

Effective Date: 1 December 2023

1. Introduction

The St Barbara Code of Conduct (“**Code**”) is part of every decision we make and guides how we act, work, communicate and evaluate our conduct.

It sets out the standards of conduct you can expect from St Barbara and those we expect from you. Anyone working for or engaged by St Barbara receives training in the form of a site-specific induction which covers the Code and are expected to understand and comply with this Code.

Through the Managing Director and CEO, our Board:

- oversees St Barbara culture;
- promotes ethical and lawful decision-making; and
- promotes an inclusive workplace where we hold ourselves and each other to account.

As a global Company, we respect and work in accordance with applicable laws and regulations of the countries where we operate. Where differences exist between our Code of Conduct and local laws or regulation, we apply the higher standard of conduct. You must follow all our applicable policies, standards, procedures, and processes as relevant to your work for St Barbara. You must complete all our required training in a timely fashion.

The Company recognises and respects the rights of individuals and will comply with the applicable legal rules regarding privacy and the use of privileged or confidential information.

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**”) anywhere in the world. For the purposes of this Code, St Barbara Personnel includes:

- Directors;
- Officers;
- Managers;
- Employees;
- Contractors (where applicable);
- Consultants (where applicable);
- Suppliers (where applicable); and
- Any person when representing St Barbara.

This Code applies to St Barbara Personnel irrespective of their employment status (that is, whether they are employed or contracted 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 Company policy, standard, procedure or guideline 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. How we act at St Barbara

Consistent with our Values and Commitments, the following actions are required at St Barbara:

- Act in the best interests of the Company;
- Act honestly and with high standards of personal integrity;
- Treat each other with respect and dignity;
- Work together to achieve desired results;
- Be accountable for our actions and their consequences;
- Undertake every task in a safe and responsible manner;
- Comply with the laws and regulations that apply to the Company and its operations; and
- Deliver professionally on our promises.

3.2. Non-compliance and reporting obligations

It is your responsibility to report to your Manager any actual or suspected breach of this Code, Company policies or standards or of any applicable laws and regulations. If you do not feel comfortable making a report to your Manager, you should contact Human Resources, the Company Secretary or the whistleblower service shown below.

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

All potential violations of this Code, Company policies or standards 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 (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 and Procedure.

3.4. What to report?

We encourage you to make reports about a broad range of matters. Whilst not all matters will qualify for protection under whistleblower laws, we will treat all reports made in the same way. However, reports cannot be made under this Code relating solely to personal work-related grievances.

A personal work-related grievance is a grievance about any matter in relation to your employment, or former employment, having (or tending to have) implications only for you personally. This includes:

- An interpersonal conflict between you and another employee;
- A decision relating to your employment, transfer or promotion of the discloser;
- A decision relating to your employment terms and conditions; and
- A decision to warn you or suspend or terminate your employment.

To be protected under the whistleblower laws, you must make an eligible report and must have reasonable grounds for making it. In certain jurisdictions you can still qualify for protection if your report turns out to be incorrect, but you will not be protected if you make a deliberately false report. St Barbara prohibits any form of punishment, disciplinary action or retaliatory action being taken against a person for raising or helping to address a legitimate business conduct concern.

The following are examples of behaviours which should be reported:

- Conduct that amounts to a serious criminal offence (for example, punishment by more than 12 months imprisonment) or contravention of corporate laws;
- Improper, unethical or dishonest conduct, such as misuse of St Barbara assets, conflicts of interest or abuse of authority;

- Illegal conduct, such as fraud, theft, corruption, bribery, criminal damage to property or breaches of work health and safety laws;
- Negligence, default, breach of trust and breach of duty;
- An activity that poses a significant risk to public safety, people, property, operations or the environment (irrespective of whether it involves a breach of law);
- Conduct that represents a danger to the public or the financial system;
- Conduct that is damaging to St Barbara's financial position or reputation;
- A breach of the St Barbara Code (this Code);
- Unsafe work practices or other alleged breaches of the health, safety and environment laws and regulations;
- Inappropriate use of St Barbara information technology systems;
- Disclosure of confidential information;
- Inappropriate gifts and hospitality;
- Misuse of drugs and alcohol in the workplace;
- Bullying, victimisation, discrimination and harassment;
- Engaging in or threatening to engage in detrimental conduct against a person who has made a report or is believed or suspected to have made, or be planning to make, a report;
- Allegations of irregular use of St Barbara funds or assets;
- Alleged misappropriation of finances or non-compliance with tax reporting or related obligations;
- Alleged breach of other Company policy, standards and procedures;
- Undertaking unauthorised secondary employment; and
- Theft of St Barbara property and resources.

If you are unsure, St Barbara encourages you to make your report under this Code.

3.5. No fraud, bribery or other corrupt conduct

We prohibit fraud, bribery and corruption in any form, and comply with applicable anti-bribery and corruption laws wherever we conduct business.

We will not directly or indirectly use bribes to influence anyone – whether in the public or private sector and regardless of location - to use their discretion to benefit St Barbara.

We will:

- Seek guidance when unsure;
- Comply with all applicable Anti-Bribery and Corruption laws;
- Maintain measures, including but not limited to registers, to prevent and detect potential misconduct and to support compliance; and
- Be alert for instances of corrupt conduct and report suspected or actual breaches.

We will not:

- Engage in corrupt or dishonest business practices;
- Offer or accept gifts or hospitality if this might impair objective judgement, improperly influence a decision or create a sense of obligation;
- Directly or indirectly use property or funds for any unlawful, unethical or improper purpose;
- Authorise, make, invite or accept (or permit others to) any bribe, facilitation payment or improper benefit to obtain, retain or improve business or a business advantage;
- Offer or give anything of value to a public official (or their representative or family member) to induce or reward them for acting improperly in the course of their public responsibilities; or
- Make any political donations, including contributions to political parties, politicians, elected officials, or candidates for public office in any country.

3.6. Avoiding conflicts of interest

We expect you to always act in the best interests of St Barbara.

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

We will:

- 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.
- Ensure that any actual or potential conflicts of interests are identified and recorded.
- Take action as appropriate to avoid, remove or manage any conflict of interest.
- 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:

- Declare any actual or potential conflicts of interest on the Conflicts of Interest Register or the Gifts and Hospitality Register (as appropriate);
- Declare any community contributions given or received in relation to the Company (sponsorship, donations or in kind) on the Community Contributions Register (as appropriate);
- Not without prior written approval from a General Manager or above, give or accept gifts of cash, loans or cash equivalents such as shares, gift certificates or vouchers of any value;
- Comply with any direction given by St Barbara for the purpose of removing or managing a conflict of interest; and
- 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.

3.7. Using suppliers with integrity

We work towards effective, fair, equitable and streamlined procurement processes, including related decision-making, with our suppliers.

We aim to work with suppliers who:

- Have strong values and standards of conduct; and
- Share our commitment to lawful business practices because their actions can directly impact our financial performance and reputation.

3.8. Protecting Company assets, including information and data

Together we must protect Company assets, including confidential information and intellectual property, and use them only for their intended purpose.

Protecting Company assets

- You must only use Company assets for legitimate business purposes as required by your role and for the sole benefit of St Barbara and protect all assets within your responsibility against damage, misuse, loss or theft. Your use, including any disposal, of Company assets must follow applicable policies, standards and procedures.
- Your use of Company assets may be monitored and blocked at the discretion of St Barbara. Inappropriate use of Company assets may lead to disciplinary consequences, including civil and/or criminal action.
- Any unusual or suspicious activity affecting St Barbara technology assets that you become aware of must be immediately notified to your manager, supervisor or the Company Secretary.

Ensure complete and accurate Company information and data

- All St Barbara Personnel must create and keep true and accurate records of all financial and non-financial Company transactions and data in accordance with our policies, procedures, and applicable laws and regulations.
- All financial transactions and information (such as purchase orders, invoices, travel and expense records, journal and tax filings) must be evidenced by appropriate source documents, verified for their validity and accuracy.

4. Further guidance

If you require further guidance as to this Code, please contact your Human Resources representative or the St Barbara Company Secretary.

5. Related governance documents

This Code references Company expectations which are described in further detail in the following suite of policies. This Code should be read in conjunction with such policies. These include:

- Anti-Bribery and Anti-Corruption Policy and Procedure;
- Conflicts of Interest and Related Party Transactions Policy and Procedure;
- Continuous Disclosure and External Communication Policy and Procedure;
- Contributions Policy and Procedure;
- Diversity, Equal Opportunity, Anti-Discrimination and Harassment Policy and Procedure;
- Privacy Policy and Procedure;
- Securities Dealing Policy and Procedure; and
- Whistleblower Policy and Procedure.

6. Review

Responsibilities and accountabilities

This is a Policy of St Barbara Limited and its controlled entities (collectively, “St Barbara”). This Code will be freely available at all times, reviewed by the Board at least biennially and updated as required. The Managing Director and CEO is responsible for ensuring that this Code is implemented.

Policy governance

Policy approver: Board
 Policy owner: Managing Director and CEO
 Review cycle: Biennial

Material policy revisions

Version	Approval Date	Effective Date	Details
3.0	8/12/2020	8/12/2020	Periodic review
4.0	1/12/2023	1/12/2023	Periodic review: updated to reflect current code of conduct framework and alignment with policy management framework and template.