



Workplace Behaviour Policy



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1. INTRODUCTION

Syrah Resources Limited (“Syrah” or “the Company”) is an Australian Securities Exchange listed industrial minerals and technology company with its flagship Balama Graphite Operation in Mozambique and a downstream Active Anode Material Project in the United States. Syrah’s vision is to be the world’s leading supplier of superior quality graphite and anode material products, working closely with customers and the supply chain to add value in battery and industrial markets.

2. PURPOSE

The purpose of this Policy is to ensure all employees are afforded a safe and productive work environment free from bullying, harassment and other forms of inappropriate behaviour. As such, this Policy aims to clearly define appropriate standards of behaviour in the workplace and employees will be held accountable for meeting these expectations at all times.

Syrah encourages employees to report all forms of inappropriate behaviour and this Policy outlines the channels in which they can do so. All reports of inappropriate behaviour will be taken seriously and managed confidentially (where possible) in line with the Company Values and applicable policies and procedures.

Syrah recognises that bullying, harassment and other inappropriate behaviour may be unlawful. Relevant legislation prohibiting such conduct includes, but is not limited to:

- Fair Work Act 2009 (Australia)
- Sex Discrimination Act 1984 (Australia)
- Age Discrimination Act 1992 (Australia)
- Disability Discrimination Act 1992 (Australia)
- Racial Discrimination Act 1975 (Australia)
- Labour Law 23/2007 (Mozambique)
- Fair Labor Standards Act (USA)
- Title VII and Title II of the Civil Rights Act of 1964 (USA)
- Age Discrimination in Employment Act (USA)
- Equal Pay Act (USA)
- Americans with Disabilities Act (USA)
- United Arab Emirates Penal Code (Dubai)
- United Arab Emirates Anti-Discrimination Law (Dubai)
- Universal Declaration of Human Rights (Global)

3. SCOPE

This Policy applies to all Syrah Group employees, consultants and representatives of the Syrah Group, herein referred to as “employees”.

The Syrah Group means Syrah Resources Limited and all related subsidiaries including Twigg Exploration and Mining Limitada, Syrah Resources & Trading DMCC, Syrah Global DMCC and Syrah Technologies LLC. A reference in this Policy to “Syrah” or the “Company” includes each member of the Syrah Group.

This Policy also applies to the behaviours of all employees wherever representing the Syrah Group during the course of their work, including in the workplace, both inside and outside of normal

working hours, during work activities, when dealing with clients or customers, and at all work-related events such as work-related trips including social events and any other irregular work environments such as off-site training or conferences.

4. COMPANY VISION AND VALUES

To realise our Vision, Syrah has established and is driving an organisational culture founded on its Company Values, that actively encourages diversity and inclusion and expressly prohibits all forms of bullying, harassment and other forms of inappropriate workplace behaviour. Further information regarding the Company's commitment to diversity and inclusion can be found in the [Diversity & Inclusion Policy](#).

The Company Values guide all workplace decisions and actions, and each employee is responsible for ensuring their own behaviour is aligned with these Values on all occasions. Alignment with the Company Values is a critical part of an employee's work performance and any observed breach or misalignment with these Values will be addressed as a performance issue.

The Company Values are outlined below:

- Good health and working safely at all times;
- Partnering with the community and stakeholders for sustainability;
- Integrity and fairness in all our business dealings;
- Being accountable for our decisions and actions; and
- Challenge and support our people to achieve their potential.

Employees in leadership roles have a particular obligation to:

- model the Company Values at all times;
- ensure their team members understand their responsibilities under this Policy; and
- immediately report any breaches of this Policy to ensure that all inappropriate and unlawful behaviour is addressed appropriately.

5. BULLYING

Syrah expressly prohibits all forms of workplace bullying.

Bullying is repeated behaviour directed towards an individual (or group of people) by another person (or group of people) that creates a risk to health and safety.

Bullying can be verbal, physical, social or psychological, direct or indirect, overt or covert, in person or online (i.e. cyberbullying) and often involves the deliberate misuse of power in relationships.

Examples of bullying may include:

- behaviour that intimidates or humiliates;
- unconstructive criticism, belittling or degrading comments;
- physical assault or threatening behaviour;
- teasing or making insensitive jokes;
- yelling and screaming;
- abusive, insulting or offensive language;
- undermining work performance by deliberately and repeatedly withholding information vital for effective work performance;

- psychological harassment or blackmail;
- isolating / excluding behaviours;
- assigning a person with unreasonable tasks, workloads or deadlines; and
- pressuring a person to behave in an inappropriate manner.

Single instances of the above behaviours are unacceptable and shall be immediately addressed by the Company. All substantiated occurrences of unacceptable behaviour will result in appropriate disciplinary action.

Leadership behaviour that constitutes reasonable management action is not considered workplace bullying. Managers have a right and a responsibility to assign tasks in line with business needs, monitor employee performance, provide (constructive) feedback, manage poor performance and take disciplinary action if required.

Examples of reasonable management action may include, but is not limited to, any of the following:

- performance management processes;
- disciplinary action for misconduct;
- addressing an employee about unsatisfactory performance or inappropriate behaviour;
- directing an employee to perform duties in keeping with their job; and
- maintaining reasonable workplace goals and standards.

6. SEXUAL HARASSMENT

Syrah expressly prohibits all forms of harassment.

Sexual harassment in the workplace is any unwelcome behaviour of a sexual nature where a reasonable person, having regard to all the circumstances, would have anticipated the possibility that the recipient of their harassment would feel unsafe, humiliated, offended or intimidated.

Examples of sexual harassment may include:

- unwelcome sexual advances;
- intrusive comments or questions about someone's private life or physical appearance;
- sexual innuendo or jokes of a sexual nature;
- uninvited physical conduct such as touching, patting, kissing or embracing;
- making threats or promises in return for sexual favours;
- staring or leering at a person or parts of their body; and
- sexually explicit emails, text messages, images or phone calls.

Behaviour between two people that is welcome, consensual and reciprocated does not constitute sexual harassment however, any behaviour of an amorous or sexual nature should be restricted to outside of the work environment.

Consensual personal workplace relationships can be defined as relationships between two employees of a romantic, intimate, and/or sexual nature. All personal workplace relationships between employees in a direct reporting line / departmental hierarchy must be confidentially disclosed to the Company to ensure that any actual, potential or perceived conflict of interest can be managed appropriately. This disclosure must be made to a senior member of the Human Resources team, the applicable General Manager or a member of the Executive Committee where appropriate.

Management who are aware of consensual personal relationships occurring within the workplace between employees in a direct reporting line / departmental hierarchy are also obligated to report these relationships to senior management in accordance with this Policy.

All other personal workplace relationships should be disclosed to the Company, however it is not a mandatory requirement.

Should the Company determine that a conflict of interest or other breach of this Policy exists, the Company will take fair and appropriate action to resolve the matter. The Company reserves the right to require employees to accept an alternative position if needed to prevent conflicts and other actual or potential breaches of this Policy.

All disclosures of consensual personal relationships in the workplace will be treated sensitively and with the strictest confidence.

7. OTHER FORMS OF INAPPROPRIATE BEHAVIOUR

7.1. Discrimination

Syrah expressly prohibits all forms of discrimination. Intention or motive is irrelevant when determining whether discrimination exists, rather it is the impact on the person(s) involved that forms the primary consideration for its existence.

Workplace discrimination is any distinction, exclusion or preference made on the basis of certain characteristics (the “Protected Characteristics”) that threatens, nullifies or impairs equal opportunity and treatment in the workplace. In many countries it is against the law to discriminate because of someone’s Protected Characteristics, which include:

- race;
- sex;
- age;
- gender;
- marriage and civil partnership;
- sexual orientation;
- disability;
- pregnancy and maternity;
- religion;
- political opinion;
- physical features;
- personal association with a person who is identified by reference to any of the above attributes.

This is not an exclusive list and further grounds may be listed under a relevant jurisdiction’s legislation.

Workplace discrimination can be either direct or indirect. Direct discrimination (also known as disparate treatment) occurs when a person or group is treated less favourably due to their Protected Characteristics. Some examples may include:

- offensive jokes about a work colleague’s Protected Characteristics;
- displaying inappropriate or derogatory pictures and screen savers in the workplace;
- repeatedly asking a work colleague personal or inappropriate questions; and

- expressing negative stereotypes about groups of people based on their Protected Characteristics.

Indirect discrimination (also known as disparate impact) occurs when a person or organisation imposes a certain requirement (rule, policy or procedure) that appears to treat all people equally, but has an unfair or disproportionate impact on a particular group or groups of people. If the requirement is not reasonable then this is likely to be considered indirect discrimination. Depending on the circumstances, some examples may include:

- failing to provide ramp access to a workplace where one of the employees uses a wheelchair; and
- failing to promote a part-time employee because of their non-attendance at team meetings which take place on their non-work days.

Employees should not be subjected to any form of discrimination in the workplace throughout all stages of employment including the recruitment and selection process, their conditions of employment, access to training, promotions, transfers and benefits, everyday interactions with colleagues and termination of employment.

Relevant laws may set out certain exceptions to discriminatory conduct. For example, it is not unlawful to discriminate against a person on the grounds of their disability if they are unable to perform the inherent requirements of the job.

7.2. Unconscious Bias

Evaluations of unconscious bias are central to eradicating discrimination in the workplace. Unconscious bias can be defined as human prejudice about people or groups of people and is often triggered by making quick decisions based on our own backgrounds, culture and personal experiences. People perceived to be similar to ourselves often can be treated more favourably than those who are not.

The Company trains its leaders to identify conscious and unconscious bias in the workplace and proactively implements diversity and inclusion initiatives to drive diverse representation and decision making throughout the Company. For further information pertaining to bias in the workplace see the [Diversity & Inclusion Policy](#).

7.3. Victimisation & Retaliation

Syrah expressly prohibits all forms of victimisation and retaliation. Victimisation and retaliation is subjecting, or threatening to subject a person or persons to detriment because they have objected to the way they are being treated, have raised a complaint, intend to raise a complaint or are assisting in an investigation process.

Victimising and retaliatory behaviour may include:

- demotion or dismissal;
- bullying and intimidation;
- being treated unfavourably;
- isolation or exclusion;
- the threat of any of the above; and
- any other conduct or action that would discourage someone from resisting or reporting conduct in breach of this Policy.

7.4. Vilification

Syrah expressly prohibits all forms of vilification. Vilification is any public act that incites or encourages hatred or severe ridicule towards a person or group of people because of their Protected Characteristics.

Racial prejudice is similar to vilification and will not be tolerated at Syrah.

8. RAISING A CONCERN

This section sets out the process that should be followed if an employee is being subjected to bullying, harassment or other forms of inappropriate behaviour.

Employees may, if they feel they are able to in the circumstances, raise the issue directly with the person(s) exhibiting this behaviour to let them know that their behaviour is unacceptable. This is often the quickest and simplest way to resolve an issue.

If raising the concern directly does not resolve the issue, or the employee does not feel comfortable raising the issue with the person directly, the employee should speak to their Immediate Manager or their respective Human Resources representative about their concerns. The Immediate Manager or Human Resources representative will then explore possible ways to resolve the complaint with the employee. This may include mediation or a facilitated discussion between the parties.

In some cases, the Immediate Manager or Human Resources representative may determine that the matter needs to be investigated further (by either an internal or external investigator). For example, this may occur where a matter is extremely serious or complex. In such cases and when consistent with the laws of the applicable jurisdiction, the investigation of complaints raised under this Policy will be conducted in a fair and objective manner that provides an opportunity for the parties involved to provide relevant information to the appointed investigator. The Company will also endeavour to ensure that all reports of inappropriate behaviour remain strictly confidential where possible so as to not prejudice the investigation process and to respect the privacy of those involved.

However, employees should be aware that:

- complete confidentiality may not be possible in certain circumstances, including situations where there is a serious threat to a person's health or safety or where there has been a breach of the law; and
- if an employee chooses for their identity to remain completely anonymous/confidential this can limit or prevent Syrah's ability to effectively investigate the matter or to take appropriate action as relevant employment laws may require that a person accused of misconduct is provided with the details of the misconduct alleged.

On occasions where it is not appropriate to address an issue directly with the person accused or an Immediate Manager, or where a matter has not been adequately resolved, employees are encouraged to report the issue to their next line Manager, a member of the Executive Committee or via the [Whistleblower Policy](#).

The Company expects all employees to immediately report any behaviour in breach of this Policy through the appropriate channels.

Complainants and persons involved in complaints will not be victimised or subjected to any detriment as a result of making a complaint or being involved in a complaint.

9. POLICY COMPLIANCE AND BREACH

Employees must not engage in conduct that is prohibited under this Policy. Employees are expected to behave in a manner consistent with the Company Values, treat colleagues with respect, demonstrate professionalism and comply with Company policies, procedures, plans, guidelines & standards at all times.

A breach of this Policy is a very serious matter, and therefore all substantiated breaches will lead to disciplinary action ranging from counselling or a warning, up to termination of employment, depending on the severity of the breach. If an individual breaks the law, they may also be held personally liable for their actions.

Employees who knowingly falsely accuse another person of breaching this Policy will also be subject to appropriate disciplinary action.

10. EMPLOYEE ASSISTANCE PROGRAM

External support is available for all employees and their immediate family members via the Company's Employee Assistance Program ("EAP").

The EAP is a confidential service providing employees with free 24 hour access to trained and qualified psychologists and counsellors. For more information on how to access the EAP service, please refer to the EAP Procedure.

11. POLICY REVIEW

This document will be reviewed periodically and updated in line with business and legislative requirements.

Syrah Resources Limited			
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