

# CORPORATE CODE OF CONDUCT POLICY

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## Contents

1. INTRODUCTION	1
2. COMMITMENT OF THE BOARD AND MANAGEMENT	1
3. RESPONSIBILITIES TO SHAREHOLDERS AND FINANCIAL COMMUNITY	1
4. RESPONSIBILITIES TO CLIENTS, CUSTOMERS AND CONSUMERS	2
5. EMPLOYMENT PRACTICES	2
6. RESPONSIBILITY TO THE COMMUNITY AND ENVIRONMENT	2
7. RESPONSIBILITY TO THE INDIVIDUAL	3
8. PATENTS AND INVENTIONS	3
9. OBLIGATIONS RELATIVE TO FAIR TRADING AND DEALING	3
10. CONFLICTS OF INTEREST	4
11. CODE OF CONDUCT FOR DIRECTORS, MANAGEMENT TEAM, EMPLOYEES AND CONTRACTORS	4
12. COMPLIANCE WITH THE CODE OF CONDUCT	5
13. PERIODIC REVIEW OF THE CODE OF CONDUCT	5

## 1. INTRODUCTION

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The Allkem Limited (**Allkem** or the **Company**) Corporate Code of Conduct (**Code of Conduct**) sets out the standard which the Board, the Management Team, employees, consultants, contractors and anyone who represents Allkem in any of the Company operations are required to comply with when interacting amongst themselves, with other key stakeholders or with the broader community.

## 2. COMMITMENT OF THE BOARD AND MANAGEMENT

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The Allkem Board and Management Team approves and endorses this Code of Conduct. The Allkem Board and Management team is committed to not only complying with the Company's legal obligations but also to acting ethically and responsibly.

The Allkem Board and Management Team encourages all employees, consultants, contractors and anyone who represents Allkem in any of the Company's operations to consider the principles of the Code of Conduct and use them as a guide to determine how to respond when acting on behalf of the Company.

## 3. RESPONSIBILITIES TO SHAREHOLDERS AND FINANCIAL COMMUNITY

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The Company aims:

- (a) to increase shareholder value within an appropriate framework which safeguards the rights and interests of the Company's shareholders and the financial community;

- (b) to comply with systems of control and accountability which the Company has in place as part of its corporate governance; and
- (c) to act with honesty, integrity, and fairness whilst complying with high moral and ethical standards.

#### **4. RESPONSIBILITIES TO CLIENTS, CUSTOMERS AND CONSUMERS**

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The Company will comply with all legislative and common law requirements which affect its business, including those applicable to Australia and to each of the jurisdictions where Allkem's operations take place.

Compliance with the law means observing both the letter and spirit of the legislation in place.

Any transgression of the law is to be reported to the Management of the Company as soon as anyone becomes aware of it.

#### **5. EMPLOYMENT PRACTICES**

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The Company will seek to employ the best available staff from diverse backgrounds, with the skills required to carry out their roles. Employees are expected to treat each other respectfully.

The Company respects and values the competitive advantage of diversity (which includes but is not limited to gender, age, ethnicity and cultural background) and the benefit of its integration throughout the Company to enrich the Company's perspective, improve corporate performance, increase shareholder value, and maximise the probability of achievement of the Company's goals.

The Company is committed to the ideal of equal employment opportunity and to provide a workplace that is free of harassment and discrimination while respecting the human rights of its employees. The Company will ensure a safe workplace and maintain proper occupational health and safety practices aligned with the nature of the Company's business and activities. To this end, the Company will observe the rule and spirit of the legal and regulatory environment in which the Company operates.

All employees are required to act professionally and in a respectful way, doing business with integrity whilst taking care of the Company's reputation.

Direct relatives and significant others of employees can be hired as employees and/or Consultants/Contractors only if their appointment is based on their performance, experience and skills and if there is no direct labour dependency between them.

The Company does not engage in political activities and any employee who wishes to participate in this type of activity must do it individually, making it clear that they are not acting on behalf of the Company.

#### **6. RESPONSIBILITY TO THE COMMUNITY AND ENVIRONMENT**

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The Company is committed to respecting the customs and traditions of the countries in which it operates.

The Company will act with honesty, integrity, and fairness contributing to the development of communities in a trustworthy way and will operate responsibly towards the environment.

## 7. RESPONSIBILITY TO THE INDIVIDUAL

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The Company recognises and respects the rights of individuals and will comply with the applicable laws regarding privacy and confidential information.

## 8. PATENTS AND INVENTIONS

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Employees, consultants, and contractors acknowledge Allkem's ownership of the patents and inventions generated during the development of the Company activities.

## 9. OBLIGATIONS RELATIVE TO FAIR TRADING AND DEALING

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The Company will deal with others in a way that is honest, fair and will not engage in deceptive practices. The Company is committed to complying with the laws and regulations of the countries in which its businesses operate and acting in an ethical manner, consistent with the principles of honesty, integrity, fairness and respect.

The Company believes that a fraudulent or corrupt act could have a significant impact on the confidence of the Company's stakeholders and significantly diminish the Company's reputation. Accordingly, the Company has a zero-tolerance policy to fraud and corruption and will thoroughly investigate and apply the full force of the law where sufficient evidence is obtained.

The Board may implement a fraud prevention and corruption control framework that addresses fraud and corruption prevention planning, resourcing, prevention, detection, response and reporting procedures.

All Directors, Management Team, employees, consultants and contractors of the Company and group members must exercise reasonable care and diligence in the prevention of fraud or corruption by or against the Company. More information can be found in Allkem's [Anti-Bribery and Corruption Policy](#).

All Directors, Management Team, employees, consultants and contractors of the Company or group members must:

- (a) understand and comply with this Code of Conduct;
- (b) not give, offer, accept, or request bribes, facilitation payments, secret commissions or other prohibited payments or engage in money laundering or cause any of them to be given, offered, accepted, or requested;
- (c) not 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 the Company or the group members;
- (d) comply with any reporting and approval processes for gifts, entertainment or hospitality implemented by the Board from time to time;
- (e) not offer or receive any gifts, entertainment or hospitality to or from public or government officials or politicians, without approval from the Chairperson or the Board;
- (f) obtain required approvals for donations and sponsorship; and
- (g) immediately report to the Chairperson, Managing Director/Chief Executive Officer or other Eligible Whistleblower (as defined in the Allkem Whistleblower Policy) if they uncover or suspect an incidence of fraud or corruption.

The Company will comprehensively investigate all suspected incidences of fraud or corruption using the principles of independence, objectivity and the rules of natural justice.

The Company is committed to ensuring that no one suffers detrimental treatment because of refusing to take part in conduct that may constitute fraud or corruption or raises a genuine concern in respect of any such conduct.

## **10. CONFLICTS OF INTEREST**

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The Board, Management Team, employees, consultants and contractors of the Company must not involve themselves in situations where there is a real or apparent conflict of interest between them as individuals and the interest of the Company (excluding those matters which may be subject to legal professional privilege). Where a real or apparent conflict of interest arises, the matter should be brought to the attention of the Chairperson (in the case of a Director or the Managing Director/Chief Executive Officer); the Managing Director/Chief Executive Officer (in the case of a member of Management) and a supervisor (in the case of an employee, consultants or contractor), so that it may be considered and dealt with in an appropriate manner.

The Board, Management Team, employees, consultants and contractors must not take advantage of any property or information belonging to Allkem, or opportunities arising from them, for their personal benefit or for the benefit of another business or person beyond Allkem's business.

The Board, Management Team, employees, consultants and contractors cannot be implicated, directly or indirectly, in any business activity or external contract involving Allkem's business activities or work for the benefit of third parties with whom the Company has a commercial relationship. This type of activity requires the prior written consent from the Company.

## **11. CODE OF CONDUCT FOR DIRECTORS, MANAGEMENT TEAM, EMPLOYEES AND CONTRACTORS**

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The Company will endeavour to ensure that the above principles in this Code of Conduct are implemented and adopted by the Directors, Management Team, employees, consultants and contractors of the Company by incorporating these principles into the terms of their engagements.

Specifically, Directors, Management Team, employees, consultants and contractors will be encouraged and expected to:

- (a) act in the best interests of the Company;
- (b) actively promote the highest standards of ethics and integrity in carrying out their duties for the Company and to act honestly;
- (c) comply with the laws and regulations that apply to the Company and its operations;
- (d) not knowingly participate in any illegal or unethical activity;
- (e) disclose any actual or perceived conflicts of interest (whether of a direct or indirect nature) of which they become aware and not enter any arrangement or participate in any activity that would conflict with the Company's best interests or which they believe could compromise in any way the reputation or performance of the Company;
- (f) respect confidentiality of all information of a confidential nature which is acquired during the Company's business and not disclose or make improper use of such confidential information to

any person unless specific authorisation is given for disclosure or disclosure is legally mandated;

- (g) deal with the Company's customers, suppliers, competitors and each other with the highest level of honesty, fairness, and integrity and to observe the rule and spirit of the legal and regulatory environment in which the Company operates;
- (h) protect the assets of the Company to ensure availability for legitimate business purposes and ensure all corporate opportunities are enjoyed by the Company and that no property, information or position belonging to the Company (or opportunity arising from these) is used for personal gain or to compete with the Company; and
- (i) report any breach of this Code of Conduct to the Chairperson, Managing Director, Management Team, as appropriate, who will treat reports made in good faith of such violations with respect and in confidence.

## **12. COMPLIANCE WITH THE CODE OF CONDUCT**

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Any breach of this Code of Conduct is to be reported directly to the Managing Director, Chairperson or any representative of the Management Team, as appropriate. It can also be reported in accordance with the Whistleblower hotline (which is included in the Company's Whistleblower Policy). Non-compliance with this Code of Conduct may result in disciplinary action.

## **13. PERIODIC REVIEW OF THE CODE OF CONDUCT**

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The Company will monitor compliance with this Code of Conduct periodically by liaising with the Board, Management and staff especially in relation to any areas of difficulty which arise from the Code of Conduct and any other ideas or suggestions for improvement of the Code of Conduct. Suggestions for improvements or amendments to the Code of Conduct can be made at any time.

This policy has been approved by the Board of Directors and Executives of Allkem Limited.

This policy was reviewed and approved by the Board of Allkem Limited in March 2021.