



**Aurelia Metals Limited**  
ACN 108 476 384

## **Anti-Bribery and Corruption Policy**

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## Anti-Bribery and Corruption Policy

### 1 Purpose of the Policy

- 1.1 This Policy 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.

### 2 Scope

- 2.1 This Policy 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 Bribery exists where there is an intention to influence a person in the performance of their duties, to obtain business or a business advantage that is not legitimately due. This includes the provision of a benefit through an agent or third party.
- 3.2 A bribe can take the form of money, gifts, loans, hospitality, services, discounts, the award of a contract, employing a person's relative, political or charitable donations and includes any other form of advantage, reward or benefit.
- 3.3 Aurelia takes a zero-tolerance approach to bribery and corruption and prohibits all forms of bribery.
- 3.4 Aurelia Personnel must not offer, promise, give, request or accept any advantage, whether directly or indirectly, to or from any person with the intention of influencing the obtaining, retaining or directing of business or a business advantage that is not legitimately due.

### 4 Facilitation Payments

- 4.1 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.
- 4.2 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.

## **5 Gifts and Hospitality**

- 5.1 The reasonable use of gifts and hospitality may be acceptable for the purposes of establishing or maintaining good business relationships.
- 5.2 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).
- 5.3 Aurelia Personnel must not receive a gift or hospitality that is valued at more than \$250 per item or \$500 in aggregate in any one year from a single party without first seeking clearance from the Chief Financial Officer or in the case of the Chief Financial Officer, the Chair of the Audit Committee.

## **6 Conflicts of interest**

- 6.1 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 conduct. Approval must be obtained in relation to any actual, potential or perceived conflict of interest situation as well as any external commitment.

## **7 Intermediaries and agents**

- 7.1 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.

## 8 Roles and Responsibilities

- 8.1 It is the responsibility of all Aurelia Personnel to ensure that they understand and comply with this Policy.
- 8.2 Aurelia’s Audit Committee is responsible for:
  - (a) oversight of this Policy; and
  - (b) reviewing at least every 2 years the suitability and effectiveness of this Policy and making recommendations to the Board regarding any changes needed.
- 8.3 The Chief Financial Officer is accountable for the implementation of this Policy as well as overseeing the maintenance of a Gifts and Hospitality Register and reporting on the Gift and Hospitality Register annually to the Audit Committee.
- 8.4 The GM Risk and Sustainability is responsible for delivering training to Aurelia Personnel in relation to this Policy.

## 9 Reporting

- 9.1 If Aurelia Personnel are offered a bribe or asked to give a bribe, this must be reported to Aurelia.
- 9.2 Aurelia Personnel are encouraged to inform Aurelia of any concerns they have regarding an actual or suspected breach of this Policy.
- 9.3 Any concerns raised under this Policy will be handled as a disclosure under Aurelia’s Whistleblower Policy.

## 10 Consequences of breaching this Policy

- 10.1 A breach of this Policy will be regarded as serious misconduct. Disciplinary action will be taken against any Aurelia Personnel who breach this Policy 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.

## 11 Policy status

- 11.1 This Policy is current as at 21 May 2021 and has been updated as per the table below.

REVISION	DATE	CHANGE DESCRIPTION
1	21 May 2021	Original Policy