

Code of Conduct

Purpose

This Code of Conduct (Code) applies to all Personnel working for or with Federation Mining (The “Company”) and its subsidiaries in the course of carrying out work on behalf of the Company. All Personnel are required to operate and behave in accordance with the Company values - Success, Standards, Teamwork & Integrity

Definitions

In this Policy:

“Personnel” shall mean:

- all directors, senior executives, employees, and officers of the Company;
- contractors (including sub-contractors) occupying permanent or part time fixed term contracts;
- consultants or suppliers of goods or services and their employees; or
- third parties including intermediaries and associates.

Compliance

Personnel must be aware of, and adhere to, all Company policies, especially those relating to health and safety, equal opportunity, privacy, bullying and harassment and continuous disclosure. In the course of their duties, they must comply with relevant legislation.

Work Ethic

Personnel when conducting business and dealing with suppliers, colleagues and other stakeholders, are to:

- Act with integrity, professionalism and be scrupulous in the use of Company information, funds, equipment and facilities;
- Exercise fairness, equity, courtesy, consideration and sensitivity in dealing with personnel and other stakeholders;
- Avoid real or apparent conflict of interests;
- Promote the interests of the company;
- Perform their duties with skill, honesty, care and diligence, using authority in a fair & equitable manner
- Abide by the policies, standards procedures, instructions and lawful directions, that relate to their employment and duties; and
- Comply with the spirit as well as the letter of the Code of Conduct.

Harassment & Bullying

Personnel must never engage in actions or behaviours that entail harassment or bullying.

Harassment is an unwelcome action, conduct or behaviour that a reasonable person would find unwelcome, humiliating, intimidating or offensive.

Bullying is a repeated behaviour directed towards an individual or group of individuals that is unreasonable and creates a risk to health, safety and well-being.

Personal Information & Privacy

The Company will implement processes to ensure the safeguarding of personal and sensitive information from unauthorised access or disclosure. Information obtained in the course of employment must not be used or disclosed to obtain financial reward or benefit, or to take advantage of another person.

Intellectual Property & Data protection

Unless governed by law or otherwise agreed in writing, any intellectual property developed by Personnel during or as a result of employment or engagement with the Company is the sole property of the Company. All personnel must comply with Company requirements to protect Federation Mining information and data.

Health, Safety, Environment and Community (HSEC)

The Company places an overriding priority on protection of our people & their wellbeing, the environment, our reputation and the local communities in which we operate. All Personnel must comply with all Company and local HSEC processes, rules and procedures. It is expected that all incidents, hazards and observations are promptly reported, and that action is taken to reduce risk of harm to people, environment, reputation and our local communities.

Conflict of Interest

Personnel must avoid personal, financial, or other interests which may conflict with their duties and responsibilities to The Company.

Any interest which may constitute a conflict of interest must be promptly disclosed to your direct manager or an appropriate senior manager.

Accepting any external appointment, such as a board appointment (other than to the board of a non trading family company), working for another organisation or conducting a business is not permitted without the written permission of the Managing Director, or in the case of the Managing Director, the Board.

Bribery, Corruption & Fraud

Personnel must not offer, promise, give, demand or accept 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 or any private sector employee in order to obtain, retain or direct business or to secure any other improper advantage in the conduct of business. Refer also to Anti Bribery & Corruption Policy.

Personnel must use company funds, allocate resources, hire personnel and/or award contracts in accordance with the approved Company delegations of authority and for business related purposes and not personal gain or interest.

Property & IT Use

The Company property, funds, tools, equipment, vehicles, facilities and services must be used only for authorised purposes. All Company electronic devices and internet use must be appropriate, proper, work related and within Company Mobile Phone Procedure and acceptable use guidelines.

Communicating Externally

The Company's relationships with the media and the investment community are to be conducted primarily by the Managing Director, a member of the Executive team or other senior Manager delegated by an Executive. Personnel are not authorised or permitted to act as official spokesperson or to comment to the media or in any social media on behalf of the Company without express approval of a member of the Executive team.

Gifts and Hospitality

The Company prohibits the giving or receiving of gifts, or invitations involving travel, accommodation and entertainment in circumstances which could be improper or a breach of this code or Company policy. Refer to the Anti-Bribery & Corruption Policy.

Code Breaches

Personnel have a duty to observe this Code and ensure that no breaches occur. Personnel found to be in breach of this Code will face disciplinary action, and where warranted, dismissal.

Whistleblower Arrangements

Personnel have a duty to report known or suspected breaches of this Code using the mechanism provided under the Whistleblower Policy.

Any Personnel, who in good faith, makes a complaint or disclosure about an alleged breach of the Code will not be disadvantaged or prejudiced in the making of such a complaint or disclosure in accordance with the Whistleblower Policy. All reports will be treated as confidential.

I acknowledge that I have received a copy of the Code of Conduct and will comply with the Code. I further acknowledge that there may be disciplinary consequences if I fail to comply with the Code which may result in the termination of my employment or contract of services.

Name: _____

Signed: _____

Date: _____

Referred Policy Documents

- Anti Bribery & Corruption Policy
- Diversity & Inclusion Policy
- Remuneration Policy
- Tax Compliance Policy
- Cyber Security Policy
- Risk Management Policy
- Sustainability Policy
- Whistleblower Policy
- Modern Slavery Standard
- Cultural Heritage Policy
- Data Privacy Policy
- Safety, Health and Wellbeing Policy

Signed: _____

Mark Le Messurier

Managing Director

July 2023