions that are in the best interests of Strandline.

While we recognise and respect employees' rights to take part in financial, business and other activities in their own time. These activities should be free of conflict with responsibilities to Strandline, and should not impact on the impartial and dedicated performance of employment duties. Each employee must never use their position with the Company to obtain personal gain or benefit for themselves or third parties (such as friends, relatives and business associates).

Employees are required to disclose to Strandline, in writing, all actual or perceived conflicts of interest.

## **Continuous Disclosure**

Upon becoming aware of any potentially market sensitive information, where such information has not already been released to the market, you will notify the Company Secretary immediately. Strandline is legally obliged to inform the Australian Stock Exchange (ASX) immediately upon becoming aware of any information concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company's shares.

The Company Secretary makes disclosures in accordance with relevant ASX obligations and must be advised of any information that may be required to be disclosed. Refer details in the Continuous Disclosure Policy.

## **Privacy**

Strandline is committed to recognising and respecting the privacy of our employees, contractors, suppliers, business partners, customers and shareholders and will only collect personal information ethically and lawfully in a manner which is not unreasonably intrusive. Strandline will only use personal information that it holds for the purposes for which it was provided. We may use or disclose personal information where authorised by the party concerned and is necessary to prevent a serious threat to health and safety, or is required by law, or to assist authorities in enforcing the law.

## Confidentiality

Individuals with access to confidential information must not reveal such information without appropriate authorisation and are responsible for ensuring that the information is used only for authorised purposes.

Confidential information may include, but is not limited to, trade secrets, marketing information, customer lists, price lists, research and development activities, technical information, financial information, business plans, designs, drawings, techniques, processes, intellectual property, and any information which is not generally available concerning performance, results or plans.

Employees are expected to exercise discretion in your discussions and communication with people outside Strandline about the business of the Company.

## Use of Company Resources

Employees are responsible for safeguarding Strandline assets and resources. This may include Company funds, property and equipment. Company assets must not be used for personal benefit and employees must take appropriate precautions to prevent theft, damage and misuse of Strandline assets.

All employees must report instances or suspicions of fraud and theft immediately after they become aware, regardless of whether the instance relates to an employee, a contractor or any other party. Unauthorised removal of Strandline equipment, supplies, or other resources is regarded as theft.

Requests to use the Company's resources for purposes other than Strandline business, should be referred to an individual's manager, the Company Secretary or Managing Director for approval.

## Public and Media Content

As Strandline is a public company listed on the Australian Securities Exchange great care must be taken in discussing the Company's business with third parties.

Strandline aims to manage its media liaison effectively, including providing media outlets with access to constructively engage with the Company, effectively showcasing the Company's achievements and ensuring Strandline communicates in a consistent, authoritative manner on all matters related to its operations, results and values. The following specified officers are authorised to communicate on behalf of Strandline:

- The Chairman of the Board, or his/her nominee, speaks for the Board of Strandline Resources Limited
- The Managing Director may speak on all areas of the Company's activity
- The Chief Financial Officer / Company Secretary may speak on areas within their portfolio:

All other directors, officers, employees, joint venture partners, contractors or suppliers shall not represent themselves as spokespeople for the Company. They should not engage in discussions, emails or correspondence with any representatives of the media in relation to Strandline matters unless expressly authorised to do so by the Managing Director.

## Insider Trading

All employees and Directors must observe Strandline's Share Trading Policy.

In conjunction with the legal prohibition on dealing with Strandline's securities when in possession of unpublished price-sensitive information, Strandline has established specific time periods when Directors and employees are not permitted to buy and sell Strandline's securities. Refer details in the Share Trading Policy.

## Creating Awareness of the Code of Conduct

Every Director or person who has Executive or Leadership responsibilities must ensure that:

- the Code of Conduct is communicated to and understood by all people reporting to him or her; and
- each person signs an acknowledgment of commitment and adherence to the Code of Conduct when they commence work with Strandline or for any amendments as they occur.

All people new to Strandline are to be provided with a copy of the Code of Conduct when they receive their job or contract offer.



## Breaches of the Code of Conduct

Employees and Directors should note that breaches of certain sections of this Code of Conduct may be punishable under legislation and may also lead to disciplinary action.

## Code Review

The Code will be reviewed by the Board each year, and form part of the Company's corporate governance training program.

## Summary of Code of Conduct

The Board has adopted a Code of Conduct which requires directors, management and employees to deal with the Company's customers, suppliers, competitors and each other with honesty, fairness and integrity and to observe the rule of the legal and regulatory environment in which the Company operates.

The Code prohibits directors, management and employees from involving themselves in situations where there is a real or apparent conflict of interest between them as individuals and the interest of the Company. The Company also has a policy on financial and other inducements. Directors, management and employees are required to respect the confidentiality of all information of a confidential nature acquired in the course of the Company's business.

Directors, management and employees must protect the assets of the Company to ensure availability for legitimate business purposes. The Company acknowledges its responsibility to shareholders, the community, and the individual. The Company will use its best endeavours to ensure a safe work place and maintain proper occupational health and safety practices.

## Policy Approval and Review

The Managing Director is accountable to the Board of Directors for ensuring that this policy is implemented. This policy will be reviewed on a yearly basis.

This Policy applies to all staff, contractors and joint venturers engaged in activities under Strandline's operational control.

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| <b>Approved by:</b> | Luke Graham       | <b>Approval Date:</b> | 22 September 2021 |
| <b>Position:</b>    | Managing Director | <b>Review Date:</b>   | 22 September 2021 |