

# Code of Conduct

8 December 2020





# Code of Conduct

## Our People

Diversity & Inclusion Policy  
 Equal Employment Opportunity Policy  
 Health & Safety Policy

## Community & Environment

Community Relations Policy  
 Donations, Sponsorships and Community Programs Policy  
 Environmental Policy  
 Modern Slavery Policy

## Business Integrity

Anti-Bribery and Anti-Corruption Policy (inc. Gifts, Entertainment and Hospitality)  
 Code of Conduct  
 Conflict of Interest and Related Parties Policy  
 Securities Dealing Policy  
 Whistleblower Policy

## Safeguarding St Barbara

Continuous Disclosure and External Communication Policy  
 Privacy Policy  
 Risk Management Policy  
 Social Media Policy

### Key internal documents

Domestic & Family Violence Policy  
 Fitness for Work Policy  
 Grievance Resolution Framework  
 Leadership Framework  
 Mental Health Policy  
 Workplace Behaviour Policy

Health, Safety, Environment and Community Management System

Whistleblower System

Delegation of Authorities Matrix  
 IT Usage Guideline  
 Procurement Policy  
 Records Management Policy  
 Risk Management Framework  
 Tax Management Framework  
 Treasury Policy

### Our commitments



**Safety Always**



**Empowered People Diverse Teams**



**Stronger Communities**



**Respecting the Environment**



**Growing Sustainably**

### 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**

● Policy published on [www.stbarbara.com.au](http://www.stbarbara.com.au) ○ Document in preparation ● Internal document published on ROCKI



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## 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.

Our purpose is to create value in everything we do, for our people our communities and our shareholders.

Our vision is to be a brilliant, global mining company that grows sustainably and create enduring, positive impacts.

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**

In addition to the values, the Company is guided by five business-wide commitments to safety, our people, our communities, the environment and to growing our business sustainably:

- Safety always
- Empowered people, diverse teams
- Stronger communities
- Respecting the environment
- Growing sustainably

These values and commitments 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.

Andrew Strelein  
**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**

In addition to the values, the Company is guided by five business-wide commitments to safety, our people, our communities, the environment and to growing our business sustainably:

### **Safety always**

Zero harm is always our target. Zero harm to all people as we responsibly operate our assets to their full potential. This focus on safety guides everything we do.

### **Empowered people, diverse teams**

We are an employer of choice committed to inclusion and diversity. We provide a caring work environment where our talented people are happy, thrive, feel safe and can fulfil their potential.

### **Stronger communities**

We strive to help our communities thrive, grow and prosper. We build meaningful relationships, investing time and energy to ensure local communities are enriched by being our neighbours.

### **Respecting the environment**

We are committed to caring for the environment. We think differently to find solutions to actively manage and neutralise our impact, because we care about the environment and our planet.

### **Growing sustainably**

Growing our business sustainably, where it makes sense, and with strong governance practices, means we can add value for everyone: our shareholders, our people and our communities.

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 [stbarbara.com.au/about-us/governance/](http://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, any applicable St Barbara policy, standard, procedure or guideline or applicable laws and regulations.

This Code and the broader Code of Conduct Framework 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 and reporting obligations

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

If an actual or suspected breach of this Code is brought to your attention, you must report it through the proper channel.

All potential violations of this Code may be regarded as misconduct and will be taken seriously and investigated. If it is substantiated that you have failed to comply with the Code or the Code of Conduct Framework, you may be subject to disciplinary action up to and including termination of employment or termination of contract.

### 3.3. Whistleblower

If you are not comfortable with the reporting options listed above, you may report to St Barbara's Whistleblower Protection Officer, or use St Barbara's external and independent whistleblower reporting service, Your-Call. A secure report can be made (including an anonymous report) via:

Website: [www.yourcall.com.au/report](http://www.yourcall.com.au/report) (Company ID: STBM1986)

Telephone line 9:00 am to 12:00 am midnight Monday to Friday (AEST) except National Public Holidays.

Australia 1300 798 101

Canada (800) 897 2761

PNG 00086 1281

For more information, please refer to the Whistleblower Policy.

## 4. FURTHER GUIDANCE

If you require further guidance as to this Code, please contact your Human Resources representative, St Barbara's Company Secretary, or General Counsel and Deputy Company Secretary.

## 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.

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