

## Code of Conduct

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### Purpose

The purpose of this Code of Conduct is to provide a framework for decisions and actions in relation to ethical conduct in employment. It underpins the Company's commitment to integrity and fair dealing in its business affairs and to a duty of care to all employees, clients and stakeholders. The document sets out the principles covering appropriate conduct in a variety of contexts and outlines the minimum standard of behaviour expected from employees.

This Code of Conduct aligns with the Company's Statement of Values:

- Conduct ourselves with fairness, integrity, honesty and transparency.
- Ensure an enjoyable, vibrant, respectful, safe and rewarding workplace encouraging high business standards, professional excellence, innovation, teamwork and diversity.
- Enrich the communities in which we work through social engagement as well as ensuring that high safety and environmental standards are adhered to.
- Engage with all employees, clients and stakeholders in a respectful, ethical, courteous and professional manner which meets legal requirements, regulatory standards and community expectations.

Refer also to the Company's Anti-bribery, Corruption and Fraud Policy.

### Integrity

To act with integrity at all times, and towards each other, our customers, our suppliers and our shareholders, we must:

- act honestly and within the spirit as well as the letter of the law.
- obey the law and not take any action or inaction that will or could result in the breach of any law.
- respect the rights and freedoms of each other and not discriminate on the basis of age, sex, race, religion, sexual orientation, political opinion or other personal differences.
- treat our work colleagues, our customers and shareholders with courtesy and respect.
- not disclose any confidential information of ADX, its customers, suppliers or other parties without proper authorisation.
- deal with our customers, suppliers, shareholders and any other parties honestly, fairly and at arms length, and otherwise avoid the possibility of actual or perceived conflicts of interest.
- follow ADX's internal policies, including corporate governance policies.
- not permit our own personal and/or business and/or financial interests to conflict with our duties to ADX.
- encourage and foster a culture that recognises the importance of professional ethics.

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### Excellence

To achieve excellence in everything we do, we must:

- work to the highest standard;
- be constantly challenged and challenge each other to continue to drive improvement in our work;
- strive to achieve a vibrant and rewarding work environment;
- take ownership of every task or duty we undertake;
- take responsibility for our own actions;
- optimize processes; and
- encourage, maintain and foster a culture that strives for, and rewards, excellence.

### Commercial Discipline

In applying commercial discipline in all our work practices we must:

- measure our success in terms of increasing shareholder value;
- appropriately manage risk; and
- apply sound principles of financial and business management.

### 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.

1. 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; and

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- (vii) offer of an inducement.
- 2. 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.
- 3. 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.
- 4. You must not submit or accept any bribe, or other improper inducement. Any such inducements are to be reported in accordance with Company's Anti-bribery, Corruption and Fraud Policy.

### Occupational Health and Safety

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

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

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

### Use of Company Resources

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

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

Employees 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.

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### **Security of information and Intellectual Property / Copyright**

Employees are to make sure that confidential and sensitive information cannot be accessed by unauthorised persons. Sensitive material should be securely stored overnight or when unattended. Employees 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.

Intellectual property includes the rights relating to 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 employees in the course of their employment unless a specific prior agreement has been made. Employees must obtain written permission to use any such intellectual property from the Managing Director or Company Secretary before making any use of that property for purposes other than as required in their role as employee.

### **Insider Trading**

All employees must observe the Company's

"Trading Policy". 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 employees are permitted to buy and sell the Company's securities.

### **Public and Media Comment**

- (a) Individuals have a right to give their opinions on political and social issues in their private capacity as members of the community.
- (b) Employees must not make official comment on matters relating to the Company unless they are:
  - authorised to do so by the Managing Director/CEO or Chairman or Company Secretary; or
  - giving evidence in court; or
  - otherwise authorised or required to by law.
- (c) Employees must not release unpublished or privileged information unless they have the written authority to do so from the Managing Director/CEO or Chairman or Company Secretary.
- (d) The above restrictions apply except where prohibited by law, for example in relation to "whistleblowing".

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### Reporting Wrongdoing

ADX is committed to ensuring that the conduct and behaviour of its employees, executives and directors is in accordance with the key values described above. ADX employees, executives and directors are all required to report any circumstance where they have reasonable grounds for suspecting, and a genuine belief of wrongdoing involving possible:

- fraud;
- corruption;
- breaches of ADX's internal policies, including corporate governance policies (which include this Code of Conduct); or
- breaches of the law.

Refer to the Company's Anti-bribery, Corruption and Fraud Policy.

Any such occurrences must be reported to the Company Secretary, Managing Director/CEO or Chair.

ADX recognises that its employees, executives and directors must be provided with a work environment in which they feel safe and secure about reporting any such occurrence. Accordingly, ADX is committed to encouraging, maintaining and fostering a culture in which its employees, executives and directors feel that they may report any such instances where they have reasonable grounds, and a genuine belief, that there may have been wrongdoing without fear of reprisal, harassment, discrimination, victimization or future career bias.

### Breaches of this Code of Conduct

Employees should note that breaches of certain sections of this Code of Conduct may be punishable under legislation.

Breaches of this Code of Conduct may lead to disciplinary action. The process for disciplinary action is outlined in Company policies and guidelines, relevant industrial awards and/or employment agreements.

### Reporting Matters of Concern

Anyone who believes that a violation of this Policy has been committed, is being committed, or is being planned, should report the matter immediately to the Company Secretary or Managing Director/CEO or use the procedure set out in the Company's Whistleblower Policy. A copy of ADX's Whistleblower Policy can be found on the Company's website or obtained from the Company Secretary.

If anyone is unsure whether a particular act constitutes a breach, or has any other queries, they should immediately ask the Company Secretary or Managing Director/CEO.

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### **Protection**

ADX prohibits retaliation against anyone reporting violations and suspected misconduct.

Employees are encouraged to raise any matters of concern in good faith with their manager or with the Managing Director/CEO, Chairman or Company Secretary, without fear of retribution.

### **Periodic Review**

This Policy will be reviewed every two years to ensure it operates effectively.

**Approved By:** Board of ADX Energy Ltd

**Last Updated:** 31 March 2021