

LA SEGURIDAD



MMG code of conduct

Your guide to business integrity at MMG

Contents

Message from the CEO	1	Business resources and information	25
What is the MMG code of conduct	2	Protection and proper use of MMG assets and technology	
Who does the Code of Conduct apply to?		Privacy and use of knowledge and information	
Behaving in line with our values and the Code of Conduct		Fraud	
What is covered?		Record-keeping, financial controls and disclosures	
Code of conduct and people committee			
Sustainability and our code of conduct		Corporate Governance	30
Our people	6	Conflicts of interest	
Compliance with legal requirements and the code of conduct is your responsibility		Market disclosure and shareholder communication	
Compliance with the Law		Insider trading	
Responsibilities of supervisors and managers		Connected transactions	
Professional behaviour		Raising concerns and speaking up	36
What is unacceptable conduct?		Raising concerns internally	
Safety, security and health		Raising concerns with our external reporting service	
Diversity		Employee assistance program	
Stakeholder relations	14	Glossary of terms	40
Communities and environment			
Human rights			
External communication			
Government relations			
Supplier and business partner relations			
Competition and fair dealing			
Bribery and corruption			
Gifts, entertainment and online benefits register			
Prohibition on money laundering			
Trade issues			

Message from the CEO

At MMG, we mine for progress and have a Vision to create a leading international mining company for a low carbon future.

Our Code of Conduct is underpinned by our Values



We think
safety first



We respect
each other



We work
together



We do what
we say



We want to
be better

These Values, together with our Code of Conduct, set the standards of behaviour that we expect from all our people.

Our greatest asset is our reputation, so it is vital that we maintain high standards of integrity in everything we do. All our interactions and business dealings must be consistent with our Values and the principles set out in this Code of Conduct.

As a member of the International Council on Mining and Metals (ICMM), MMG operates in accordance with the requirements of the ten sustainable development principles – the first being to “Implement and maintain ethical business practices and sound systems of corporate governance”.

The Code of Conduct (and related policies, standards and frameworks) provide a guide to behaviour and practical steps to ensure we operate legally, ethically and with integrity. MMG is a corporate member of Transparency International Australia, and we have taken Transparency International's principles and tools into full account when developing our Code of Conduct.

Our Code of Conduct is supported by our policies, standards and frameworks and I encourage you to become familiar with these also.

Each of us is responsible for ensuring our behaviour is consistent with MMG's Values and Code of Conduct.



At all times please consider:

Have I done the right thing and is my behaviour consistent with MMG's Values and the Code of Conduct?

This handbook will help you understand how the Code of Conduct applies to you and your work at MMG. I encourage you to read this important document carefully. If you are not sure whether you are conducting yourself appropriately, you should raise any questions or concerns with your supervisor or manager.

Ivo Zhao
Chief Executive Officer

What is the MMG code of conduct?

Our Code of Conduct supports our Values of “We think Safety first, We respect each other, We work together, We do what we say, We want to be better” which form the basis of all of MMG’s business activities and relationships.

MMG People are expected to behave consistently with our Values.

Who does the Code of Conduct apply to?

The Code of Conduct applies to all MMG People across the world when working for or on behalf of MMG. Each supervisor and manager is responsible for ensuring that MMG People who report to them are aware of MMG’s policies, standards, frameworks and the Code of Conduct.

Additionally, our Supplier Code of Conduct sets out our minimum standards for all suppliers of goods or services to MMG.

Behaving in line with our values and the Code of Conduct

MMG Value	Right Behaviour	Wrong Behaviour
 We think safety first	 We behave safely at all times when performing our role and we always care about the safety of our colleagues.	 Ignoring or not reporting suspicious behaviour that could impact on the safety of you or others.
 We respect each other	 Understanding different cultural practices or customs in your working environment.	 Distributing or displaying any material that could be offensive to others.
 We work together	 Being considerate, respectful and consultative when working with colleagues.	 Ignoring and therefore condoning any form of bullying or harassment.
 We do what we say	 Ensuring communities are consulted on issues that affect them through the community relations representatives’ onsite.	 Ignoring procedures that protect the environment in which we operate.



What is covered?

This document is divided into the following sections:

Our conduct

Stakeholder relations

Business resources and information

Corporate governance

Raising concerns and speaking up

This Code of Conduct contains information on certain MMG policies, standards and frameworks as well as some examples of scenarios that may assist you to interpret the Code of Conduct while working with MMG. The information contained in this document is not exhaustive and further detail is provided in our policies, standards and frameworks.

If you do not understand anything in this document, or this document does not contain information you need, you should discuss the matter with your supervisor or manager or a representative from our Legal or Human Resources departments.

Code of conduct and people committee

MMG has a Code of Conduct and People Committee whose role is to ensure that the Code of Conduct remains relevant and is adhered to by all MMG People. The Committee’s responsibilities include:

- Raising awareness of the Code of Conduct and seeking input from the MMG business;
- To provide advice to MMG People, the MMG business and committees when questions or issues in relation to the Code of Conduct arise;
- Inform the Board through the Chief Executive Officer (or their delegate) of Code of Conduct issues;

- Reinforce our Values;
- Provide leadership and guidance to the business in relation to Human Rights (including Modern Slavery), business obligations under ICMM and Voluntary Principles Initiative (VPI) membership and the Australian Modern Slavery Act;
- Review the Code of Conduct and understand any relevant policies, standards and frameworks, and the documents mandated within them; and
- To recommend any changes and updates to the Code of Conduct and any relevant policies, standards and frameworks, and the documents mandated within them, to maintain or improve their effectiveness and appropriateness.

Sustainability and our code of conduct



MMG's Safety, Security, Health, Environment and Community (SSHEC) Policy and related standards support MMG's commitment to safety and health and to the responsible social, environmental and economic performance of our business. As a member of the International Council on Mining and Metals (ICMM), we align with the ICMM Mining Principles, and benchmark our performance against the ten principles through the ICMM Performance Expectations. The ICMM Mining Principles are:

- 1 Ethical Business:** Apply ethical business practices and sound systems of corporate governance and transparency to support sustainable development.
- 2 Decision-making:** Integrate sustainable development in corporate strategy and decision-making processes.
- 3 Human Rights:** Respect human rights and the interests, cultures, customs and values of employees and communities affected by our activities.
- 4 Risk Management:** Implement effective risk-management strategies and systems based on sound science, and which account for stakeholder perceptions of risk.
- 5 Health and Safety:** Pursue continual improvement in the health and safety performance with the ultimate goal of zero harm.
- 6 Environmental Performance:** Pursue continual improvement in environmental performance issues, such as water stewardship, energy use and climate change.
- 7 Conservation of Biodiversity:** Contribute to the conservation of biodiversity and integrated approaches to land-use planning.
- 8 Responsible Production:** Facilitate and support the knowledge-base and systems for responsible design, use, re-use, recycling and disposal of products containing metals and minerals.
- 9 Social Performance:** Pursue continual improvement in social performance and contribute to the social, economic and institutional development of host countries and communities.
- 10 Stakeholder Engagement:** Proactively engage key stakeholders on sustainable development challenges and opportunities in an open and transparent manner, effectively report and independently verify progress and performance.

MMG's Code of Conduct supports our alignment with these principles, specifically by guiding the behaviour and actions of MMG's People. The Code of Conduct seeks to ensure that MMG People display the highest ethical standards when conducting their roles.

For more information please refer to: MMG's annual Sustainability Report (mmg.com) and the MMG SSHEC Policy.



Our people

MMG's People are responsible for helping MMG achieve its Vision to build the world's most respected diversified base metals company. It is also very important that our employees seek and achieve personal development while working at MMG.



When you join or are engaged by MMG you are expected to adhere to the Code of Conduct and our policies, standards and frameworks, and you will be asked to affirm your commitment to the Code of Conduct.

In turn, MMG is committed to ensuring that all our employees are:

- employed under terms and conditions that are fair and as a minimum, meet all relevant legal requirements;
- provided with safe and healthy conditions of work and, where possible, are assisted to return to work following illness or injury;
- treated equitably in a workplace which values diversity and inclusion in terms of gender, age, cultural and ethnic background, religion, sexual orientation or disability;
- provided with a workplace which is free from harassment;
- provided with challenging and rewarding work;
- given access to information and knowledge needed to perform well;
- provided with training and development opportunities consistent with the needs of the business;
- involved in open communication and regular feedback on work performance and major changes;
- recognised when their actions support our Vision and Values; and
- confident to raise concerns which will be addressed in a timely and fair manner.

For more information please refer to:

People Policy



Compliance with legal requirements and the code of conduct is your responsibility

MMG is committed to building and maintaining a reputation for integrity, honesty and transparency. A high standard of ethical conduct is expected from all MMG People, regardless of their position within, or relationship with, MMG.

All MMG People must be aware of, understand and comply with the laws in which they operate, applicable International Standards, the Code of Conduct and the policies, standards and frameworks relevant to their roles at MMG.

It is a condition of your employment or engagement with MMG that you comply with all applicable laws, Code of Conduct and the policies, standards and frameworks relevant to your role at MMG.

If you do not comply with the law, Code of Conduct or the relevant policies, standards and frameworks, you may be subject to disciplinary action, which if the non-compliance is serious, may include dismissal or the termination of your association with MMG.

Our policies, standards and frameworks are available on our intranet, Magnet, or can be obtained from our Legal or Human Resources departments.

It is your responsibility to complete any training on the Code of Conduct and the policies, standards and frameworks that have been assigned to you.

What if you're unsure about the legal requirements?

Ignorance of applicable legal requirements and policies, standards and frameworks is not an excuse for non-compliance.

MMG expects you to be aware of, understand and comply with applicable laws of each country in which you conduct business for MMG. You are also expected to be familiar with and understand the legal and policy requirements relevant to your area of work. If you are unsure of any requirements speak to your supervisor or manager or contact a member of MMG's Legal department.

If you are unsure about the laws in the country you are travelling to or residing in, you should contact a member of MMG's Legal department prior to travelling.

If a local legal requirement is weaker than the Code of Conduct or the policies, standards and frameworks set by MMG, we expect you to follow the higher standard.

If a local law conflicts with the Code of Conduct or the policies, standards and frameworks set by MMG, you should seek advice from a member of MMG's Legal department on how to proceed.

For more information please refer to: Corporate Legal Compliance Standard.

Q	I will soon be working on a joint venture project in a country whose legal requirements and customs I am not familiar with. What should I do?
A	Speak to your supervisor or manager, or a member of the Human Resources or Legal departments, to better understand the country you will be working in. There may be different legal requirements and customs. You must comply with the legal requirements and respect the customs of the countries where you are working. However, a less stringent local law is not an excuse for breaching MMG's policies, standards and frameworks. If a local law is inconsistent with an MMG standard or framework, then you should report the inconsistency to a member of MMG's Legal department.

Responsibilities of supervisors and managers

Each supervisor or manager is responsible for ensuring that MMG People who report to them are aware of MMG's policies, standards and frameworks. They should ensure that new employees or contractors attend relevant training and awareness sessions to ensure that they understand MMG's policies, standards and frameworks.

Professional behaviour

You must maintain a high level of professional conduct and not engage in unacceptable conduct during the course of your work at MMG and in interactions with our stakeholders.

Professional conduct is working within the scope of your authority, acting in a business-like manner and setting a good example for others. Decision-making and behaviour consistent with the Code of Conduct and our policies, standards and frameworks, ensures a high level of professional conduct and will reflect favourably on you and MMG.

What is unacceptable conduct?

Unacceptable conduct includes conduct which:

- does not comply with legal requirements in any country in which MMG operates or conducts business;
- is dishonest, fraudulent or corrupt;
- is unethical or inappropriate, such as acts that do not conform with the Code of Conduct principles;
- is potentially damaging to MMG's business reputation or its 'social licence to operate';
- has the potential to cause injury to any person such as unsafe work practices;
- may cause financial loss or be otherwise detrimental to MMG's interests, such as using company resources for personal gain; or
- is contrary to MMG's policies, standards and frameworks.

Inappropriate behaviour is a broad concept and is assessed against not only legal standards, but against what is considered unacceptable according to the standards of the community. One way to evaluate whether your behaviour is "inappropriate" is to consider whether you would feel comfortable having your behaviour reported to your supervisor or manager, family and friends or reported on the front page of a local newspaper.

Right choice

- ✓ Ensuring you have read and understood MMG's policies, standards and frameworks relevant to your role at MMG.
- ✓ Abiding by the laws of the country you are working in and being aware of local customs.

Wrong choice

- ✗ Not being familiar with applicable MMG policies, standards and frameworks.
- ✗ Behaving in a way that could result in damage to MMG's reputation.

Q	I am travelling internationally for work but would like to take a week off to travel in the country I have been working? Is this appropriate?
A	Your work travel is your priority. You must consult your supervisor or manager to obtain approval before making your travel plans. Your supervisor or manager will consider your travel plans in accordance with MMG's policies, standards and frameworks.

Safety, security and health

wherever MMG conducts business, we are committed to protecting the health, safety, security and wellbeing of our People. MMG’s Safety, Security, Health, Environment and Community (SSHEC) Policy sets out the principles MMG will apply to support this commitment.

The SSHEC Policy and related standards define the minimum requirements for our People, in relation to safety, security and health obligations, including your responsibility for:

- maintaining a safe, secure and healthy workplace;
- reporting accidents, injuries, significant events and unsafe equipment, practices or conditions;
- seeking to prevent injury and ill health to our People; and
- ensuring you perform your work free of the influence of alcohol, illegal drugs or prohibited substances.

All of our People are responsible for maintaining a safe and healthy workplace and complying with MMG’s policies, and frameworks standards relevant to safety, security and health.

Q	I am attending a business dinner and alcohol is being served. Am I allowed to consume alcohol?
A	MMG requires all our People to have a blood alcohol content of 0.00 at work. If you are working or planning on returning to work (including to a site or an office) then you are not permitted to consume alcohol. If your function is outside working hours and you will not be returning to work you may choose to consume alcohol. However always ensure you drink responsibly.
Q	Some members of my team are starting to ignore safety measures to get the job done more quickly. I know that MMG is extremely serious about workplace safety but I don't want to upset my colleagues or my manager. What should I do?
A	Safety is a core value and MMG's safety procedures should always be followed. A breach of safety procedures places you and others at risk of injury. You should let your supervisor or manager know immediately of any breaches of safety procedures. If you are uncomfortable with raising your concerns with your immediate supervisor then you should approach the next level of management or the Human Resources department. Breaches of health and safety procedures can also be reported using MMG's Whistleblower Service, an independent service for reporting concerns.
Q	I have noticed that a colleague is consistently turning up to work late, smells of alcohol but is still conducting their work to an acceptable standard. Should I report this to someone?
A	Yes, we all have a responsibility to take appropriate action if we are concerned about someone's health and safety. You should report your observations to your supervisor or manager immediately.
Q	I injured myself at work but I don't want to report it because it will affect my team's good safety record. What should I do?
A	Injuries and incidents must always be reported immediately. MMG needs to know about work-related injuries to ensure you receive the appropriate medical treatment. We also need to understand the cause to take appropriate action to prevent the injury from happening again.
Q	I have noticed some items from our store have been going missing over a period of a few months. When in the changing rooms I noticed that some of the missing items were in one of my colleague's bags. What should I do?
A	You should report this to your supervisor or manager. While there may be a legitimate reason for your colleague having those items, it must be investigated.



Did you know?

MMG requires you to have a 0.00 illicit substance and Blood Alcohol Content (BAC) while at work. Disciplinary action will be taken if you test positive for illegal or prohibited substances.

Right choice

- ✓ Always present fit for work.
- ✓ Report all safety events and incidents.

Wrong choice

- ✗ Coming into work when you are unwell and cannot perform your job acceptably.
- ✗ Not reporting safety events or incidents you witness or are made aware of.

Diversity

MMG aims to create a workplace in which all our People are treated equitably, that values diversity and is inclusive of different genders, ages, cultures, ethnicities, religions, sexual orientations and disabilities.

MMG acknowledges the benefits of a workforce that includes a diverse range of people who have been recruited on the basis of merit and who possess a combination of abilities, aptitudes, skills, knowledge and potential.

MMG is committed to fostering and maintaining a work environment free from harassment and unlawful discrimination, and one that can provide opportunity and equitable treatment for all MMG People.

Unlawful discrimination, harassment and bullying are unacceptable and in breach of MMG's policies, standards and frameworks.

- Harassment is unwelcome, unsolicited and non-reciprocal behaviour. It involves the improper assumption of power, either personal or institutional, and may be sexual, religious or based on any other specific grounds. Harassment may take many forms such as verbal, written or physical. Harassment may arise from the behaviour of an individual or a group.

- Unlawful discrimination is treating someone differently and less favourably than others based on a ground, or attribute, that is not permitted under relevant legislation. These attributes can include sex, race, impairment or disability, age, political or religious beliefs.
- Bullying is repeated, unreasonable behaviour directed toward an individual or group of people that creates a risk to health and safety.

MMG will treat any complaint regarding alleged inequitable treatment seriously and in accordance with the principles set out in our policies, standards and frameworks, and supporting documents, such as the Equitable Treatment Procedure and Whistleblower Framework.

Unacceptable conduct can take many forms. The conduct may be intended, unintended, direct or indirect, and can be physical, verbal or written. For example, offensive or derogatory comments are unacceptable when written or spoken.

Case study

If you discover that a supplier is engaging in unacceptable conduct, such as exploiting an employee or failing to comply with MMG's policies, standards and frameworks, you must report this to your supervisor or manager, or a member of the Legal or Human Resources department.







The relevant MMG person will decide an appropriate course of action which may include, if the unacceptable conduct is serious, termination of their association with MMG.

Any person who becomes aware of unacceptable conduct that contravenes legal requirements or MMG's policies, standards and frameworks must report it through mechanisms set out in the section on raising concerns and speaking up.

Did you know?

Behaviour that constitutes bullying can include unfair and excessive criticism and publicly insulting another person.

Q	A contractor recently joined our team. I have noticed them making suggestive remarks to a colleague. My colleague has told me that this is making them feel uncomfortable. What should I do?
A	<p>This behaviour is unacceptable. Like employees, contractors are expected to abide by our Code of Conduct when working for MMG.</p> <p>You could talk to your colleague in private and explain this to them. Your colleague could tell the contractor that their behaviour is unacceptable, or your colleague can raise the matter with their supervisor or manager or a member of the Human Resources department.</p> <p>If your colleague is reluctant to take action, you could talk to your supervisor or manager. You can also refer them to MMG’s Employee Assistance Program (EAP), which is a free service designed to assist employees with personal and work-related issues.</p>
Q	My friend was unsuccessful in a job application for a vacant position in our team. They have extensive experience and relevant work-related skills and qualifications. I overheard my manager saying she wanted someone that “is like us and would fit in”. My friend is a devout Muslim and I am worried that my manager deliberately excluded him from the interview process because there are no other Muslims in our team. What should I do?
A	<p>You should raise this with a member of the Human Resources department who can look at whether due process has been followed. Job applicants should only be assessed on attributes relevant to the vacant position, such as their job-related skills, relevant qualifications and attitude. Gender, race, age, political affiliation or religious beliefs must not influence the decision to offer someone an interview. MMG embraces diversity and does not tolerate any form of unlawful discrimination.</p>
Q	My supervisor calls impromptu team meetings to update us on our team’s progress. I have noticed that one of our colleagues is consistently absent from these team meetings. When I asked my supervisor about this he said that he forgets to invite our colleague. I am worried that my colleague is deliberately being excluded – but I cannot be sure. What should I do?
A	<p>You should discuss this with your supervisor as there may be an honest explanation.</p> <p>However, if your supervisor is deliberately excluding a member of the team it is unacceptable and you should raise it with your next up manager or with a member of the Human Resources department.</p>

Right choice	Wrong choice
 Being considerate and respectful when engaging with colleagues.	 Ignoring any form of bullying or harassment.
 Being understanding of different cultural practices and customs in your working environment.	 Distributing or displaying any material that could be deemed offensive to others.
 Treating your colleagues fairly in your engagement with them.	 Holding meetings out of designated work hours unnecessarily – always be mindful of your colleagues’ personal and family commitments.

Stakeholder relations

Stakeholder Relations is the way MMG interacts with people and organisations outside MMG.



Communities and environment

MMG is committed to preventing and mitigating environmental risks and adverse impacts of our operations on the environment and ensuring that the communities in which we operate receive a real benefit from our activities.

MMG’s Safety, Security, Health, Environment and Community (SSHEC) Policy sets out the principles MMG will apply to support this commitment.

The SSHEC Policy and related standards define the minimum requirements for our People, in relation to environment and community obligations, including your responsibility for:

- preventing and mitigating pollution risks to the environment;
- responsible use of resources including water, land, energy and nature;
- contributing to a nature positive future and no-net-loss of biodiversity;
- supporting MMG’s commitment to reduce carbon emissions;
- respecting our host communities’ rights and contributing to their sustainable development;

- consulting with parties that may be affected by our operations, including ensuring the participation of Indigenous People and vulnerable groups; and
- striving to improve our performance in community and environmental matters.

For more information please refer to:

SSHEC Policy, Sustainability Framework, SSHE Standard and Social Performance Standard.

Stakeholder grievances relating to MMG or the conduct of MMG personnel will be managed in accordance with the Stakeholder Grievance Management Work Quality Requirements, including grievances related to human rights.



Q	I noticed that there had been a spill of chemicals at our site. What should I do?
A	Spills or accidents involving chemicals must be reported to your supervisor or manager as soon as you become aware of them so that appropriate action can be taken. MMG may also have legal reporting obligations in respect of incidents. Being aware of incidents will help MMG to comply with any legal requirements and assess if its processes could be improved.

Right choice	Wrong choice
<div>✓</div> Being aware of and complying with MMG’s environmental policies, standards and frameworks.	<div>✗</div> Ignoring procedures that protect the environment.
<div>✓</div> Ensuring communities are appropriately consulted on issues that affect them through the community relations representatives.	<div>✗</div> Not reporting a community complaint or concern to the relevant community relations representative.
<div>✓</div> Handling and disposing of materials, chemicals and products in a safe manner and in accordance with applicable legal requirements and MMG’s standards and frameworks.	<div>✗</div> Making a commitment to a community or community member on behalf of MMG without appropriate authorisation.

Human Rights

MMG is committed to respecting internationally recognised human rights and conducting ongoing human rights due diligence in line with the UN Guiding Principles on Business and Human Rights to identify, prevent, mitigate and account for human rights risks and impacts. The human rights issues that are important for us include:

- respecting the labour rights of our employees and contractors;
- setting clear expectations for our suppliers to respect the labour rights of their workers, including preventing serious abuses such as modern slavery and child labour, and promoting these expectations throughout the supply chain;
- respecting the livelihoods, safety, health and wellbeing of the communities in which we live and operate;
- conducting our security arrangements in accordance with the Voluntary Principles on Security and Human Rights;
- managing our tailings storage facilities and the potential for adverse human rights impacts in accordance with the Global Industry Standard on Tailings Management
- respecting the rights of human rights defenders and the stakeholders they represent;

- adopting meaningful engagement and consultation processes, giving particular consideration to vulnerable groups, marginalised and at-risk groups; and
- providing access to effective grievance mechanisms.

Our Human Rights Policy provides a framework for our approach. MMG People are responsible for; conducting their role in accordance with our human rights related policies and standards, including raising any concerns and speaking up in situations of actual and potential human rights violations.

For more information please refer to:

Human Rights Policy, Responsible Mineral Production and Sourcing Policy, SSHEC Policy and People Policy and related standards.

Q	Cleaners are employed by MMG's supplier to provide cleaning services to the mine site accommodation. I notice that the cleaning staff lack protective equipment, appear to work shifts that are much longer than the MMG workers and are housed in cramped accommodation off site. Should I approach the supplier or the cleaners to discuss my concerns?
A	We all have a responsibility to take appropriate action. If you are concerned that someone is being exploited including workers in our supply chain, you should report your observations to your supervisor or manager immediately, or a member of the Legal Team. Concerns over suppliers' practices can also be reported using MMG's Whistleblower Service.
Q	Private security forces were recently assigned to the mine site where several local community protests have occurred. A colleague voices concerns that during a recent peaceful demonstration, a group of private security personnel engaged in excessive use of force against several protestors. What should I do?
A	We all have a responsibility to take appropriate action. If you are concerned about a suspected human rights breach such as excessive use of force, you should report your observations to your supervisor or manager immediately, or a member of the Legal Team. Concerns regarding human rights can also be reported using MMG's Whistleblower Service.

✓ Act on suspected and actual human rights issues.	✗ Ignoring a suspected or actual human rights violation or abuse.
✓ Undertake risk based due diligence to identify and assess human rights risks.	✗ Ignoring the rights of vulnerable groups and focusing on the most vocal members of the group
✓ Communicate with suppliers and business partners MMG's expectations for respecting human rights.	✗ Focusing solely on the financial risk to MMG rather than assessing the risk to people.

External communication

MMG’s public image and business reputation is influenced by the skills and experience of the people speaking on its behalf. Like many organisations, MMG authorises and trains key senior people to speak or release statements on its behalf. This applies to both external communications, such as media releases or public statements, and internal communications, such as announcements to employees.

You may only make public statements on behalf of MMG where expressly authorised to do so. You must also seek the prior approval of your supervisor or manager if you may be required to make comments in circumstances where you could give the impression of speaking on behalf of MMG.

A public statement on behalf of MMG is any statement or view expressed to the public by an individual that represents or may be seen as representing the beliefs or views of MMG on a particular issue. Public statements can include statements made to journalists and reporters, government representatives, community groups or in any other public arena. They can also include comments made on the internet or on any social media about or on behalf of MMG.

Social media has the potential to damage MMG’s business reputation. Social media includes any form of conversation or application hosted on the internet such as blogs, social networks, discussion boards and video sharing.

You should consider the influence that social media has on our People, Stakeholders and competitors.

Your participation in social media may inadvertently disclose confidential information about MMG. For example, you may accidentally identify a confidential project that MMG is working on or reveal sensitive information about an employee or customer. Unauthorised public statements made by you in social media may be inconsistent with MMG’s position and be misleading to our stakeholders.

Did you know?

You should never share information about, or represent MMG in any form of external media unless authorised by General Manager Corporate Affairs & Sustainability or a member of the Executive Committee.



Government relations

MMG is committed to fostering respectful and cooperative relationships with the governments in countries in which we conduct business. In our dealings with governments, we seek to listen to and address local issues and build cooperative relationships. Understanding the priorities of governments, especially when entering a country for the first time, helps build the foundations of successful relationships.

Supplier and business partner relations

Maintaining strong working relationships with suppliers and business partners enables MMG to conduct business fairly, efficiently and in a manner consistent with achieving our vision.

MMG’s reputation can be affected by the actions of our suppliers and business partners. MMG seeks to engage like-minded suppliers and business partners who operate in a fair and competitive manner, align with MMG’s Values and comply with MMG’s Supplier Code of Conduct. MMG monitors supplier conduct to ensure a socially responsible and ethical approach to conducting business.

When sourcing minerals we conduct due diligence in line with our Responsible Mineral Production and Sourcing Policy and the OECD Due Diligence for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas.

If you are required to interact with government representatives when working for MMG you should ensure that the appropriate personnel are involved and that you comply with the applicable standards or guidelines. For further information please refer to the “Bribery and corruption” section in this Code of Conduct, and MMG’s Anti-Corruption Standard.

It is important that MMG conducts all sourcing activities, including but not limited to single source, emergency sourcing, tenders, and competitive procurement processes in a fair, objective and impartial manner. Procurement decisions must be based solely on the ability of a third party to perform the specific business requirements within an appropriate time frame, at an appropriate cost and in a manner that is consistent with MMG’s policies, the MMG Supply and Insurance Standard and the MMG Supplier Code of Conduct.

For more information please refer to:

Outside Parties information in the Anti-Corruption Standard, Corporate Legal Compliance Standard, Responsible Mineral Production and Sourcing Policy and MMG’s Supplier Code of Conduct.

Q	During the tender process for a new vehicle fleet one of the potential suppliers invited me to their international head office and manufacturing plant to inspect their vehicles. Should I attend?
A	During a tender process we must avoid situations that could be perceived as treating one potential supplier or business partner more favourably than others. It may, however, be reasonable to ask all short listed suppliers to provide a list of appropriate sites to visit if this is necessary for MMG to properly assess the tender. If a visit is necessary, you should consider who the most appropriate MMG person is to do so. It may be someone with more relevant expertise than you.
Q	After three potential suppliers have provided their submissions one of them has asked me, “what will it take to get this work?” and “how far off is my price?” Can I provide the supplier with the other prices submitted?
A	No, you cannot hint, give or nominate the best price nor can you say which particular supplier is the most competitive until the information ceases to be confidential. When entering into an agreement with a potential supplier a variety of evaluation criteria should be considered – not just price. You should also always ensure that a member of the Supply or Commercial departments is involved in the procurement or negotiation of good or services.

**Right choice**

- ✓ Offering to provide all suppliers with a post award review outlining their strengths and weaknesses without disclosing the awarded value.
- ✓ Providing all suppliers with the same material information when entering into a tender or other competitive procurement process.

Wrong choice

- ✗ Providing information on a potential supplier's competitive bid to other bidding suppliers.
- ✗ Declaring which supplier is currently ahead in the tender or other competitive procurement process.

Competition and fair dealing

MMG seeks to outperform our competitors fairly and honestly through superior performance and behaving in line with our Values. Misusing other companies' proprietary information, exploiting trade secret information obtained without the owner's consent or inducing disclosures of such by our People is prohibited.

You should at all times endeavour to respect the rights of, and deal fairly with, MMG's stakeholders. You should never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other illegal trade practice.

MMG People are not permitted to engage with MMG's competitors in order to price fix, bid rig, allocate markets or customers between each other, or with any party, in order to engage in similar illegal anti-competitive activities and must not:

- make any arrangements with competitors on prices or standard terms for products to be sold to customers or acquired from suppliers;
- disclose to any third party information contained in a quote or offer, or in relation to any competitive process such as a bid or tender;
- divide or allocate geographical areas or markets between competitors; or
- communicate to one or more competitors price sensitive information, such as the cost of our materials or production costs or details relating to any supply or customer contracts (at industry events or in any other forum).

Did you know?

You should never make an arrangement with an MMG competitor about the pricing levels or discounts of MMG's products. It is not just formal contracts – even verbal agreements or informal understandings about price can be illegal.

Q A sales manager from one of MMG's competitors calls you and asks "Are you pitching for that new Japanese supply contract that's out for tender? If you are, let me know and I can give it a miss. Then maybe you could skip the next one and everyone will benefit." What should you do?

A Do not discuss your confidential quotes or tenders with competitors, including whether or not you will participate in a tender process at all. Be very wary if a competitor suggests that you each focus on your existing customers or markets. Agreements not to poach customers or to stay out of each other's territories can be just as bad as price fixing or bid rigging agreements.

Q You attend an industry event where a discussion with a group of representatives from other mining companies leads to supply negotiation issues. A common major customer is fiercely bargaining for a discounted rate and you are asked by the other representatives whether you are experiencing the same problems and whether you can profitably meet those demands. What should you do?

A Do not share cost or price sensitive information with competitors. Disclosing such information can lead to illegal price agreements or understandings and may attract regulatory scrutiny. If you are required to provide information to suppliers you must provide information which is objective, complete and accurate. There is a fine line between negotiation tactics and providing misleading information or not providing information to the supplier which that supplier then relies upon to its detriment.

Q I am seeking pricing for an ongoing maintenance contract for our site air-conditioning. The remoteness of our site has resulted in the current supplier experiencing difficulty sourcing timely supplies from a major spare parts supplier. This has resulted in the current supplier increasing their price to cover the onsite inventory. A quote from the most competitive supplier excludes onsite inventory and is therefore not a reasonable model for our site. Do I tell the supplier to ensure their quote recognises our site requirements?

A Yes, information provided to suppliers must be complete and accurate. Your scope of business requirements should detail the complete service that you require. If a quote is based on an incomplete specification there is a reasonable chance the supplier's services will either be unprofitable for the supplier or the provision of services will be inadequate for the complete service required.

Q I am working with a supplier who only has a small proportion of the site requirements for the servicing of electrical equipment. The supplier has asked me how they can gain 100% of the related site work. In order to get an attractive price can I ask for a quote on an inflated quantity of the site requirements? Is this a reasonable tactic to benefit MMG?

A No. This is misleading to the supplier on the grounds they may have a chance to gain a greater proportion of the site work without providing a similar opportunity to other suppliers. By inflating the quantity of available work you are establishing a false expectation leading to a possible dispute in the future.

Right choice

✓ Your review of quotes and submissions considers all aspects of quality, service and innovation – not just the price. This ensures that the best supplier is selected.

✓ When you believe a supplier should be given an opportunity to expand their business with MMG, your plan should consider including all current suppliers and an accurate scope of business requirements.

Wrong choice

✗ Selecting a supplier or business partner based solely on price, despite them not meeting MMG standards, frameworks or requirements.

✗ Commencing supplier negotiation without including all current suppliers could potentially create a dispute and damage MMG's reputation. All suppliers must be given the same opportunity to participate in a restructure of the workload.

Bribery and corruption

MMG has zero tolerance of bribery and corruption.

Bribes, pay-offs, unlawful commissions or unlawful Benefits are prohibited and MMG People should never give or accept, or agree to give or accept, such Benefits.

It is prohibited for any MMG Person to provide or offer to provide, either directly or indirectly (for example, through a third party representative or agent) a Benefit to a Government Official or to any other person:

- where that Benefit is not legitimately due to that person; or
- where the person has done so with the intention of influencing that person or Government Official, or where that intention could be reasonably perceived,

in order to obtain or retain business or a business advantage that is not legitimately due.

This prohibition applies even if no actual business advantage or new business arises from the provision of the Benefit.

Any MMG Person who intentionally aids, abets, counsels or procures another person to commit the offence of bribery will be guilty of that offence under many Anti-bribery Laws. MMG People may be prosecuted even if they did not gain any advantage through the payment of a bribe.

MMG and MMG People must comply with applicable Anti-bribery Laws and regulations in the countries where they are working and where MMG conducts business. If in doubt, please contact the Legal department.

For more information please refer to:
Anti-Corruption Standard.

Have you considered?

A mandatory application processing fee payable to a government organisation for all applications is usually an acceptable payment provided there is a written law or regulation that requires it. However, payment or a Benefit given to a Government Official within that organisation to ensure MMG's application is processed first is a Benefit that is not legitimately due to that Government Official. When assessing whether a Benefit is not legitimately due, the value of the Benefit and the kind of Benefit is irrelevant. This means even if the payment to the Government Official is small, it can still be considered bribery.

Did you know?

Bribery may include allowing a Government Official or member of a political party to use MMG's facilities or resources. Paying a local authority to ignore safety breaches or fast track a licence application is corrupt and unethical. Requesting that someone else make payments to a Government Official as a means of influencing the official's treatment of MMG is also illegal and unacceptable. All Benefits provided or offered to a Government Official or any other person in connection with our business must be made in accordance with the Anti-Corruption Standard. If in doubt, speak to your supervisor or manager and contact a member of the Legal department for guidance. For more information please refer to: Anti-Corruption Standard.

Gifts, entertainment and online benefits register

MMG People are prohibited from offering or providing a Benefit in the form of gifts, meals, travel or entertainment (GMTE) to any Outside Party (e.g. a Government Official or customer representative) if doing so would be providing an Improper Benefit as defined in the Anti-Corruption Standard.

Before offering, providing or accepting a GMTE you should consult your supervisor or manager and the Anti-Corruption Standard to determine whether the GMTE is an Improper Benefit or is a Benefit that needs to be recorded on the Online Benefits Resister (OBR) via Magnet. The OBR is MMG's online register which has been created to record all GMTE's. The OBR also allows you to record other issues raised in the Anti-Corruption Standard and Code of Conduct, such as recording a Benefit given under duress and disclosing a conflict of interest.

For more information please refer to: Anti-Corruption Standard.



Q	A supplier has invited me to a function where free food and drink is being provided. Is it ok for me to attend?
A	You should always discuss the invitation with your supervisor or manager. You are able to attend provided it is decided that the invitation will not influence you, or give the impression of influencing you, to give the supplier preferential treatment over other suppliers of MMG.
Q	I am involved in the evaluation of a number of suppliers, one of whom will provide us with the light vehicle fleet for a site. I have been asked by one of the suppliers to visit two factories (one locally and one internationally) at that supplier's cost. Can I take these trips?
A	A supplier may invite you to visit their site or to travel internationally for the purpose of influencing your assessment of a proposal in their favour. You should discuss the invitation with your supervisor or manager before accepting as it may not be appropriate for MMG to be seen to be treating one supplier more favourably than another

Right choice	Wrong choice
✓ Considering whether it is appropriate to accept a gift.	✗ Accepting gifts or entertainment from a supplier or business partner while engaged in contract negotiations or tender.
✓ If you have been offered a gift or form of entertainment discussing the appropriateness of accepting it with your supervisor or manager.	✗ Accepting cash gifts.
✓ Providing suppliers with our Code of Conduct when entering into a business relationship.	✗ Accepting gifts or entertainment from unknown suppliers with whom MMG has no business relationship.

Prohibition on money laundering

MMG prohibits any forms of money laundering in connection with its business.

Money laundering is the process by which a person or entity conceals the existence of an illegal source of income and then disguises that income to make it appear legitimate.

Use by MMG of the proceeds of any illegal activity can give rise to liability to MMG and/or to individuals involved in the relevant conduct.

If you become aware of any transaction that you think might involve the payment or receipt of proceeds of any unlawful activity, you should immediately contact a member of MMG's legal department.

Trade issues

Certain countries and the United Nations (UN) or other international organisations, from time to time, impose boycotts or trading sanctions or similar measures in respect of certain goods or services against various countries, governments or individuals. These legal requirements may impact on the sale or purchase by MMG of products or services to and from such countries, governments and individuals. Trading sanctions and similar measures can also change regularly.

If you are involved in international trade as part of your work with MMG, you should be aware of these legal requirements, especially if you are entering into transactions with persons you have not dealt with before outside the country in which you are operating. The consequences of breaching the legal requirements relating to trading sanctions and similar measures are serious and both the individuals involved and MMG may be subject to severe penalties which will have adverse consequences for MMG's business reputation.

You should speak to your supervisor or manager and contact the MMG Legal department well in advance of entering into the intended transaction for more information.

Did you know?

Under United Nations Security Council resolutions, there are financial sanctions imposed in respect of specified organisations and individuals. In Australia, controls on trade in goods and services and financial restrictions against persons and entities designated by the Security Council are implemented through regulations made under the Charter of the United Nations Act 1945 (Cth). These controls can apply to MMG and companies incorporated internationally that are owned or controlled by Australians. The Customs Act 1901 (Cth) and regulations made under that Act are also used to implement controls regarding the trade in goods to and from Australia.

Business resources and information

MMG makes Assets and Information and Technology available to MMG People for the purpose of conducting MMG's business. MMG People may also come into possession of information about MMG or others during the course of their work and it is important that our People use resources and information appropriately and in accordance with MMG's policies, standards and frameworks.



Protection and proper use of MMG assets and technology

All MMG Assets and Technology are to be used only for legitimate MMG business purposes. You should protect MMG's Assets and Technology and ensure they are used efficiently and appropriately. Theft, carelessness and waste have a direct impact on MMG's profitability and business reputation. Any suspected incident of fraud, theft, unapproved system access or inappropriate use should be immediately reported for investigation.

You must only use MMG Assets and Technology to the extent you are authorised to do so and for the purpose of doing your job.

This means that you must never:

- damage, destroy or remove assets without consent;
- share your system logon details with anyone;
- try to gain access to MMG's Technology for which you are not authorised;

- use MMG systems to access illegal, inappropriate or offensive material or engage in business activities unrelated to your role; and
- use MMG systems to post company-related material on social media unless you have management approval to do so.

You are obliged to protect MMG's Assets, Technology and proprietary information.

You must immediately report any Technology activity that indicates actual, or attempted, external hacking of our systems.

Unauthorised use or distribution of proprietary information is a violation of MMG's policies, standards and frameworks. It could also be illegal and result in civil or criminal penalties.

For more information refer to:
Technology Standard and MMG Information Management Framework.

Did you know?

Proprietary information includes intellectual property rights such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing, operating and production information, engineering ideas, designs, databases, records, salary information and any unpublished financial data and reports.



Privacy and use of knowledge and information

You must not improperly use knowledge, information, documents, personal information, data or other MMG Assets. You must respect, protect and maintain the confidentiality of MMG information. This includes information about MMG's business and specific details about MMG's People, stakeholders and personal information.

The obligation not to disclose or misuse personal or confidential information will continue after your employment or engagement with MMG has ceased.

MMG will gather personal information only to meet the obligations under our policies, standards and frameworks and any relevant legal requirements. Personal information and data typically includes any information relating to an individual person who can be identified from that information. This includes anything ranging from an individual's name, drivers license or passport. MMG only processes personal information and data in accordance with the relevant law and regulations. Similarly, MMG will only store the personal information and data for as long as is necessary and in accordance with the purpose that the data was collected.

You must not share personal information or data with any person unless there is a legitimate business or legal need to do so. Further, the transfer of any personal information or data must be in accordance with all relevant data privacy laws.

MMG endeavors to protect personal information and prohibits unlawful distribution or use of that information.

MMG will use personal information only for the purpose for which it was originally collected or requested, unless it has consent to do otherwise.

Did you know?

MMG may require personal details and a police background check from potential job applicants. MMG will use that information for the application process and then safely store that information for a reasonable period after the application process.

For more information please refer to: Privacy section in the Corporate Legal Compliance Standard.



Fraud

MMG has zero tolerance of fraud. Any case of suspected or detected fraud must be reported immediately to your supervisor, manager, the MMG Legal department, or to the Whistleblower Service.

Fraud is any dishonest, deceptive or deceitful act made for improper gain or to damage another individual or group. Any act of fraud will be investigated internally and, where necessary, referred to the appropriate law enforcement body.

MMG has a financial and risk management approach to the prevention, detection and investigation of suspected fraudulent activity that is incorporated into our business processes, management practices and internal controls.

Q	I arrived back late to the workshop and caught a colleague placing MMG tools in his bag. My colleague explained to me that he was just borrowing the tools for home and would return them when he was back on his next rotation. Two rotations have now passed and I am sure the tools are still missing from the workshop. I do not want to get my colleague into trouble and create problems in the team. What should I do?
A	Tools provided by MMG are company property, to be used for MMG operations. You must tell your supervisor or manager what you saw for further investigation. When MMG Assets are taken or misused, we can all be impacted as a result of the cost and inconvenience that is caused.
Q	It has come to my attention that one of my colleagues has been submitting false receipts for business travel and other work expenses. What should I do?
A	Submitting false receipts for expenses not incurred is fraud and should be reported immediately to your supervisor or manager, Legal department or to the anonymous Whistleblower Service.



Record-keeping, financial controls and disclosures

MMG requires honest, accurate and timely recording and reporting of information in order to make responsible business decisions.

All business expense accounts must be documented and recorded accurately and in a timely manner. MMG's books, records, accounts and financial statements must be maintained in reasonable detail, appropriately reflect MMG's transactions, be promptly disclosed in accordance with applicable legal requirements and comply with MMG's systems of internal controls.

As business records and communications often become public, you must avoid exaggeration,

derogatory remarks, guesswork or inappropriate characterisations of people and companies.

This applies equally to email, internal memos and formal reports. Records should always be retained or destroyed in accordance with applicable legal requirements and MMG's policies, standards and frameworks.

If you have any concerns regarding the validity of any records or record-keeping processes, you must speak to your supervisor or manager and the MMG Legal department.

For more information refer to:

MMG Information Management Framework and relevant standards.



Corporate Governance

Corporate governance includes the laws, processes, systems and relationships that govern the exercise of authority within MMG and the way MMG is managed and controlled. Implementing and maintaining a good corporate governance framework assists MMG People to make decisions in the best interests of MMG and in a manner consistent with achieving our Vision and Values. Good corporate governance helps ensure that MMG operates in a transparent, responsible and accountable manner.



For more information please refer to:

Corporate Governance Policy, Corporate Legal Compliance Standard and Anti-Corruption Standard.

Conflicts of interest

You are required to act in the best interests of MMG, to preserve MMG's confidential information and not to profit from or exploit MMG's corporate opportunities that properly belong to MMG.

MMG People must not make, or participate in, any act or decision where doing so could give rise to a conflict between your duties to MMG and:

- a duty you owe to a third party; or
- your own personal interest

Not all relationships or interests will involve a conflict of interest. The interest must be a real or sensible interest. However, you are encouraged to discuss any matters that involve a conflict of duty or interest as soon as possible with your supervisor or manager to ensure that MMG can properly assess the matter.

Where you are inappropriately involved in matters for MMG in which you have a conflict of duties or a conflict of interest, you are acting inconsistently with the standards of ethical behaviour MMG expects. Your actions may also harm MMG's reputation.

For more information please refer to:
Anti-Corruption Standard.

Did you know?

A conflict of interest could involve you considering a matter for MMG where you could be influenced by considerations of personal gain for you or someone you know. For example, if your role within MMG involves you evaluating procurement or supplier proposals, a conflict of interest will arise if you or a family member will benefit personally if a particular supplier is selected.



Q	My supervisor has asked me to take part in assessing a short list of tender applications for a drilling contract. My brother owns his own drilling company and is one of the suppliers on the shortlist. Is it acceptable for me to take part in the tender selection process?
A	No. You should remove yourself from the selection process and notify your supervisor immediately when you become aware of your brother's tender application. Although you may be able to exercise independent judgement, a perception of a conflict may have been created and will look to the other suppliers that your brother's company has an unfair advantage. This would compromise the selection process and would be unfair to you, your brother's company and to MMG.
Q	A good friend has applied for a role that will report to me. Am I allowed to hire them?
A	You can recommend an applicant to MMG and outline their strengths but the selection process must be conducted independently. MMG must conduct a recruitment process that remains objective and in accordance with the standard MMG processes. Interviews must be conducted by an independent MMG person to ensure that the candidate is selected based on merit and suitability for the role, not because of a personal relationship with you.

Right choice

- ✓ Discussing with your supervisor or manager a relationship you have with a supplier that is in addition to your normal day-to-day interaction with the supplier.
- ✓ Removing yourself from a business decision where you could be seen to have a relationship with the supplier or candidate that could influence your decision-making.

Wrong choice

- ✗ Not mentioning a relationship between you and a supplier during a supplier assessment process.
- ✗ Not advising the Human Resources department or your supervisor or manager when a person with whom you have a personal relationship has applied for a role reporting directly or indirectly to you.

Did you know?

- Situations where a conflict may arise include:
- where you or a member of your immediate family has an investment in a business or company with which MMG proposes to do business and you are in a position to influence MMG's or the other company's decision on that matter;
 - you have a strong personal relationship with a customer or supplier and you are in a position to influence decision making in respect of MMG's relationship with that customer or supplier; or
 - you are offered a business or corporate opportunity to pursue privately that properly belongs to MMG.



Market disclosure and shareholder communication

MMG is subject to disclosure obligations under the listing rules of the stock exchanges on which its securities are listed. MMG is committed to ensuring that it complies with its continuous and periodic disclosure obligations. In addition, MMG aims to ensure that there is effective communication by MMG to its shareholders and that they are kept informed of MMG's financial performance, strategic plans, material developments, governance and risk profile in a timely way.

MMG's Shareholder Communication Policy, Disclosure Framework and related standards set out further information on how MMG goes about ensuring compliance with its market disclosure and shareholder communication obligations.

You have a responsibility to ensure, in accordance with the Disclosure Framework and related standards, that if you become aware of Inside Information (as defined in the Disclosure Framework) concerning MMG you immediately inform the appropriate person to ensure that the information can be quickly assessed by MMG's Disclosure Committee.

Inside Information includes any information which might reasonably be expected to materially affect market activity in, and the price of, MMG's securities. The following may be examples of Inside Information:

- MMG's financial results, including revisions to previously announced earnings guidance;
- a material change in MMG's reserves and resources;
- a significant new exploration result;
- a material change in the operational performance of one of MMG's mines (either a decline or an improvement), including safety or environmental performance; or
- a change of legal requirements impacting MMG's operations that has a material impact on MMG's business.

The only MMG representatives authorised to speak on behalf of MMG to investors and stockbroking analysts are the Chairman, Chief Executive Officer, Chief Financial Officer and members of the Stakeholder Relations and Investor Relations departments.

You must seek the prior approval of your supervisor or manager if you may be required to make comments in circumstances where you could give the impression of speaking on behalf of MMG (for example at a conference, public meeting or to a media representative).

If in doubt, please contact the Legal or Stakeholder Relations departments.

For more information please refer to: Shareholder Communication Policy and the Shareholder Information Requests and Disclosure sections in the Corporate Legal Compliance Standard.

Insider trading

MMG’s securities are quoted and able to be bought and sold on public stock exchanges. In addition, the securities of many of our customers, suppliers and competitors are listed on stock exchanges and can be publicly traded.

MMG and MMG People are subject to laws that prohibit trading in securities, including shares, at a time when the person trading in the securities possesses non-public price-sensitive information concerning the securities (Insider Trading). Insider Trading is, in many countries, illegal and subject to criminal penalties.

You are expected to be aware of, and comply with, the Insider Trading laws applicable to you.

In addition, MMG has adopted Model Codes for Securities Trading. The Model Codes have been adopted to ensure that MMG and you comply with the applicable Insider Trading Laws and to ensure that MMG’s reputation is not damaged by any suggestion that MMG or its People have engaged in Insider Trading while in possession of non-public price-sensitive information.

If you have any questions or concerns regarding inside information, you must speak to your supervisor or manager and contact the Legal department.

For more information please refer to:
Securities Trading by Directors and Employees section in the Corporate Legal Compliance Standard.

Did you know?

Communicating inside information to someone else (also known as “tipping”) is also prohibited under most insider trading laws. For example, you may learn that MMG is considering acquiring a company in which a friend or relative holds shares. You cannot communicate the potential acquisition to your friend or relative until the acquisition is generally known to the public.

Case study

You overhear in the office that MMG is about to enter into a significant joint venture with another company. You cannot trade, or request that another person trades on your behalf, in the securities of the potential joint venture partner or MMG until the joint venture is generally known to the public.



Connected transactions

MMG is subject to listing rules in the countries in which it is listed on a stock exchange.

Generally, connected transactions refer to transactions between MMG and 'connected persons', a term that broadly includes directors, the Chief Executive Officer and substantial shareholders and their respective associates.

Where MMG proposes to enter into a connected transaction, the transaction may be subject to disclosure obligations and the approval of MMG shareholders.

Whenever you have a doubt as to whether a counterparty to any proposed agreement or arrangement is a connected person or whether any proposed agreement or arrangement constitutes a connected transaction, you should speak to your supervisor or manager and consult the Legal department as soon as possible.

For more information please refer to:

Connected Transactions section in the Corporate Legal Compliance Standard.



Raising concerns and speaking up

MMG is committed to maintaining an open and honest working environment in which our People are able to report instances of unacceptable conduct, without fear of intimidation or reprisal.



Pursuant to the Whistleblower Framework, MMG is committed to ensuring you can raise concerns, without harassment or retaliatory treatment, and have such concerns properly investigated.

If you are directed to do something which you believe to be unacceptable conduct you are expected to report the concern internally or through our external reporting service in accordance with the guidelines set out in this Code of Conduct. All complaints and reports will be treated confidentially in accordance with MMG's Whistleblower Framework.

If you raise a concern or report unacceptable conduct, MMG will conduct an enquiry to ascertain whether the issue requires further investigation. If an investigation is launched it will follow relevant internal policies, standards and frameworks, and appropriate disciplinary action will be taken depending on the seriousness of the unacceptable conduct.

If the unacceptable conduct is illegal the issue may be referred to the appropriate law enforcement authorities.

A person involved in unacceptable conduct will not be immune from disciplinary action because they have reported the unacceptable conduct of others. However, making a report is likely to be taken into account in determining what disciplinary action is appropriate.

If you are aware of unacceptable conduct and you do nothing, you may be included in any enquiry or investigation.

For more information please refer to:

Whistleblowing section in the Corporate Legal Compliance Standard.

MMG People can also report unequitable treatment in accordance with the Equitable Treatment Procedure.

Stakeholder grievances relating to MMG or the conduct of MMG personnel can be reported in accordance with the Stakeholder Grievance Management Work Quality Requirements, including any grievances related to human rights.

Raising concerns internally

If you have concerns regarding unacceptable conduct you are encouraged to raise them initially with any of the following (as may be appropriate):

- your immediate manager or another senior member of your business or functional unit;
- any Human Resources manager;
- a member of the Legal department;
- a member of the Governance, Nomination and Sustainability Committee; or
- the Chief Executive Officer.

Contact officers

MMG has employees who are contact officers who you can contact if you need to raise a concern or discuss any issues whether they are personal or work related.

Please contact the MMG Legal Department team for information on Contact Officers at your site.

Raising concerns with our external reporting service

You can also report unacceptable conduct and receive guidance through the MMG Whistleblower Service. The Whistleblower Service is an independent, confidential service for reporting unacceptable conduct in the workplace.

The Whistleblower Service is managed by an external company that you can contact anonymously (if you choose).

Whistleblower contact details

Email: mmgwhistleblower@deloitte.com.au

Online: www.mmg.deloitte.com.au

Mail: MMG Whistleblower Service
Reply Paid 12628
A'Beckett Street
Melbourne VICTORIA 8006
AUSTRALIA

Q	I observed a situation that I suspect to be a breach of an MMG standard. Should I report this situation even though I am not sure that a breach of our standard occurred?
A	You are encouraged to immediately report possible violations of the law, of the Code of Conduct or of any other MMG policy, standard or framework. You are encouraged to notify your supervisor or manager, or you can also call the Whistleblower Service if you feel uneasy about reporting the suspected breach to your supervisor or manager. It is always better to report a suspicion that turns out not to be an issue than to ignore a potential breach of the law, the Code of Conduct or an MMG policy, standard or framework.
Q	Will I get into trouble with my supervisor or manager if I call the Whistleblower Service to report unacceptable conduct that I have witnessed?
A	No. You are encouraged and indeed have a responsibility to raise concerns about unacceptable conduct and to report it. MMG will not tolerate any harassment of MMG persons who properly use MMG's reporting mechanisms. Please consult the Whistleblower Framework and the Corporate Legal Compliance Standard for further information.

Right choice

- ✓ Discussing with your supervisor or manager any concerns you may have about unacceptable conduct.
- ✓ Reporting promptly a concern you have that does not directly affect you but which impacts on the MMG working environment.

Wrong choice

- ✗ Not speaking up if you witness unacceptable conduct.
- ✗ Bullying a colleague who has reported unacceptable conduct and failing to cooperate with the people investigating the matter.



Employee assistance program

MMG’s Employee Assistance Program (EAP) provider provides confidential and professional counselling to employees and immediate family members of MMG, at no cost to the employee. The EAP can assist you to address work and/or personal issues that may be impacting on morale, wellbeing and productivity.

Please visit the EAP Page on Magnet for the details of the EAP service in the country that you are working in.

Location	MMG EAP contact
Australia	1800 234 560
Botswana	Mrs Pelaelo: 71700041; Mr Lemme: 76677472; or Dr Oagile: 71922580
DRC	French/Swahili: +243(0)8129 68880 or +243(0)8129 68880 English: 08175 93937
Peru	0800 52038
South Africa	0800 214 773



Glossary of terms

MMG Assets: Any item or thing that MMG owns or controls, including property, plant or equipment or other assets that MMG is leasing or is temporarily in possession of. MMG Assets includes tangible things (such as motor vehicles, equipment, tools and minerals) and intangible things (such as intellectual property, government permits or licences or software).

Benefit: A benefit is not limited to money or property and includes any advantage, and may include: direct and indirect payments, stock, assumption or forgiveness of debt, scholarships, offers of employment, gifts, meals, travel or other entertainment expenses, personal favours and payments or gifts that might otherwise be regarded as customary.

Child labour: Work that deprives children of their childhood, their potential and their dignity, and that is harmful to physical and mental development.

Government Official: Is defined in the Anti-Corruption Standard, and for the purposes of Anti-Corruption laws, includes but is not limited to employees, officials or representatives of a government body such as police officers, customs officials and Ministers, and officers or employees of State- Owned Enterprises.

Human rights: Basic international standards aimed at securing dignity and equality for all. Every human being is entitled to enjoy them without discrimination. They include the rights contained in the International Bill of Human Rights (including the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights, and the International Covenant on Economic, Social and Cultural Rights) as well as the principles set out in the International Labour Organisation's Declaration on Fundamental Principles and the Rights at Work.

Improper Benefit: Is defined in the Anti-Corruption Standard.

Indigenous Peoples: Indigenous Peoples are those who self-identify as Indigenous Peoples and often have a historical link with those who inhabited a country or region at the time when people of different cultures or ethnic origins

arrived. They have a strong link to the land and surrounding natural resources and are resolved to maintain and develop their ancestral environments and systems as distinct peoples. Indigenous Peoples have distinct social, economic and political systems, language, culture and beliefs.

MMG: MMG Limited and its subsidiaries/controlled entities.

MMG People or MMG Person or 'you' or 'we': Means MMG employees, directors, officers, contractors (including contractors' subcontractors and their respective employees), suppliers and agents.

Modern slavery: Conduct that would constitute slavery and slavery-like offences, human trafficking and the worst forms of child labour. Slavery and slavery-like conduct would include forced labour, deceptive recruitment and debt bondage.

Outside Party: Is any person outside of MMG and includes private individuals, employees or representatives of private organisations (eg, suppliers), Government Officials or someone who is associated with a Government Official.

In some circumstances, an MMG Person (e.g. a contractor) may also be regarded as an Outside Party (for example, where MMG is considering renewing an agreement with an MMG contractor, who would be regarded as the Outside Party).

Securities: Shares, options (including options to be issued or to be transferred as a security), derivatives, debentures or any interest in such a security.

Shareholder(s): The shareholder(s) of the Company.

Stakeholders: Any persons who are affected by, or has an interest in, the business operations of MMG, such as joint venture partners, suppliers, governments, communities, shareholders and business partners.

Technology: All information technology, operations technology and information systems that are required for the existence, operation and management of MMG business operations.

The background of the entire page is a vibrant red with a complex, marbled pattern. The pattern consists of swirling, vein-like structures in various shades of red, from deep crimson to lighter, almost white highlights, creating a textured, organic appearance.

Review and ongoing implementation

This document and other Code of Conduct related documentation will be reviewed periodically. For the most current version of the Code of Conduct please refer to Magnet.



Hong kong

Unit 1208, 12/F, China Minmetals Tower
79 Chatham Road South, Tsimshatsui, Kowloon, Hong Kong

T 852 2216 9688 | F 852 2840 0580

Melbourne

Level 24/28, Freshwater Place, Southbank, Victoria, 3006 Australia
GPO Box 2982, Melbourne, Victoria, 3001 Australia

T 61 3 9288 0888 | F 61 3 9288 0800

Beijing

6F, Block A, 5 Sanlihe Road, Haidian District
Beijing 100044, P.R. China

T +86 10 6849 5028

www.mmg.com | info@mmg.com
