

Conflict of Interest and Related Party Transactions Policy



Effective Date: 25 October 2022

Our aim is to prevent conflicts of interest from inappropriately influencing business activities by promoting integrity, transparency and proper process.

Our commitment

We are committed to ensuring that personal or professional interests do not conflict with our responsibilities at St Barbara.

Our approach

We will maintain and enforce procedures as appropriate to identify, disclose and manage conflicts of interest and related party transactions.

Our principles

We will:

1. Take reasonable action to avoid conflicts of interest that compromise, or could appear to compromise:
 - St Barbara's interests; or
 - the quality of our work performance, our commitment to our work or our ability to make impartial business decisions.
2. Ensure that any actual or potential conflicts of interests are identified and recorded.
3. Take action as appropriate to avoid, remove or manage any conflict of interest.
4. Maintain and enforce a procedure for ensuring that any potential related party transactions are carried out in accordance with the law.

All St Barbara Personnel must:

1. Declare any actual or potential conflicts of interest on the Conflicts of Interest Register or the Gifts and Hospitality Register (as appropriate);
2. Comply with any direction given by St Barbara for the purpose of removing or managing a conflict of interest; and
3. Ensure that any potential related party transactions are approved by the Board and are undertaken in accordance with any procedures and conditions imposed by the Board.

The detailed requirements of this Policy are set out in the Conflict of Interest Procedure and the Related Party Transactions Procedure.

Responsibilities and accountabilities

This is a Policy of St Barbara Limited ("St Barbara") and its controlled entities (collectively, "St Barbara Group"). It applies to all directors, key management personnel, officers, employees, contractors, consultants and suppliers of each member of the St Barbara Group and to any other person or organisation acting for or on behalf of the St Barbara Group ("St Barbara Personnel").

This Policy will be reviewed by the Board at least biennially and updated as required. The Company Secretary is responsible for ensuring that this Policy is implemented.

Policy governance

Policy approver: Board
Policy owner: Company Secretary
Review cycle: Biennial

Material policy revisions

Version	Approval Date	Effective Date	Details
3.0	25/10/2022	25/10/2022	Periodic review: incorporates transition to new template and alignment to the Policy Framework.