



Code of Conduct

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| Document Number | TMT-COR-POL-001 | Effective Date | 28 March 2023 |
| Document Revision | 1 | Approved By | Board of Directors |
| Document Owner | Corporate/Board | | |

1. Purpose

Technology Metals Australia Limited (the **Company**) is committed to integrity and fair dealing in its actions and business affairs and to a duty of care to all personnel and stakeholders. The Code of Conduct sets out the principles covering appropriate conduct in various contexts and outlines the minimum standard of behaviour expected from the Company's personnel.

2. Scope

This Code of Conduct applies to all directors, employees, and contractors (collectively referred to as "personnel") working for Technology Metals Australia Limited and its subsidiaries (collectively referred to as the "Company").

3. Responsibility

- The Company's Board is responsible for the overall administration of this Code of Conduct.
- The Managing Director is responsible for the implementation of this Code of Conduct.
- It is the responsibility of all personnel to ensure that they read, understand, and comply with this Code of Conduct.

4. Corporate Values

This Code of Conduct aligns with our corporate values (see *Statement of Values*), which also guides our personal and professional behaviour.

- Vision** – Our vision for a cleaner future guides everything we do
- Equality** – We believe that everyone should have equal opportunity to pursue their goals in life
- Nimble** – We are flexible, resilient, and open to new ideas and ways of achieving our mission
- Tenacity** – We are determined to succeed, improve, and overcome challenges
- Unity** – We are a team, look after each other's safety and wellbeing, and work together
- Responsibility** – We are responsible for our actions and its impact on each other and the wider environment
- Environment** – We respect the environment and the communities in which we operate and aim to leave a positive legacy
- Safety** – We prioritise safety so everyone goes home to their first priority – their loved ones

5. Personal and Professional Behaviour

When carrying out your duties, you should:

- d. behave honestly and with integrity and report other personnel who are behaving dishonestly
- e. treat fellow personnel with respect and not engage in bullying, harassment, or discrimination
- f. disclose and deal appropriately with any conflicts of interest
- g. not take advantage of the property or information of the Company or its customers for personal gain or to cause detriment to the Company or its customers
- h. not take advantage of your position for the opportunities arising therefrom for personal gain
- i. carry out your work with integrity and to a high standard
- j. operate within the law at all times
- k. act in the best interests of the Company
- l. follow the policies of the Company and adhere to the Company's values
- m. act in an appropriate business-like manner when representing the Company in public forums and deal with customers and suppliers fairly.

6. Conflict of Interest

Potential for conflict of interest arises when it is likely that you could be influenced, or it could be perceived that you are influenced, by a personal interest when carrying out your duties. Conflicts of interest that lead to biased decision making may constitute corrupt conduct.

- a. Some situations that may give rise to a conflict of interest include situations where you have:
 - (i) financial interests in a matter the Company deals with, or you are aware that your friends or relatives have a financial interest in the matter
 - (ii) directorships/management of outside organisations
 - (iii) membership of boards of outside organisations
 - (iv) personal relationships with people the Company is dealing with which go beyond the level of a professional working relationship
 - (v) secondary employment, business, commercial, or other activities outside of the workplace which impacts on your duty and obligations to the Company
 - (vi) access to information that can be used for personal gain
 - (vii) offer of an inducement.
- b. You may often be the only person aware of the potential for conflict. It is your responsibility to avoid any conflict from arising that could compromise your ability to perform your duties impartially. You must report any potential or actual conflicts of interest to your manager.
- c. If you are uncertain whether a conflict exists, you should discuss that matter with your manager and attempt to resolve any conflicts that may exist.
- d. You must comply with the Company's *Anti-Bribery and Corruption Policy* at all times. You must not submit or accept any bribe, or other improper inducement. Any such inducements are to be reported to your manager.

7. Information Systems

- a. Email, the internet, mobile phones, and other information systems must be used appropriately to minimise risk to the integrity of the Company's information systems.
- b. Personnel linking personal devices to the Company's information systems must ensure they first obtain appropriate authorisation and use such devices in accordance with all relevant Company policies.

8. Public Communications and Media

- a. Individuals have a right to give their opinions on political and social issues in their private capacity as members of the community.
- b. Personnel must ensure that they use any social media and networking sites in accordance with the requirements of the Code of Conduct and relevant policies.
- c. Personnel must not make official comment on matters relating to the Company, such as media statements, responses to questions from the media and the investment community, and official announcements unless they are:
 - (i) authorised to do so by the Managing Director; or
 - (ii) giving evidence in court; or
 - (iii) otherwise authorised or required to by law.
- d. Personnel must not release unpublished or privileged information unless they have the authority to do so from the Managing Director.
- e. The above restrictions apply except where prohibited by law, for example in relation to “whistleblowing”. Personnel should refer to the Company’s *Whistleblower Policy* for further information.

9. Use of Company Resources

Requests to use Company resources outside core business time should be referred to management for approval.

If personnel are authorised to use Company resources outside core business times, they must take responsibility for maintaining, replacing, and safeguarding the resources and following any special directions or conditions that apply.

Personnel using Company resources without obtaining prior approval could face disciplinary and/or criminal action. Company resources are not to be used for any private commercial purposes.

10. Security of Information

All personnel are to make sure that confidential and sensitive information cannot be accessed by unauthorised persons. Sensitive material should be securely stored when unattended. Personnel must ensure that confidential information is only disclosed or discussed with people who are authorised to have access to it. It is considered a serious act of misconduct to deliberately release confidential documents or information to unauthorised persons and may incur disciplinary action.

11. Intellectual Property

Intellectual property includes the rights relating to processes, scientific discoveries, industrial designs, trademarks, service marks, commercial names and designations, and inventions and is valuable to the Company.

The Company is the owner of intellectual property created by its personnel in the course of their employment unless a specific prior agreement has been made. All personnel must obtain written permission to use any such intellectual property from the Managing Director or Chairman of the Board before making any use of that property for purposes other than as required in their role within the Company.

12. Discrimination and Harassment

All personnel must comply with the Company’s *Bullying and Harassment Policy* at all times.

Personnel must not harass, bully, discriminate, or support others who harass, bully, and discriminate against colleagues, stakeholders, or members of the public on the grounds of gender, marital or family status, sexual orientation, gender identity, age, disabilities, ethnicity, religious beliefs, cultural background, socio-economic background, perspective, or experience.

Harassment is any action, conduct or behaviour that a reasonable person would find offensive, intimidating, unwelcome or humiliating.

Bullying is a repeated or ongoing verbal, physical and/or social behaviour directed towards a person or a group of people with intention to hurt or intimidate.

13. Corrupt Conduct

All personnel must comply with the Company's *Anti-Bribery and Corruption Policy* at all times.

Corrupt conduct involves the dishonest or partial use of power or position which results in one person/group being advantaged over another. Corruption can take many forms including, but not limited to:

- a. official misconduct;
- b. bribery and blackmail;
- c. unauthorised use of confidential information;
- d. fraud; and
- e. theft.

Corrupt conduct will not be tolerated by the Company. Disciplinary action up to and including termination of employment will be taken in the event of any personnel participating in corrupt conduct.

All personnel should refer to the Company's *Whistleblower Policy* in respect of reporting corrupt conduct, conduct in breach of any of the Company's policies or its Code of Conduct.

14. Occupational Health and Safety

All personnel must comply with the Company's *Work Health and Safety Policy* at all times.

It is the responsibility of all personnel to act in accordance with the occupational health and safety legislation, regulations, and policies applicable to their respective departments and to use security and safety equipment provided.

Specifically, all personnel are responsible for safety in their work area by:

- a. following the safety and security directives of management;
- b. advising management of areas where there is a potential problem in safety and reporting suspicious occurrences; and
- c. minimising risks in the workplace.

15. Legislation

It is essential that all personnel comply with the laws and regulations of the locations in which the Company operates. Violations of such laws may have serious consequences for the Company and any individuals concerned. Any known violation must be reported immediately to management.

16. Fair Dealing

The Company aims to succeed through fair and honest competition and not through unethical or illegal business practices. Each personnel should endeavour to deal fairly with the Company's contractors, suppliers, customers, and other employees.

17. Insider Trading

All personnel must observe the Company's *Trading Policy* at all times. In conjunction with the legal prohibition on dealing in the Company's securities when in possession of unpublished price sensitive information, the Company

has established specific time periods when directors, management and personnel are only permitted to buy and sell the Company's securities.

18. Responsibilities to Investors

The Company strives for full, fair, and accurate disclosure of financial and other information on a timely basis. Please refer to our *Continuous Disclosure Policy* and *Shareholder Communication Policy*.

19. Breaches of the Code of Conduct

Material breaches of this Code of Conduct must be reported to the Board or a committee of the Board.

Breaches of this Code of Conduct may lead to disciplinary action, including dismissal or legal action. The process for disciplinary action is outlined in Company policies and guidelines.

All personnel should note that breaches which constitute criminal conduct may also be punishable under legislation, and the matter may be referred to the relevant law enforcement authorities.

20. Reporting Matters of Concern

All personnel are encouraged to raise any matters of concern in good faith with their manager or with the Company Secretary, without fear of retribution and in compliance with the Company's *Whistleblower Policy*.

21. Monitoring and Review

The Board will monitor the content, effectiveness, and implementation of this Code of Conduct on a regular basis. Any updates or improvements identified will be addressed as soon as possible.

22. Related Documents

- a. TMT-COR-POL-000 Statement of Values
- b. TMT-COR-POL-002 Anti-Bribery and Corruption Policy
- c. TMT-COR-POL-003 Whistleblower Policy
- d. TMT-COR-POL-004 Continuous Disclosure Policy
- e. TMT-COR-POL-006 Trading Policy
- f. TMT-COR-POL-007 Shareholder Communication Policy
- g. TMT-COR-POL-014 Work Health and Safety Policy
- h. TMT-COR-POL-015 Bullying and Harassment Policy