



## CODE OF CONDUCT

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### 1. PURPOSE AND APPLICATION

- 1.1 The purpose of this Code of Conduct is to provide a framework for decisions and actions in relation to the ethical conduct and operation of the business affairs of Newfield Resources Limited (**Company**). It underpins the Company's commitment to integrity and fair dealing in its business affairs and to a duty of care to all employees, clients and stakeholders.
- 1.2 The Code of Conduct has been approved by the Board and will be periodically reviewed and updated as required. The document sets out the principles covering appropriate conduct in a variety of contexts and outlines the minimum standard of behaviour expected from employees.
- 1.3 This code supplemented by various other charters and policies approved by the Board, copies of which are available on the Company's website: <https://newfieldresources.com.au>.
- 1.4 To the extent practicable, the Company has followed the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations* (4<sup>th</sup> Edition).

### 2. CORE VALUES AND COMMITMENTS

- 2.1 The Company's core values are:
  - a. **Sincerity**. We act boldly in an open, honest and responsible manner.
  - b. **Determination**. We act decisively with a sense of urgency.
  - c. **Passion**. We challenge the status quo with energy and enthusiasm.
  - d. **Accountability**. We focus on outcomes and deliver on commitments.
  - e. **Respect**. We treat others as we expect to be treated in attitude, communication and personal safety.
- 2.2 The Company and its subsidiaries are committed to conducting all of its business activities in accordance with the above stated values. The Board will ensure that all employees are given appropriate training on the Company's values and senior executives will continually demonstrate and reinforce such values in all interactions with staff.
- 2.3 The Company is confident that its pursuit of these values will imbue a positive reputation for the Company in the community as a reliable, responsible and ethical organisation.

### 3. ACCOUNTABILITIES

- 3.1 Managers and supervisors are responsible and accountable for:
  - a. undertaking their duties and behaving in a manner that is consistent with the provisions of the Code of Conduct;
  - b. the effective implementation, promotion and support of the code in their areas of responsibility; and
  - c. ensuring employees under their control understand and follow the provisions outlined in the code and receive appropriate training in respect of the code.
- 3.2 All employees are responsible for:
  - a. understanding and complying with the code. To this end, regular and appropriate training on how to comply with this code will be provided to all employees;
  - b. undertaking their duties in a manner that complies with the provisions of the code;
  - c. reporting suspected corrupt conduct in accordance with the Company's Whistleblower Policy and Anti-Bribery and Anti-Corruption Policy; and
  - d. reporting any breach of, or departure from, the code by themselves or others.

## **4. ETHICAL STANDARDS AND POLICIES**

### **4.1 Conflicts of interest**

- a. You must act in the best interests of the Company. To safeguard the confidence of the Company's key stakeholders in the Company's integrity, it is paramount that you do not allow personal interests or the interests of family or friends to conflict with the interests of the Company.
- b. You must avoid participating in decisions and activities which may conflict, or be perceived to conflict, with your duties and responsibilities to the Company. You must not enter into any arrangement or participate in any activity that would conflict with the Company's best interests or would be likely to negatively affect the Company's reputation.
- c. You must not be involved in any other company or business or organisation as director, agent, employee or consultant, whether paid or unpaid, if there is a possibility that your personal interests could conflict, or be perceived to conflict, with those of the Company unless you obtain approval first from your manager or the company secretary or the Board (if you are a director).
- d. If you are involved in a conflict or possible conflict, or become aware of a conflict, you must tell your manager or the Board (if you are a director) as soon as possible.

### **4.2 Opportunities, benefits and ownership of work**

- a. You must not use Company or customer property (including intellectual property), or information, your position or opportunities which arise from these to improperly gain benefit for yourself or for another party or to cause detriment to the Company or its customers.
- b. You have an obligation to avoid all financial, business and other arrangements which may be opposed to the interests of the Company, or which may place you in a competitive position with the Company.
- c. In accordance with the terms of your engagement with the Company, the product of any work performed while you are with the Company, or on behalf of the Company, or using Company property (including all intellectual property rights created in connection with that work) belongs to the Company

### **4.3 Anti-bribery and gifts**

A number of countries, including Australia, have strict laws against bribery and corruption. We must comply with and uphold all laws against bribery, corruption and related conduct applying to the Company in all the jurisdictions where the Company operates.

Accordingly, the Company has adopted an Anti-Bribery and Anti-Corruption Policy, which is available on the Company's website. It provides guidance so that you do not deliberately or inadvertently breach the Company's policy and applicable laws. The policy strictly prohibits staff from offering secret commissions, bribes or facilitation payments to further its business interests.

You must not accept any gift, money or opportunity or other benefit which could be interpreted as an inducement, secret commission or bribe. Care must be exercised in accepting hospitality, entertainment or gifts over and above that required for the normal conduct of business or which may compromise your impartiality.

### **4.4 Dealings with politicians and government officials**

All dealings with politicians and government officials which relate to the Company and its business activities must be conducted at arm's length and with the utmost professionalism, to avoid any perception of attempts to gain advantage or to improperly influence the outcome of an official decision. You must not make any donation or other financial contribution to any political party or candidate for an election or sponsor any organisations (other than in a purely personal capacity) without seeking and obtaining prior approval from the Managing Director. Directors of the Company must also ensure that approval is obtained from the Chairman of the Board prior to any significant personal political donation.

#### 4.5 Confidentiality

In the course of the Company's business, you will have access to business or personal information about the affairs of the Company, its clients, customers, employees, suppliers and our business partners. It may include business strategies, marketing and sales plans, competitive analysis, financial plans and forecasts, customer or employee information, supplier information and pricing. Each of the parties expects the confidential nature of the information they have given in good faith to be respected.

You must keep confidential information acquired while you are with the Company, or acting on behalf of the Company, confidential, even after you leave or cease your engagement with the Company. You must not access or request or make improper use of or transfer or disclose confidential information to anyone else except as required by your position or as authorised or legally required. If it inadvertently comes into your possession it should be returned immediately. If you are required by an authority to provide confidential information which has not been otherwise authorised, you must notify the Company's Board immediately.

#### 4.6 Privacy

You must respect and safeguard the privacy of personal information held by the Company regarding its clients, customers, suppliers, employees and others. If you have access to this information, you must ensure that it is collected, kept, disclosed, handled and used in a manner that complies with the (Privacy Act 1998 (Cth)), Australian Privacy Principles, any other privacy and data protection laws that may apply.

#### 4.7 Fair dealing

- a. You must treat each other and all suppliers, competitors, clients, customers and other stakeholders fairly and with respect. You must act honestly and with high standards of personal integrity.
- b. The Company is committed to ensuring a diverse work environment in which everyone is treated fairly and with respect and where everyone feels responsible for the reputation and performance of the Company. Applicants for employment are evaluated by the Company on merit in accordance with their skills, qualifications and abilities, and having regard to the Company's operational needs. For further information, see the Company's Diversity Policy, which is available on the Company's website.
- c. The Company is committed to ensuring the highest quality of service is provided to its customers and clients at all times. The Company makes decisions regarding suppliers and contractors on merit and a commercial basis. The Company collects information about its competitors and others in a lawful manner.

#### 4.8 Discrimination, bullying, harassment and vilification

Discrimination, bullying, harassment or vilification in the workplace will not be tolerated by the Company.

#### 4.9 Health and safety

The Company is committed to ensuring the health and safety of its employees, consultants, contractors and visitors to its workplace and any other persons who the Company works with, as required by law. You must comply with the laws and regulations that apply to the Company and its operations.

#### 4.10 Protection and use of the Company's assets and property

- a. You must protect the Company's assets and property (including intellectual property) and ensure that the Company's assets and property are used only for the benefit of the Company's business.
- b. You must report any suspected or actual theft or fraud to your manager or the company secretary or any other contact nominated by the Company.

- c. You must not use the Company's assets or property for personal purposes except in accordance with any Company policy or approved arrangement.

#### 4.11 **Compliance with laws and regulations**

The Company is committed to complying with the laws and regulations of the countries in which we operate which relate to the Company.

- a. You must comply with all laws and regulations relating to the Company, including document retention requirements. You must also comply with the technical and ethical requirements of any relevant regulatory or professional body.
- b. You must not breach, or omit to do something in breach of, any law or regulation or requirement.
- c. Where local laws, regulations, or customs differ from this code, you must apply this code or local requirements, whichever sets the higher standard of behaviour. Ignorance of the law or having a good intention does not excuse your obligation to comply.
- d. You must participate in relevant compliance training programs offered by the Company.

#### 4.12 **Responsibility to shareholders and the financial community**

The Company is committed to providing value to its shareholders and recognising the legitimate interests of other stakeholders.

The Company has policies regarding the timely provision of information to its shareholders and other stakeholders including posting information to its website. It has processes to ensure that the accounts and financial information it provides represent a true and fair view of the financial performance and position of the Company.

You must fully cooperate with, and not make any false or misleading statement to, or conceal any relevant information from, the Company's auditors.

#### 4.13 **Insider trading**

Insider trading laws prohibit a person in possession of material non-public information relating to a company from dealing in that company's securities. Insider trading is a serious offence under the Corporations Act.

The Company's Securities Trading Policy is available on the Company's website. It provides guidance so that you do not deliberately or inadvertently breach the insider trading laws or the Company's policy.

#### 4.14 **Whistleblower Protection**

The Company's Whistleblower Policy (a copy of which is available on the Company's website) supports this Code of Conduct and is designed to promote and reinforce the Company's culture of and commitment to honest and ethical behaviour.

It provides a mechanism which encourages concerns to be raised about misconduct, malpractice, irregularities or any other behaviour which is dishonest, corrupt, illegal or inconsistent with any of the Company's values or policies (**Reportable Behaviour**), without the person raising the concern being subject to victimisation, harassment or discriminatory treatment. Staff are encouraged to report Reportable Behaviour in accordance with the Whistleblower Policy.

### 5. **REVIEW OF CODE OF CONDUCT**

- 5.1 The Board will review this code from time to time to ensure it remains consistent with the Board's objectives and responsibilities.

**6. PUBLICATION OF CODE OF CONDUCT**

6.1 This code will be available on the Company's website and the key features will be published in the annual report.

**Version control**

18 April 2012	First adoption
23 April 2021	Review and update to be consistent with the 4 <sup>th</sup> Edition