

CODE OF CONDUCT

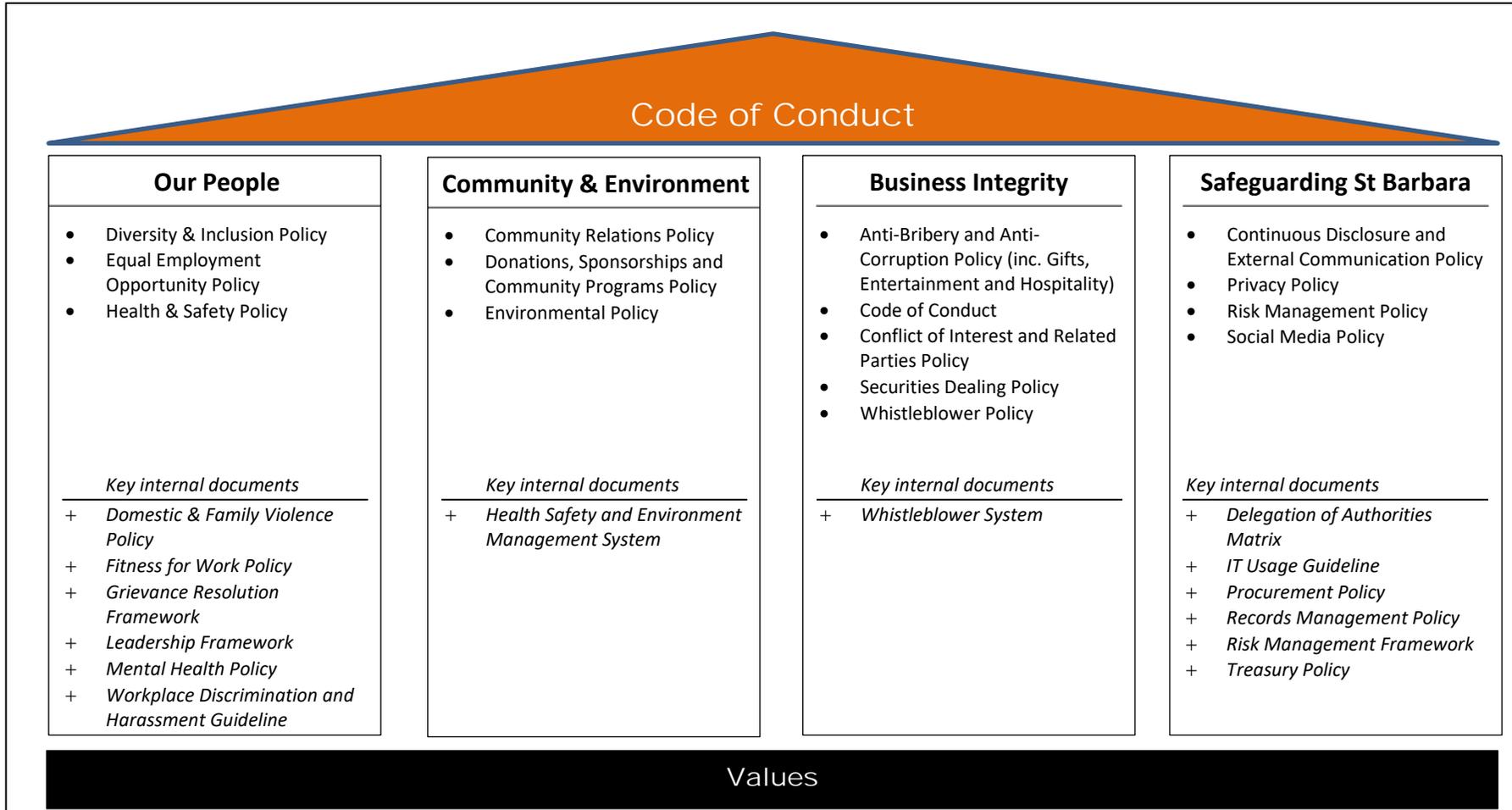
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St Barbara Code of Conduct Framework

This Code is one component of St Barbara’s Code of Conduct Framework.

At the time of publication of this Code, the Code of Conduct Framework includes the following policies and related documents:



● = Policy published on www.stbarbara.com.au

○ = Document in preparation

+ = Internal document published on ROCKi

Message from the MD & CEO

As part of the Board and Management of St Barbara, I am fully committed to maintaining high standards of ethics, integrity and statutory compliance in everything St Barbara does.

Our Code of Conduct and related policies clearly state the way we conduct ourselves with our internal and external stakeholders.

We will only continue to be successful with the support and trust of all our stakeholders, which includes our employees, contractors, suppliers, local communities and landowners, shareholders and governments. This support and trust is built on a continuous commitment to our values:

- We act with **honesty** and **integrity**
- We treat people with **respect**
- We value **working together**
- We **deliver to promise**
- We strive to **do better**

These Values underpin our Code of Conduct, which covers a range of different scenarios, but there is no substitute for good judgement. Good behaviour is not just about following rules and laws - we must always ask ourselves “am I doing the right thing?”

Importantly, if you see something that you don't think is right, you should speak up, either to one of your managers, or via one of the whistleblower channels described in this document. We will not tolerate any retaliation against those who speak up about any actions that do not accord with our Values, Code of Conduct and Policies.

Our Board and Executive Leadership team are deeply committed to upholding our Values and Code of Conduct. Please take the time to read our Code of Conduct carefully and think about how our commitment to high standards of ethical business practices impacts the way you work in our business.

Bob Vassie

Managing Director and Chief Executive Officer

1. THE COMMITMENT

The Board and Management are committed, individually and collectively as St Barbara, to complying with all legal obligations and maintaining high standards of ethics and integrity in all Company dealings.

St Barbara's Code of Conduct (**Code**) clearly states how St Barbara Limited and its subsidiaries (collectively, **St Barbara**) and **St Barbara Personnel** will conduct business with all internal and external stakeholders.

The Code is aligned with the Company's Values.

- We act with **honesty** and **integrity**
- We treat people with **respect**
- We value **working together**
- We **deliver to promise**
- We strive to **do better**

The key components of the Code are set out in the Code of Conduct Framework at the front of this Code. The Code is supported by more detailed policies, standards, procedures and guidelines which are referred to in the Code of Conduct Framework. Relevant public documents are available on St Barbara's website at www.stbarbara.com.au/about-us/governance/ and internal documents are available on St Barbara's intranet site, ROCKi.

2. WHO DOES THIS CODE APPLY TO?

This Code applies to all individuals at all levels who are employed by, act for, or represent St Barbara (**St Barbara Personnel, also referred to as 'you' in this Code**) anywhere in the world. For the purposes of this Code, St Barbara Personnel includes:

- a) directors;
- b) officers;
- c) managers;
- d) employees;
- e) contractors;
- f) consultants; and
- g) any other person representing the St Barbara Group.

This Code applies to St Barbara Personnel irrespective of their employment status (that is, whether they are employed on a full-time, part-time, maximum term, casual or temporary basis).

3. RESPONSIBILITIES AND COMPLIANCE WITH THIS CODE

It is your responsibility to ensure that you do not breach this Code or applicable laws and regulations.

This Code provides guidance but it cannot address every law, rule, policy or scenario you may encounter. Nor can it be a substitute for the exercise of common sense and good judgment, or seeking guidance when needed. It is critical that we all practice open communication. Asking questions and discussing concerns or issues that arise at a practical level is essential to good understanding and compliance.

3.1 Core Behaviours

In addition to the detailed requirements set out more fully elsewhere in the Policies contained in the Code of Conduct Framework, St Barbara requires that St Barbara Personnel will, at all times:

- act in the best interests of the Company;
- act honestly and with high standards of personal integrity;
- treat others with respect and courtesy and without harassment;
- remain alert to hazards to themselves and others, and not accept or ignore an unsafe task or condition;
- comply with the laws and regulations that apply to the Company and its operations;
- not knowingly participate in any illegal or unethical activity, including offering or accepting bribes and other unlawful or unethical payments or inducements;
- respect and work to uphold human rights;
- not enter into any arrangement or participate in any activity that would conflict with the Company's best interests or that would be likely to negatively affect the Company's reputation;
- not take advantage of the property or information of the Company, its trading partners or other St Barbara Personnel for personal gain or to cause detriment to the Company, its trading partners or other St Barbara Personnel;
- not take advantage of their position or the opportunities arising from their position for personal gain;
- maintain confidentiality of sensitive information;
- use Company resources in a proper manner and for proper purposes; and
- avoid or declare actual or perceived conflicts of interest.

3.2 Non-compliance

It is your responsibility to report to your Immediate Manager any actual or suspected breach of this Code or of any applicable laws. If you do not feel comfortable making a report to your Immediate Manager, you should contact your Manager-once-Removed, Human Resources, Company Secretary, Manager Legal or Whistleblower service shown below.

3.3 Whistleblower

You may report to St Barbara's confidential external independent Whistleblower Provider, Your-Call as follows:

- **Toll free Hotline** - 1300 798 101 (7pm – 10pm AEST / AEDT Monday to Friday, excluding public holidays)
- **Internet**- A secure report can be made via the *Your-Call* website at www.your-call.com.au/report (Organisation ID available to St Barbara Personnel on the Whistleblower System on the intranet or upon request)

For more information, please refer to the Whistleblower Policy.

4. FURTHER GUIDANCE

If you require further guidance as to this Code, please contact St Barbara's Company Secretary, or Manager Legal.

5. REVIEW

This Code is to be reviewed:

- (a) as soon as practicable after a key change in the nature or scope of St Barbara's activities;
or
- (b) otherwise at least once every two years.