



Anti-Bribery and Corruption Policy

Dart Mining NL, ABN: 84 119 904 880 (**Company**)

Purpose of this Policy

Dart Mining NL (Dart) is committed to conducting its business in accordance with all applicable laws and regulations and in accordance with the values set out in Dart's Code of Conduct.

The purpose of this Policy is to:

- set out Dart's position on bribery and corruption, the responsibilities of employees to observe and uphold this position; and
- inform employees and provide guidance on how to recognize and deal with instances of bribery and corruption.

This Policy applies to all directors, officers and employees of Dart, as well as any contractors that may be engaged by Dart from time to time (Dart Personnel).

Regulatory Framework

- (a) *Criminal Code Act 1995* (Cth)
- (b) *Crimes Act 1914* (Cth)
- (c) *Proceeds of Crime Act 2002* (Cth)
- (d) *Corporations Act 2001* (Cth)
- (e) *Anti-Money Laundering and Counter-Terrorism Financing Act 2006* (Cth)
- (f) *Modern Slavery Act 2018*

Prohibited conduct

(a) Bribery

It is against the law to offer, pay or receive a bribe, regardless of whether such payment is made directly or indirectly. Dart Personnel must not, and must not cause any another person to, engage in conduct that amounts to bribery.

Bribery involves offering, giving or promising a benefit (monetary or otherwise) with the intention of improperly influencing another person for the purpose of obtaining a business advantage or as an inducement for the improper exercise of that person's function. This prohibition applies to benefits provided to both private third parties and government officials.

Examples of non-monetary benefits includes gifts, political or charitable donations, loans, business or employment opportunities and reciprocal favours.

In general, political and charitable donations are not prohibited by this Policy, provided they are not made with the intention of inappropriately influencing any decision or to gain a business advantage not legitimately due.

(b) Facilitation payments, secret commissions and other forms of corruption

Dart Personnel must not provide, or encourage the provision of, facilitation payments or secret commissions.

A facilitation payment involves an unofficial payment to a government official to enable and/or accelerate the performance of some governmental action (for example, obtaining official documentation or permits).

A secret commission involves the offer or provision of a commission to an agent of another person that is not disclosed by that agent to its principal, where the payment is made to influence the conduct of that agent in relation to the business of the principal.

In addition, Dart Personnel must not engage in any other act of corruption, including, but not limited to, fraud, embezzlement, money laundering and kickbacks.

(c) Gifts and entertainment

This Policy recognizes that certain gifts and corporate entertainment/hospitality are provided as part of normal and appropriate business relationships. While such conduct is not prohibited by this Policy, Dart Personnel must ensure that they comply with Dart's Code of Conduct when accepting or offering to provide any gifts or corporate entertainment/hospitality.

If any Dart Personnel are unsure about the appropriateness of gifts or entertainment, they should first raise the conduct with the Managing Director. In particular, Dart Personnel should not provide gifts or entertainment to government officials without first seeking the approval of the Managing Director, as in some circumstances this could be considered bribery.

What we do to monitor prohibited conduct

Whenever any Dart Personnel, engage a third party to act for or on behalf of Dart, controls and procedures need to be implemented to obtain comfort that the third party is and will continue to be compliant with its obligations (including in relation to bribery and corruption) and that their actions will not adversely affect Dart.

In this context, "third parties" includes any current or future agents, clients, distributors, intermediaries, suppliers, purchasers or contractors.

Dart Personnel must not provide money to a third party if they know or suspect that the third party may use or offer some or all of that money as a bribe.

It is important to note that the scope of this policy also includes matters occurring internally within Dart. The mechanisms for reporting such conduct are found in "Reporting inappropriate conduct" below.

Responsibility for monitoring compliance with this Policy is set out in the relevant Risk Matrices and is overseen by the Compliance Committee.

Reporting inappropriate conduct

All Dart Personnel are encouraged to report any improper conduct they believe to be in breach of this Policy. Reports can be made under this Policy to the Managing Director.

Dart will take appropriate steps to ensure that all matters are dealt with confidentially. Dart will ensure that Dart Personnel do not suffer any disadvantage as a result of reporting conduct in good faith in accordance with this Policy.

Record keeping

Dart must maintain appropriate and accurate records in relation to all dealings with third parties, including expenditure on gifts and entertainment. The Compliance Committee will periodically review the effectiveness of the system of controls and reporting undertaken to comply with this Policy.

Breach of this Policy

Certain breaches of this Policy may result in both civil and criminal liability for persons involved and for the company. Dart will treat all breaches of this Policy seriously and Dart Personnel involved in any inappropriate conduct may be subject to disciplinary action, including termination of employment.

Implications

Dart will be responsible for:

- Communicating this policy to employees; and
- Monitoring the implementation of this policy.

Review of Policy

The Managing Director reviews this policy annually.