



**SANDFIRE**  
RESOURCES NL

**Code Of Conduct**



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# A MESSAGE FROM OUR CEO

Sandfire Resources' vision is to be a sustainable, global mining company that operates in the upper quartile of global performance benchmarks. This means that we strive for excellence in everything that we do including the way we treat all people who work for us, care for the environment, ensure local communities prosper, and by how we conduct our business in a fair and ethical manner.

I am incredibly proud of the company Sandfire is today. As a team we work together to create value and I believe we attract the best people who are not afraid to challenge the status quo.

Our 'Don't Walk Past' philosophy epitomises the way we do things and I encourage you all to continue to live by this.

Sandfire started with humble beginnings as a junior explorer and from the discovery of our flagship DeGrussa copper mine through to now, we have prided ourselves on doing things right and never compromising on our values.

We are looking ahead to an exciting future with many fantastic opportunities. Wherever these opportunities take us, we will continue to operate and hold ourselves accountable to the high standards which make Sandfire what it is today. I am excited to be continuing this journey with you.



Karl Simich





# OUR VALUES



Our Code of Conduct is based on our values, which guide all who work for us in their day to day dealings with each other, competitors, customers and the community. These values are set out below.

## **Safety**

Act safely and with care for the environment

## **People**

Attract the best people and reward performance

## **Teamwork**

Encourage teamwork, respect and integrity

## **Communities**

Work with communities for mutual benefit

## **Improvement**

We value to strive for continuous improvement, technical excellence and innovation

## **Profitability**

Optimise profitability through effective operating practices and cost consciousness



# HOW TO USE THIS CODE OF CONDUCT

## ABOUT THIS CODE

Sandfire's Code of Conduct is based on our values and represents our commitment to conduct our business in accordance with those values. The Code outlines what we expect of everyone who undertakes work for us. We all have a part to play in ensuring our unique culture is reinforced and that our values are upheld.

This Code of Conduct cannot cover every scenario that may arise, nor describe every law and regulation or Sandfire policy. We expect that you will seek help and apply your own common sense if a situation arises which could potentially breach this code. Above all, we expect that you Don't Walk Past any behaviour you know or perceive is contrary to our values because the standard that you walk past is the standard you accept.

Sandfire is committed to full compliance with the law. In many cases, a breach of this code may also constitute a breach of the law. While we believe that the majority of issues or concerns that arise are not intentional, we take any potential breach of this code seriously and aim to ensure that we have sound systems in place to prevent issues from reoccurring.

## Who does it apply to?

The Code of Conduct applies to everyone who undertakes business with Sandfire including directors, employees, contractors and suppliers, no matter where the work is conducted. We expect that everyone adheres to it.

## Our expectations of you

We expect that everyone who works with us will have read and understood the Code before commencing with us. We will provide training on the Code and you should always feel comfortable in speaking up if there is something you do not understand or have concerns about.

We expect that all who work for us will be treated fairly and will demonstrate a high standard of behaviour.



## Expectation of those who supervise others

If you are in a leadership role, you have an additional duty of care to understand and reinforce the Code of Conduct through visible leadership.

We expect that you:

- Provide an inclusive workplace where employees feel comfortable raising concerns without fear of reprisal
- Reward employees for living our values
- Ensure your people understand the Code of Conduct
- Never dismiss or ignore a concern that is raised
- Ensure accountability if the Code of Conduct is not being followed.



## Compliance with the law

We expect that everyone who conducts work for Sandfire understands and complies with the laws and regulations that are appropriate to their job. Breaking the law of any country where we conduct business may lead to disciplinary measures as well as civil and criminal liability for Sandfire and the people involved.

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### EXAMPLES

**Q: What should I do if I find myself in a situation where the applicable laws are in contradiction to what Sandfire's Code of Conduct says?**

**A:** You should always follow the law and we encourage you to contact Sandfire's legal team for further clarification.

**Q: What do I do if I am in a situation where the local customs differ to what Sandfire's Code of Conduct states?**

**A:** We expect that Sandfire's values will be upheld at all times and that everyone will conduct themselves in accordance with Sandfire's values. If differences exist between local customs and the Code of Conduct your decision should be based on whichever sets the higher standard of behaviour.

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## Frequency of review

This Code of Conduct will be reviewed every two years, as well as when there is a significant change to the business.

## RAISING CONCERNS

### How to raise a concern

If you see something that makes you feel uncomfortable - **Don't Walk Past!** We all have a responsibility to voice our concerns if we suspect a decision or an action does not adhere to our Code or goes against our values. You do not need to be directly affected by an issue to raise it.

You can raise concerns to:

- Your senior manager
- A HR representative
- A member of the executive team
- A member of the legal or governance team
- Our whistle-blower helpline which provides anonymity and confidentiality

In using these avenues, we expect that reports should be made in good faith. This means that reports of concerns are sincere and made with honest intention, irrespective of the outcome. Reports that are made with the intention of harming or causing damage to a particular individual or group of individuals will be considered a breach of our Code.

### What we expect of those who you raise concerns to

We expect that those to whom you raise concerns will:

- Treat concerns seriously
- Respond promptly, professionally and by protecting confidentiality
- Seek advice from HR, legal or governance

### Retaliation against those who raise a concern

Sandfire prohibits retaliation against anyone who raises a concern. This applies to all forms of retaliation, including (but not limited to) verbal or physical threats, discipline, punishment, job or shift reassignment. Retaliation is a serious offence that can be grounds for dismissal.

If you feel that you have experienced retaliation as a result of raising a concern, you must report this immediately.

### EXAMPLE

**Q: A few months ago, I raised a concern to my area manager about the way a supervisor was treating one of the graduates. Their behaviour seemed demeaning and I felt that the graduate was being belittled. My area manager dismissed my concerns saying that the supervisor was a good guy and that I should stop stirring the pot. Since then, the behaviour of both my area manager and the supervisor towards me has soured. They stop talking whenever I come in the room and I have not been invited to a couple of meetings which were critical to my role. I am not sure if I am being paranoid but it seems to be related to the concern I raised. What should I do?**

**A:** If you feel you are being retaliated against you should report this to a neutral person within the business. There are multiple avenues for reporting and if you are still not comfortable reporting to someone internal you have the option to report to Sandfire's whistle-blower helpline.



## Reporting Potential Breaches

- Depending on their severity, some concerns can be addressed by managers who will provide guidance on the expected behaviour and address issues of code breaches on the spot.
- Concerns which cannot be dealt with at the manager level, or which require investigation to determine whether there has indeed been a breach, can be escalated to HR and/ or a member of Sandfire's General Management Team.
- Sandfire will strive to protect the identity of the person reporting the concern, and any others who are involved in the potential issue. Retaliation against those involved in reporting is prohibited and immediate action will be taken if it occurs.

## ETHICS HELPLINE

- Sandfire's whistle-blower helpline is an independent avenue which can be used to report breaches or to seek assistance if people do not feel comfortable using internal channels.
- The whistle-blower helpline is run by a third party and has 24 hour availability. It can be accessed via the website, email or by phone.
- Users of this service may choose to remain anonymous.
- This service is available to all people who work for Sandfire, including contractors and suppliers, without fear of reprisal.
- Details of the service are:
  - Secure email – [sandfire@stopline.com.au](mailto:sandfire@stopline.com.au)
  - Website – <http://sandfire.stoplinereport.com/>
  - Phone – 1300 30 45 50

## BREACHES OF THE CODE

### Investigations of breaches

- All potential breaches will be investigated to determine whether they can be substantiated.
- The HR team and/ or governance team will assemble an appropriate team to lead the investigation. The composition of the team will depend on the nature of the concern however, all investigations will be undertaken in a consistent and professional manner.

## Consequence for breaches

- Consequences for a breach of the Code of Conduct depend on the seriousness of the breach. Breaches may result in:
  - Discussions with managers about the expected behaviour
  - Verbal or written warning
  - Suspension
  - Dismissal
  - In the case where a breach of the code also breaks the law, the matter may be referred to the appropriate law enforcement agencies
  - Legal action may also be initiated.
- Disciplinary action may also arise if a person:
  - Urges another person to breach the Code of Conduct
  - Fails to address a suspected breach
  - Does not co-operate in investigations of potential breaches or purposely misleads the investigative team
  - Retaliates against another person who has raised a concerns or threatens someone who is going to raise a concern
  - Fails to demonstrate leadership in complying with the Code.

## Learning from potential and actual breaches

- All potential and substantiated breaches and how these were addressed will be recorded.
- Material breaches will be reported to the Board.
- Lessons learned from these issues should be factored into prevention of reoccurrence, whether through training or through strengthening governance systems.
- Senior management and the Board will be provided with reports of all investigations and use of the whistle-blower helpline. This will include the types of issues raised, where they arise, how they are resolved, and the numbers of warnings or dismissals.



# THE QUICK TEST

If you are in doubt about whether you should speak up, try the quick test.



Does it fit with our values?



Does it fit with my personal values?



Would I be comfortable if it was on the front page of the newspaper?



What advice would I give my partner, child or best friend?



Is it safe?



Is it legal and in accordance with our standards?



OUR PEOPLE  
AND COMMUNITIES



# SAFETY

We believe all workplace injuries can be prevented and we expect that everyone who works for us to uphold a proactive safety culture. This means that everyone actively supports, act and contributes to ensuring the safety and wellbeing of themselves and others.

The work we undertake at Sandfire is governed by safety legislation as well as Sandfire's safety management system, which is designed to prevent workplace related injuries and illnesses. We expect that you understand and follow relevant standards and procedures.

If you spot a hazard or an incident, we expect that you to report it immediately. We value a strong safety culture. It is through reporting and investigation that we can learn from incidents and prevent recurrences.

We expect managers to be accountable for implementation of safety standards and procedures, and for displaying visible leadership.

We also expect our suppliers and business partners to comply with our safety standards, or the applicable local legislation.



## ALWAYS

- Uphold Sandfire's safety value
- Comply with all applicable safety laws and Sandfire's policies
- Know the safety requirements and emergency procedures that apply to your workplace
- Identify, assess and manage hazards and critical risks
- Look out for each other
- Report all incidents and near misses in accordance with Sandfire's incident management processes
- Stop work immediately if you think it is unsafe
- Ask if you are unsure before starting or continuing work



## NEVER

- Perform work you are not qualified to do
- Ignore a safety issue, no matter how small it may seem
- Assume someone else will report a risk or concern

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### EXAMPLE

**Q:** I have just started onsite and I saw someone working on some equipment that was isolated but was not 'tagged out'. I'm not sure if I should say something as I am only new onsite.

**A:** We all have the authority and responsibility to stop any unsafe acts or conditions, so make sure you **Don't Walk Past** and alert your team member that equipment was not tagged out. It is important to identify and control hazardous situations in the workplace as soon as they arise. When working on plant or equipment it is important to ensure 'zero energy' and notify other personnel that work is being conducted by placing locks and the correct tags. Sandfire has specific isolation training and procedures.

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# HEALTH AND WELLBEING

We believe that there is more to ensuring our people's health and wellbeing than simply preventing injuries. We strive to create and maintain a safe and healthy working environment. We want all who work for us to return home fit and well and remain so during the course of their working lives.

We are governed by health legislation and have systems in place to eliminate health hazards. We expect that everyone follows relevant policies and procedures.

We actively support the promotion of a healthy life style and mental wellbeing.

We also understand that non-work related pressures and stresses can impact a person's wellbeing and we work to foster an environment where people feel supported.



## ALWAYS

- Uphold Sandfire's safety value
- Take responsibility for your own health and always wear required personal protective equipment and adhere to mandated work processes
- Take appropriate preventative measures to stop the spread of infectious diseases
- Reach out to Sandfire's Employee Assistance Provider if you require support



## NEVER

- Ignore a failure in controls
- Ignore your body if you are feeling mentally or physically unwell

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### EXAMPLE

**Q: I have noticed one of our team members is working really long hours as well as working from home. Lately, they have done a few things which are out of character and I am concerned for their mental wellbeing. I am not their supervisor so I'm not sure what I can do?**

**A:** We all have a responsibility to look out for each other, so **Don't Walk Past!** Ask your team member if they are OK and if there is anything they would like to talk about. Sandfire has fatigue management processes in place to ensure people are getting adequate rest, you may want to raise this with your manager or team leader to make sure they are aware of it so they can manage workload. You can also suggest your fellow team member contact our EAP who can assist with dealing with workplace stress.

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# EQUAL OPPORTUNITY AND NON-DISCRIMINATION

Sandfire is an equal opportunity employer committed to providing a workplace free from discrimination.

Hiring and promotion decisions are made on the basis of people's qualifications for the job, their performance and alignment to company values. We do not discriminate on the basis of race, religion, gender, sexual orientation, disability, age or marital status. Not only does this go against our values but can also be against the law.

We expect that all who work for us will treat each other with fairness and respect. Every person should feel they have the opportunity to realise their full potential and contribute to Sandfire's success.

All direct employees will be provided with EEO/anti-discrimination training. We expect that you will know what is required of you and that you and that you and your manager will have open and constructive performance discussions.



## ALWAYS

- Uphold Sandfire's 'teamwork' value and treat everyone with respect and integrity and our 'people' value by giving everyone a fair go
- Treat each other the way you expect to be treated
- Apply 'Don't Walk Past' and speak up if you see instances of discrimination
- Base hiring and promotion decisions on merit and performance



## NEVER

- Discriminate against anyone because of their age, gender, race, culture, religion, marital status, sexual orientation, mental or physical ability
- Display or share images or material which could be considered offensive such as sexually explicit material

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### EXAMPLE

**Q: I have an assignment that I am planning to give to a team member. If the team member performs well it is likely to lead to a promotion. I have two team members who would be suitable for the assignment. The first is Jill, a 40 year old single woman and the other is Kate, a 28 year old mother of three. The assignment may involve site travel. Should I automatically give the assignment to Jill as she will be more reliable as she doesn't have kids?**

**A:** No, making this assumption is a breach of the Code of Conduct and also unlawful discrimination. At Sandfire, we firmly believe that all employees should have an equal opportunity to development opportunities and promotions and all decisions should be based on merit, and not on their family situation. In this situation, we encourage you to have a discussion with your people in the first instance before making a decision.

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# BULLYING AND HARASSMENT

Bullying and harassment are unwelcome behaviours that a reasonable person would consider to be degrading, humiliating, discriminatory or intimidating. We expect that all who work for us treat each other with respect and courtesy, and this means bullying and harassment are not permitted.

We do not want anyone feeling uncomfortable at work and we hope that everyone experiences a positive working environment. If you believe you are being bullied or harassed we encourage you to respectfully ask the person who is triggering this feeling to stop. If you do not feel comfortable doing this, or previous attempts have been unsuccessful, you can speak to your manager, HR, a member of the General Management Team or with someone from Sandfire's ethics helpline.



## ALWAYS

- Uphold Sandfire's 'teamwork' value and treat everyone with respect and integrity
- Be considerate of others
- Speak and act respectfully towards everyone you work with
- Apply 'Don't Walk Past' and speak up if you see instances of bullying or harassment
- Be conscious of how joking behaviour can be construed



## NEVER

- Ostracise another team member by leaving them out
- Behave in a way that could be considered intimidating, discriminatory, humiliating or degrading to another person at work

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### EXAMPLE

**Q: Two of my employees, Caris and James, started at Sandfire as juniors at the same time. Caris's work has consistently been outstanding and due to this I selected her for a promotion. James came to me and said he was upset he wasn't considered as he felt he was also ready for a promotion. He seems to be taking out his frustration on Caris, referring to her in a number of derogatory terms. I found out he uploaded a Facebook status seemingly making fun of Caris' appearance and he refuses to acknowledge her in the workplace. Caris has mentioned to me that she can often hear James snigger with other team mates when she walks past. I don't believe this behaviour is acceptable and it's been detrimental to the team, what do I do?**

**A:** Address this behaviour immediately. This is workplace bullying which is unacceptable and can be grounds for disciplinary action. All employees have the right to work in an environment free from discrimination, bullying and harassment. Sandfire has processes in place to undertake disciplinary action. You should contact the HR team for advice on how to proceed.

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# FITNESS FOR WORK

We expect that you will come to work free from the influence of alcohol, illegal drugs and any medications that could impair your ability to execute your duties safely and healthily.

We have a zero tolerance policy to alcohol consumption at work or being under the influence of alcohol at work because of its impact to you and the safety of others. If you consume alcohol during working hours you must not return to work until the next work day or rostered period, or until you are fully fit for work.

We understand that there will be occasions where alcohol is served at work-related social gatherings and expect that people will enjoy themselves whilst behaving in a way that is respectful to themselves and to others.

We all have a duty of care to report any situations where a colleague is drunk or under the influence of illegal drugs.



## ALWAYS

- Uphold Sandfire's 'safety' value
- Turn up and finish work healthy
- Partake alcohol moderately if you have to work the next day
- Check to make sure people are OK
- Advise your supervisor of any medication you are taking which could impact on your fitness for work



## NEVER

- Come to work under the influence of alcohol or any illegal drug
- Drink to excess at social events
- Ignore substance abuses

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### EXAMPLE

**Q: We exceeded our team's targets for the quarter and we are going to the wet mess to celebrate tonight. A couple of the guys have been joking about nine before nine meaning that we can have nine drinks before 9 o'clock and not blow numbers in the morning. Is this right?**

**A:** You should be mindful about your consumption of alcohol and ensure it is in moderation. We expect you will maintain a responsible level of behaviour and respect for others as well as considering your personal reputation.  
You should also be aware that excess alcohol consumption can cause long term effects on your health. Most public health guidelines recommend two to four standard drinks on any given day to reduce the risk of alcohol related disease or injury.

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# RESPECTING HUMAN RIGHTS

At Sandfire, we support and respect the protection of basic human rights. We expect that everyone who works for us will respect the rights of fellow employees and the communities in which we operate.

Respect of human rights is integrated into Sandfire's policies which seek to promote diversity and inclusion, equal opportunity and non-discrimination, provide safe work environments and to respectfully engage with the community. We will continue to ensure consideration for human rights is integral to decision-making process.

We respect the right to freedom of association and collective bargaining, the right to equal remuneration for equal work, and we take a zero tolerance stance on forced labour, child labour and unfair discrimination.



## ALWAYS

- Uphold our 'communities' and 'people' values
- Report any suspected human rights abuse in our operations or those of a business partner



## NEVER

- Agree to any action that may result in adverse impacts on the labour or human rights of fellow employees, local community or other stakeholders

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### EXAMPLE

**Q: We have a diverse team on site. A couple of the guys have a bit of banter and refer to some of the other guys as 'towel heads' and tell them to 'row your canoe back home'. They say it in a joking manner but I am not sure it's appropriate. I raised it with one of the guys and was told that it was just part and parcel of a knockabout workplace and to lighten up.**

**A: Don't Walk Past!** You are right to feel that something is not right as this behaviour may constitute racial discrimination and if it continues and is targeted at a particular racial or ethnic group. It may also be perceived as bullying. These are examples of not respecting human rights. Sandfire values a diverse workforce and maintains that all employees should be treated with dignity and respect. Racial comments are not tolerated. If you feel comfortable, try having another chat with your team and explain why it might not be taken as a joke. If this doesn't work, you can raise the issue with your manager, HR or contact the Sandfire helpline.

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# COMMUNITY ENGAGEMENT AND DEVELOPMENT

We want to make a positive and long lasting contribution to the communities in which we operate. Our goal is for communities to be better off after we leave and we seek to avoid creating financial dependency or taking on the role of government.

We are committed to obtaining and maintaining a social licence to operate. A social licence to operate is the recognition and acceptance of our contribution to community. We understand that this is granted through relationships based on honesty and mutual respect.

We respect the diversity, heritage and culture of Indigenous people and we acknowledge their unique connection to country. We are committed to engaging with the Traditional Owners of the land where we operate or explore.

Donations and community development projects should be transparent and in accordance with our guidelines. We expect that you seek approval before you make any commitments to community members.

We expect that everyone who works for us will engage with stakeholders with respect and will report any issues or concerns raised by members of community.



## ALWAYS

- Uphold our 'communities' value
- Work to the benefit of local communities
- Respect local traditions and interests
- Engage respectfully and openly
- Seek to understand the concerns of stakeholders
- Report and investigate community concerns and provide timely feedback to community members



## NEVER

- Offer, promise or participate in a community development project which could inappropriately influence anyone
- Take the place of government in development initiatives
- Make commitments to communities without being authorised to do so

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### EXAMPLE

**Q: I have been engaging with a local community group and believe we have a great relationship. I really want to do help them out however I can. Last week, the group's leader asked if we could do anything about the state of the roads in the town. Apparently they have asked the local authority to help but have not had any success. I agree, the roads are in disrepair and it's potentially unsafe. I want to help and we have a civil contractor who could do the work. Can I organise for them to do it?**

**A:** You must be conscious of what help is offered to community and whether this takes the role of government. This may create financial dependency and it also undermines the authority of government. In the long term, providing this sort of assistance will not benefit the community. Another avenue you may be able to explore is to also contact the local authority as well as assist community in following processes set by the authority. This will upskill them and ensure they have the capacity to deal with issues such as this in the future.

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# PRIVACY AND PERSONAL INFORMATION

We respect the privacy of individuals and comply with all applicable laws on collection, use, retention, transfer and deletion of personal information.

Personal information means information that could be used to identify an individual, either from that information alone or in combination with other information which is likely to come into the possession of Sandfire.

We expect that you read and understand Sandfire's privacy policy and understand the procedures around personal information.

We may monitor employee use of information systems, and access to electronic systems. Information on our computers and within emails can be accessed for legal reasons and you should consider this before sending an email.



## ALWAYS

- Uphold our 'teamwork' value by respecting your workmate
- Understand what should be classified as personal data
- Manage personal data in accordance with our privacy policy



## NEVER

- Give out a co-workers personal details to anyone inside or outside of Sandfire
- Access personal information unless you have authorisation

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### EXAMPLE

**Q: One of our contractors wants to get hold of Rhiannon to ask her about some specifications but she is on break. She doesn't have a Sandfire mobile but I have her personal number. Can I give this to the contractor?**

**A:** No, you must never give out personal information to another person unless given permission to do so. If the matter really cannot wait until Rhiannon is back on site, you can contact her and ask her to call the contractor.

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OPERATING  
RESPONSIBLY

# ENVIRONMENT

We are committed to environmentally responsible management of our facilities and activities. We seek to minimise our impact on the environment by integrating environmental considerations into our exploration, development, operation, mine closure and rehabilitation.

We recognise the complex global challenge posed by climate change and acknowledge we have a responsibility to minimise our emissions and build our resilience to physical climate-related impacts.

We are unwavering in our commitment to be open and transparent about our progress towards sustainable development. We expect everyone who works for us will use natural resources, such as water and energy, sparingly and will actively minimise waste. It is up to all of us to protect these shared resources for the benefit of current and future generations.

We encourage you to find a way to minimise impacts to the environment in the work that you do and welcome innovative ideas to do things better.



## ALWAYS

- Uphold our 'safety' value and act with care for the environment, our 'community' value by respecting the environment as a share resource and our 'improvement' value for looking for ways to minimise impacts
- Work together to avoid or minimise potential environmental impacts
- Report all incidents and hazards
- Use resources sparingly
- Minimise consumption and waste
- Consider the environmental impact of your decision or activity



## NEVER

- Ignore a potential or actual environmental impact
- Unnecessarily waste precious natural resources

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### EXAMPLE

**Q: I am a little concerned about the company that looks after our environmental waste disposal. They seem to be performing OK and are meeting the obligation of the contract to remove waste from site but I have heard rumours that they often take shortcuts and do not have regard for meeting environmental regulations. What should I do?**

**A:** We are committed to caring for the environment and we expect that our contractors will uphold the same values as us. If you are concerned that this contractor is not operating responsibly Don't Walk Past! Seek to address it with them directly. You should ensure the contract set outs the requirements for disposal, for example at a licenced disposal centre and you may ask for evidence which shows that waste has been disposed of correctly.

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# POLITICAL DONATIONS AND LOBBYING

As a company, we do not provide donations to political parties, politicians, elected officials or candidates for public office in any circumstance or in any country.

From time to time, we may engage in public debate on policy or express our views to government on topics and issues which may impact our interests. This will be done openly and transparently.

We respect each individual's right to participate in democratic processes. However, we expect that participation in political activities or pursuits will be done in your own time and at your own expense.



## ALWAYS

- Uphold our 'communities' value by being open and transparent
- Remember if you are speaking as a representative of Sandfire you must be authorised to do so
- Seek guidance from the CEO or Company Secretary if you are asked to attend a function as a Sandfire representative that is sponsored or associated with a political party



## NEVER

- Pay donations, or anything that can be construed as a donation, to political parties
- Use Sandfire's property or assets for political reasons
- Never offer personal opinions on political policy that could be mistaken for Sandfire's views

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### EXAMPLE

**Q: I have been asked to comment on behalf of Sandfire on a government policy that affects the company and the mining industry. This policy is within my area of expertise. What should I do?**

**A:** As this request is asking you to be a representative of the company, it's important that you get authorisation from the CEO or Company Secretary first and that you faithfully represent the interests of the company if you do provide a comment.

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# ACCEPTING GIFTS, HOSPITALITY AND ENTERTAINMENT

Gifts, hospitality and entertainment can provide valuable opportunities for networking however it is important that there is transparency around acceptance of these benefits in a work context. Accepting or providing gifts should not sway business decisions and should be given only to show appreciation.

Any offer or acceptance of gifts should not be done in secret. Gifts, hospitality and entertainment should not be excessive in value. Problems can occur if people in the workplace think others are getting special treatment by receiving benefits. To avoid this, we ask that people are open about the gifts they receive or entertainment they are offered and also seek opportunities for them to be shared.



## ALWAYS

- Uphold our 'communities' value by being open and transparent and 'teamwork' by being fair
- Communicate any potential conflict of interest that may arise
- Report to management any gift you are offered over the value of \$300
- Ensure the benefit is fair and doesn't just go to superiors where possible
- If you are giving a gift or paying for entertainment, consider the economic situation of the person you are offering a gift to and consider whether it could be deemed extravagant or potentially as a bribe
- Refer to Sandfire's stance on anti-bribery and anti-corruption



## NEVER

- Let receipt of gifts or entertainment sway business decisions
- Accept things that don't seem right
- Offer gifts in secret
- Offer money as a gift
- Offer gifts at any time during a tender or procurement stage

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### EXAMPLE

**Q:** I manage one of our major contracts on site and my team and I have been invited to attend their corporate box for the football as their guest. Is this OK?

**A:** Yes, Sandfire accepts that gifts of entertainment in the course of business allow for networking opportunities. We ask that you let your manager know of the offer and complete a Conflict of Interest form.

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# BRIBERY, CORRUPTION AND FACILITATION PAYMENTS

Bribery means the offer, payment or provision of a benefit to someone to influence the performance of a person or to encourage misuse of their authority in order to gain an illicit advantage. A benefit does not necessarily mean money, and can take the form of offers of gifts and hospitality if these are not properly disclosed.

Corruption is when the benefit is to a government official. This undermines democracy and the rule of law. Along with bribery, it is a criminal offence. Sandfire takes this very seriously and prohibits its people being involved in bribery or corruption. Even the hint of being involved in bribery or corruption could damage our reputation.

Facilitation payments, colloquially known as 'grease payments' are minor, unofficial payments made to secure or expedite a routine government action by a government official or employee. We treat these as another form of bribery and are therefore prohibited.

We expect that you do not pay or receive bribes, facilitation payments or offer or promise to provide a benefit to a government official or any other person.

We expect that any requests for bribes or facilitation payments are reported to your supervisor or manager immediately.



## ALWAYS

- Uphold our 'communities' value by being open and transparent
- Say no! Resist paying a bribe if it is safe to do so
- Be aware of anti-bribery and anti corruption laws
- Document all arrangements
- Record all transactions accurately and in reasonable detail
- Know who you are doing business with
- Seek advice if unsure



## NEVER

- Put yourself in a situation where is likely to take place
- Offer or accept bribes

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### EXAMPLE

**Q: A government official told me that I would get priority service for a permit Sandfire is submitting if I paid a processing fee. This doesn't seem to be an official fee but he said if we paid it she would ensure our application would be approved.**

**A:** You must not pay a processing fee. This may be considered a facilitation payment and must be reported. You should contact Sandfire's general counsel for advice on how to proceed.

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# CONFLICT OF INTEREST

Conflict of interest exists where there are competing professional and personal interests which could compromise impartial, professional and fair decision-making. This can occur when a personal relationship exists with a third party who provides goods or services to Sandfire or with a person you are responsible for supervising or hiring.

We understand that conflicts of interest are likely to arise from time to time. Of themselves they do not constitute a breach of this Code, as long as they are properly disclosed. We expect that you notify your supervisor or someone from management if you perceive you have a real or potential conflict of interest. If a conflict is substantiated your manager will organise for someone else to be assigned to the task or decision making process.



## ALWAYS

- Uphold our value of 'people' by being open and transparent
- Discuss a potential conflict of interest with your manager
- Ask to be removed from the decision making process if there is a conflict of interest
- Disclose to your manager any romantic interest that could be perceived to create a conflict of interest
- Take all disclosure of potential conflicts of interest reported to you seriously and seek ways to remedy



## NEVER

- Conceal a possible conflict of interest

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### EXAMPLE

**Q: My manager asked me to be part of the tender evaluation team for a new contractor on site. My mate works for one of the companies who is tendering and said that she will take me out for dinner if her company is successful. I am sure it was just an offhand remark but it made me feel uncomfortable. I have told her it was inappropriate but should I disclose this to my manager?**

**A:** Yes, you should raise this with your manager and ask to be removed from the tender evaluation team. Although you may be able to exercise independent judgement, a perception of a conflict may have been created and will look to other tenderers that your mates company has an unfair advantage. You should also immediately disclose the details of you conflict of interest.

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# INSIDER TRADING

Insider information refers to price sensitive information about a company that is not available to the market and if it were known has the potential to influence investment decisions and can have a significant effect on a company's share price. It is illegal to deal in Sandfire or third-party securities or shares on the basis of inside information or to encourage others to do so.

From time to time you may learn information about Sandfire, or companies Sandfire deals with, before the information is made public. This information could influence anyone looking to invest in Sandfire shares or securities. We expect that you never use this information for personal benefit or share this information with others for the same purpose.

Possible inside information includes:

- Sandfire's performance against production guidance and budgets
- Entry into or termination of significant contracts
- Details of mergers, acquisitions and JVs
- Details of discoveries of ore bodies or amendments to our existing ore bodies



## ALWAYS

- Uphold our value of 'profitability' by protecting Sandfire
- Maintain confidentiality
- Seek advice from Corporate Governance if you have any doubts



## NEVER

- Tell your friends or family about inside information unless it authorised to do so

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### EXAMPLE

**Q:** I just found out Sandfire has entered into a joint venture with a junior explorer. Their share price is pretty low and I think that once it is announced their share price will go up. Can I give my brother a tip to buy shares?

**A:** No, you must not disclose any confidential information that you become aware of in the course of your work.

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# FRAUD

Fraud is the intentional act of deception for personal gain and it includes falsifying records, being credited with accomplishments or qualities that have not been earned, engaging in fraudulent relationships with vendors/contractors to receive kickbacks.

We expect that everyone behaves ethically and does not participate in fraudulent activities.



## ALWAYS

- Uphold our value of 'profitability' and use Sandfire's assets and resources for business purposes only
- Consider whistleblowing responsibilities if you suspect fraud
- Ensure sound accounting principles are followed



## NEVER

- Participate in fraud
- Falsify documents
- Copy work and pass off as your own

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### EXAMPLE

**Q:** Sarah, one of my direct reports, recently went interstate for a work conference. She has submitted an expense claim for entertainment whilst she was away. There is some dinners which she doesn't have the receipt for and I am concerned as these look to be quite expensive and above what would be considered reasonable. What do I do?

**A:** Attempts to falsify records for personal gain could be considered fraud and must be taken seriously. You are within your rights to reject the expense claim unless a receipt can be produced or she can justify the amount that was spent.

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# ANTI-COMPETITION AND ANTI-TRUST

Competition laws, also known as anti-trust or anti-monopoly laws are designed to prohibit practices such as price fixing, market sharing, and bid rigging which can restrict free and fair competition. Sandfire is committed to full compliance with competition laws in all places we do business.

We expect that all who work for us conduct themselves in a manner which does not breach competition laws. Breaching competition laws is considered serious misconduct and can lead to disciplinary action and, potentially, termination of employment. Breach of these laws can also result in serious consequences for Sandfire and the employees involved, including fines and even imprisonment.

From time to time, you may find yourself in a situation where you are engaging with a third party where the nature of the relationship could be considered either a competitive or a supplier relationship. This is a natural part of business and can take place as informal or formal meetings. In these dealings, we ask that you are mindful of the information you disclose and careful not to ever discuss or communicate about the commercial positions or practices of Sandfire or the company you are dealing with in any setting.



## ALWAYS

- Uphold our profitability value and keep prices of respective products confidential, this includes past, current and future prices
- Maintain confidentiality over commercially and competitively sensitive information



## NEVER

- Discuss the cost of production or profit margins
- Discuss the price paid or terms and conditions for procurement of goods and services
- Make public announcements about future course of Sandfire's prices or terms and conditions of sale

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### EXAMPLE

**Q: I represent Sandfire on a trade association which involves competitors. As part of this membership I participate in formal meetings on a quarterly basis and we often have dinners afterwards. At a dinner I recently attended, one of our competitors asked me some probing questions about the price we get from our underground mining contractor and our terms and conditions. I was able to deflect the questions and change the subject however, unsure what I should do the next time I see this person.**

**A:** You were right to stop the conversation. Discussing prices that Sandfire receives for our goods and services can raise competition law concerns. If you find yourself in this situation again, immediately stop the conversation and make it clear you are not comfortable. If you need to, walk away. You will also need to report the incident to Sandfire's legal counsel immediately.

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# RELATIONSHIPS WITH CONTRACTORS AND SUPPLIERS

Contractors and suppliers are integral to the success of Sandfire's business. We rely on them to provide key services and goods and seek to foster good working relationships. We expect that contracting personnel will be treated with the same respect afforded to Sandfire employees as we seek to create a workplace where everyone feels welcome.

We take great care to uphold a fair and equitable procurement process. We expect that our suppliers will be informed of our expectations and standards and the requirements which are applicable to them so they can do the work we have engaged them to do.

We take care when selecting suppliers, as their actions can impact on Sandfire. Therefore, we expect that you will select suppliers who uphold lawful business practices, provide a safe and healthy workplace, minimise their impact on the environment and respect the rights of their employees and community.

If you are responsible for managing a contractor or supplier, we expect that you pay attention to ensuring Sandfire is receiving the best value for the price paid and you are comfortable with their ability to perform the contract. If there are any concerns we expect that you ensure these are addressed immediately and we will provide the support you require.



## ALWAYS

- Ensure that contractor personnel are treated the same as any employee
- Ensure the contractors and suppliers you are responsible for understand Sandfire's policies and procedures
- Seek to obtain a competitive bid or price
- Verify that invoices clearly and fairly represent the goods and services provided
- Conduct regular reviews of performance



## NEVER

- Ignore any behaviour that goes against our values and Code
- Disregard any safety concerns of a contractor

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### EXAMPLE

**Q: The contract I manage has a number of younger female employees working for them. When I do inspections of the contractor's worksite, I have noticed Henry, the new contract supervisor, often makes comments on the female workers appearances, calls them "babe", and asks questions of an overly personal and sexual nature. He believes this type of behaviour fosters friendship amongst his team. However, I have noticed it is making people uncomfortable. As the manager of the contract, what can I do?**

**A: Don't Walk Past!** The behaviour displayed by Henry is inappropriate and constitutes sexual harassment in the workplace. This is not acceptable behaviour for anyone who works for us. We expect that everyone should act in a mutually respectful manner and we want all people who work for us to feel comfortable coming to work. You must correct Henry and make it clear that this will not be tolerated. If the behaviour continues, you can report this to the contractor manager and ask that it be remediated immediately to prevent further action being taken.

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PROTECTING COMPANY  
RESOURCES AND REPUTATION

# PROPERTY AND ASSETS

Sandfire makes a significant effort to ensure we have the right property and assets to enable people to undertake their work safely and effectively. We expect that everyone will use Sandfire's resources wisely and protect the value of Sandfire's property as if it were their own. We ask that everyone uses Sandfire property and assets for their intended use.

We expect that people will be cost-conscious and when making a purchase for a business related expense, making the decision as if it was your own money you were spending.



## ALWAYS

- Uphold our profitability value and use property and assets for the purpose they were intended
- Treat Sandfire's property and resources as if they were your own
- Exercise discipline in decisions on business related expenditure



## NEVER

- Steal, damage, misuse or waste Sandfire's assets
- Use computers, email, company phones, vehicles for excessive personal use or use that will interfere with your work

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### EXAMPLE

**Q: Our survey drone has broken down on site, I can get a new model or I can get this one repaired. The equipment is still fit for purpose but one of my team mates just said it will be easier to go ahead and order the new one as Sandfire has enough money to pay for it. What should I do?**

**A:** We expect that everyone who works for us will make purchases and take care of property as if it were their own. It is up to all of us to practice cost consciousness and you should take the time to remind your team mate of Sandfire's values. In this situation, it may seem like it will take less time to order a new one but this is wasteful behaviour, both because of the additional money being spent but also because the old piece of equipment will then need to be disposed of.

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# CYBER SECURITY

Sandfire takes measures to raise our employees' cyber security awareness and to protect our information systems and data.

Computer hardware, software and data stored on Sandfire's information technology systems is ultimately the property of Sandfire. It is up to all of us to protect this information technology (IT) and data.

We expect that everyone will use IT in a responsible manner and protect against unauthorised access, theft, damage and loss. By doing this, we can all ensure we limit our exposure to risks of virus attacks and security breaches.

We are happy for some personal use of Sandfire IT where it does not interfere with your work. Please be aware that your use of IT may be monitored and inappropriate use is not accepted.



## ALWAYS

- Uphold our 'profitability' value and take care of hardware, software and data you are responsible for and advise if yours is lost or stolen
- Observe processes in place to prevent unauthorised access to data
- Use caution when opening emails or clicking on links from unknown senders



## NEVER

- Give anyone your password
- Install software or connect hardware without licence or authorisation
- Download or forward Sandfire's confidential or commercially sensitive information to personal hardware or devices

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### EXAMPLE

**Q: I received an email to my work address from someone claiming to be from the Australian Tax Office (ATO) asking me to update my employment record by following a link. The email has the ATO's logo but the email address looks strange and I have never received an email from them in this manner before. What should I do?**

**A:** This could be a phishing email with the purpose of trying to obtain information such as passwords and credit card numbers. By clicking on this link can compromise Sandfire's IT system leaving it exposed to hacking. These types of emails are becoming more and more sophisticated so we ask that you remain vigilant when receiving one that may seem unusual. If you are unsure, forward a copy of the email to Sandfire's IT department.

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# COMMUNICATING EXTERNALLY AND ACTING AS A COMPANY REPRESENTATIVE

From time to time, our people may be asked to make public disclosures on behalf of the company. These disclosures may come in the form of:

- Regulatory filings, such as annual reports and announcements
- Interviews, speeches, articles and reports
- Information contained on Sandfire's website and other forms of communication

As a publically listed company, Sandfire is subject to listing rules which require us to provide timely, accurate, consistent, complete and fair disclosure. This enables our shareholders to make informed decisions. To comply with our obligations, we will immediately release through the appropriate exchange any information on major developments which could reasonably be expected to have an effect on the share price or which could be used as part of the basis for making investment decisions. Sandfire has appointed authorised representatives to make these disclosures. If you are nominated you can expect to receive appropriate training and further detail on your duties.

You may be asked to provide an interview or comment to the media or other third party in the course of your work. We ask that any requests to provide comment on behalf of the company are first cleared with Sandfire's General Management Team (GMT). You will need to provide the detail of the questions you have been asked and background on the purpose of the disclosure. If you are responding to media, this will need to be cleared with the GMT first and you may need to seek guidance from Sandfire's public relations advisor.

We support our people presenting at events and believe this is a great opportunity for you to network, showcase your skills and develop yourself. We expect that you will do so in a professional manner. We expect that everyone who works for Sandfire will uphold its good name and reputation and will speak positively about Sandfire when asked by family, friends and other contacts.





### ALWAYS

- Uphold our 'communities' value by ensuring public communication is complete, fair, accurate, timely and clear
- Seek permission from Sandfire's CEO or Company Secretary if you are asked to respond on behalf of Sandfire
- Ensure public communication is complete, fair, accurate, timely and clear
- Obtain authorisation before releasing any information publically
- Advise your manager if you have been asked to speak at an external event on behalf of Sandfire



### NEVER

- Disclose information to the public, including the media and investment community, unless you are authorised to do so
- Conceal facts that may be relevant to a disclosure
- Divulge confidential information unless you are authorised to do so

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#### EXAMPLE

**Q: I have been asked by a journalist who works for an online news publication whether someone from Sandfire could comment on a recent discovery that we announced last week. I was part of the team that made the discovery so I do know quite a bit about it. Should I speak with them?**

**A:** You must pass this request on to Sandfire's GMT. A member of the CEO or Company Secretary will direct you to the person who is most appropriate to respond. In most cases, this person is Sandfire's CEO unless otherwise directed.

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