

Anti-bribery and Corruption Policy

Introduction

Ramelius Resources Limited and its subsidiaries (“Ramelius”) are committed to complying with the laws and regulations that govern their operations and to acting in an ethical manner, consistent with the principles of honesty, fairness and respect.

Bribery and the related improper conduct referred to in this policy are serious criminal offences for both the Company and any individuals involved.

All of Ramelius’ directors, employees, contractors and other business partners must be aware of and comply with applicable anti-bribery and corruption laws and this policy. Non-compliance could expose Ramelius and its directors and employees to serious criminal and civil penalties and reputational damage.

Objectives

This policy aims to:

- Provide information and guidance to assist officers and employees to recognise and deal with bribery or similar improper conduct;
- Ensure officers and employees are aware of the need to comply with legislative requirements prohibiting bribery and corruption; and
- Ensure employees are aware of and understand their obligations in regard to prohibited bribery and similar improper conduct.

To meet this commitment, Ramelius, and anyone acting on its behalf, will:

- Not offer, pay, request or accept bribes or other prohibited payments in any form, directly or indirectly, to or from government officials, private company executives or any other individual or entity.
- Not engage in money laundering or approve any offers, or make, accept or request an irregular payment or other thing of value, to win business or influence a business decision in favour of Ramelius;
- Avoid the appearance of paying or receiving bribes through other means such as political donations or excessive entertainment, hospitality or gift giving.
- Maintain detailed and accurate books and records and internal controls.
- Maintain a system to prevent, detect and respond to misconduct, including training, audits and investigation and reporting procedures.
- Be vigilant and report any breaches of, or suspicious behaviour related to, this policy.

Framework and obligations

The legal framework governing bribery in Australia exists at both a federal (national) level, and at the level of each of Australia's six states and two territories

Australia's federal bribery laws generally deal with bribery connected with public officials, whereas its state and territory laws apply to both bribery of public officials, and private or commercial bribery. Federally, the key legislation is the Criminal Code Act 1995 (Cth) (Criminal Code). The Criminal Code contains provisions relating to, among other things, the bribery of foreign public officials and the bribery of Commonwealth public officials.

Generally, a bribe occurs where a person provides a benefit (meaning any form of advantage) to another person where that benefit is not legitimately due or is provided in dishonest circumstances, in order to influence that second person to do or not do something in respect of their official role or in respect of their business affairs.

Officers and employees of Ramelius are required to act at all times in good faith and in the best interests of Ramelius and its stakeholders. Accordingly, they must not engage in any act that may be construed as an act of bribery or related improper behaviour.

Substantial penalties may be imposed under law on individuals or companies that engage in bribery or related improper behaviour, including terms of imprisonment and/or the imposition of substantial fines.

Any officer or employee of Ramelius that is found to have engaged in an act of bribery or related improper behaviour may result in disciplinary action up to and including summary dismissal.

Any officer or employee who suspects that there has been an act of bribery or related improper behaviour should immediately report it to the Managing Director or Chair.

Mark Zeptner
Managing Director
October 2020

Responsible Officer

The Managing Director has full responsibility for this policy.

Revision Dates

This policy will be reviewed three years after the date of approval.