



Anti-Bribery and Corruption Policy

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1. Introduction and Purpose

Reward Minerals Limited (**Reward**) is committed to conducting all of its business honestly, fairly and with integrity, and to complying with all applicable anti-bribery and corruption laws in Australia and in every country in which it operates. This Policy sets out the standards and behaviours required of all directors, officers, employees and contractors to prevent, detect and respond to bribery and corruption. Reward adopts a zero-tolerance approach to any form of bribery or corrupt conduct, whether involving public officials or private counterparties, and will take disciplinary or other appropriate action where this Policy is breached. The Board expects all people working for or on behalf of Reward to act in a way that upholds Reward's reputation and supports its long-term sustainability.

2. Scope and Definitions

2.1 Scope

This Policy applies to:

- All directors, officers, and employees of Reward;
- All contractors, consultants, agents, and representatives acting on behalf of Reward;
- All joint venture partners and other third parties with whom Reward conducts business;
- All Company-related subsidiaries and entities where Reward has operational control;
- All business activities and transactions conducted by Reward in any jurisdiction.

2.2 Definitions

“Bribery” means offering, promising, giving, or authorising the provision of money, gifts, or benefits to any person with the intent to influence that person's conduct or decision-making for the purpose of obtaining an improper advantage.

“Corruption” means the abuse of entrusted power or position for personal gain, including but not limited to bribery, fraud, embezzlement, extortion, collusion, and conflicts of interest.

“Public Official” means any person who:

- Holds a legislative, administrative, or judicial office (elected or appointed) in any country;
- Performs a public function for any government or state-owned enterprise;
- Works for a public international organisation;
- Is a political party official or candidate for political office.

“Associated Persons” means any individual or organisation associated with Reward, including employees, directors, officers, contractors, consultants, agents, representatives, suppliers, intermediaries, and joint venture partners.

“Facilitation Payment” means a small payment made to a public official to induce them to perform a routine duty they are already obligated to perform (eg processing permits, issuing licenses).

“Improper Advantage” means any advantage that the person is not legally entitled to receive, including favorable business decisions, regulatory approvals, or preferential treatment.

“Reward” means Reward Minerals Limited (ACN 009 173 602), or its wholly owned subsidiaries.

“Third Parties” means any organisation or individual with whom Reward conducts business, including but not be limited to advisers, agents, business partners, contractors, service providers, suppliers, government agencies, competitors and vendors.

3. Prohibited Conduct

3.1 Bribery and Improper Payments

Reward strictly prohibits the offering, promising, giving, requesting or accepting of bribes or any other improper advantage, either directly or indirectly through a third party. No person covered by this Policy may attempt to influence a decision maker by providing or receiving anything of value where the purpose, or one of the purposes, is to obtain or retain business, secure an improper advantage or reward the improper performance of a function. This prohibition applies to dealings with both public officials and private individuals or entities, and covers all aspects of Reward’s operations, including licensing, permitting, land access, procurement, sales and marketing, and community engagement. It is not an excuse that bribery is a common practice in a particular country or industry, and no employee will suffer adverse consequences for losing business or encountering delays because they refused to engage in bribery or corrupt conduct.

4. Gifts, hospitality and entertainment

Reward recognises that modest and reasonable gifts, hospitality and entertainment can, in some circumstances, be a legitimate way of building relationships and promoting Reward’s business. However, such benefits must never be offered, given, requested or accepted with the intention of improperly influencing a decision, and they must not create a sense of obligation or the appearance of impropriety. Employees must ensure that any gift or hospitality is proportionate, infrequent, consistent with local business practice, and compliant with applicable laws and the recipient’s own policies. As a general rule, gifts of cash or cash equivalents, such as gift cards or vouchers, are not permitted. Where gifts or hospitality exceed the monetary thresholds set by Reward from time to time, they must be recorded and approved in accordance with internal procedures, and any offer to or from a public official requires particular scrutiny and prior approval from the relevant manager or the Company Secretary. Reward may require the declination or return of gifts that are excessive, inappropriate or otherwise inconsistent with this Policy.

5. Facilitation payments

Facilitation payments, whether legal or tolerated in a particular jurisdiction or not, are prohibited by this Policy. Employees and associated persons must not offer or make small, unofficial payments or provide other benefits to public officials in order to expedite routine actions, such as the processing of visas, permits, customs clearances or the provision of basic services. If a person believes that a payment is demanded and that refusing to make it would put their personal safety at risk, they may make the payment but must report it as soon as practically possible to their manager or the Company Secretary, providing full details of the circumstances, amount and recipient. Reward will record any such incidents and assess whether additional controls, training or engagement with authorities are required to reduce the risk of recurrence.

6. Third parties, agents and intermediaries

Reward recognises that bribery and corruption risks frequently arise through third parties such as agents, intermediaries, consultants, joint venture partners and suppliers. Before engaging or renewing any relationship with such parties, Reward will conduct proportionate due diligence to assess their integrity, reputation and compliance history, particularly where they will interact with public officials or make decisions on Reward’s behalf. Agreements with third parties must include appropriate clauses requiring compliance with this Policy and relevant anti-bribery and corruption laws, and must allow Reward to monitor performance, request information and, where necessary,

terminate the relationship for non-compliance. Employees must not circumvent this Policy by using third parties to do what Reward itself is prohibited from doing.

7. Political and charitable contributions and sponsorships

Reward does not make political donations in cash or in kind on behalf of Reward unless expressly approved by the Board and permitted by law. Employees may not use Company funds, resources or their role within Reward to support political parties, candidates or campaigns, and any personal political activities must be conducted in the employee's own time and at their own expense. Charitable donations, community investments and sponsorships can be an important aspect of Reward's social contribution but may also create bribery risks if used to improperly influence decision makers or secure business advantages. Any such contributions must be transparent, made to bona fide organisations or initiatives for legitimate purposes, and approved in accordance with Reward's delegation of authority and community investment processes. Reward will maintain records of all political, charitable and sponsorship contributions and, where appropriate, will disclose them in its reports.

8. Books, records and financial controls

Reward will maintain accurate, complete and timely books, records and accounts that fairly reflect all transactions and dispositions of assets. No undisclosed or unrecorded funds, accounts, assets or liabilities may be established for any purpose, and false, misleading or artificial entries in Reward's records are strictly prohibited. All payments made and received must be supported by appropriate documentation and be authorised at the correct level in accordance with Reward's delegations and financial policies. Reward will implement and maintain internal accounting controls and approval processes designed to prevent and detect bribery and corruption, including segregation of duties, verification of invoices and monitoring of cash and non-cash benefits. Employees involved in financial processing or reporting must be particularly vigilant and must promptly escalate any irregularities or concerns.

9. Responsibilities and governance

The Board of Directors has ultimate responsibility for overseeing Reward's approach to anti-bribery and corruption and for approving this Policy. The Board delegates to the Audit or Risk Committee (as applicable) responsibility for monitoring the effectiveness of Reward's anti-bribery and corruption framework and for receiving reports on material issues. The Chief Executive Officer is responsible for implementing this Policy across the business and for fostering a culture of integrity and compliance. Day-to-day responsibility for coordinating the anti-bribery and corruption program, including training, advice, monitoring and reporting, rests with the Company Secretary or equivalent role. Managers at all levels must lead by example, ensure their teams understand and comply with this Policy, and address any concerns raised with them. Every person covered by this Policy has an individual responsibility to familiarise themselves with its contents, to complete required training and to seek guidance when uncertain.

10. Training and awareness

Reward will provide periodic training on anti-bribery and corruption requirements to employees and relevant third parties, tailored to their roles, risk exposure and geographic location. New employees will receive induction training that includes an overview of this Policy and the importance of ethical conduct in Reward's operations. Refresher training will be provided at appropriate intervals and whenever there are significant legal or policy changes or emerging risk issues. Reward will also make this Policy and supporting guidance available on internal platforms and, where appropriate, on its external website so that stakeholders understand Reward's commitments. Employees are expected to actively participate in training, ask questions where aspects are unclear and apply the learning to their daily decision-making.

11. Reporting concerns and whistleblower protection

Reward encourages everyone covered by this Policy to speak up promptly if they observe or suspect any actual or potential bribery, corruption or other misconduct. Concerns may be raised with a line manager, the Company Secretary, a member of the executive team or through Reward's dedicated reporting channels, which may include a confidential whistleblower hotline or email. Reports can be made in good faith without the need for proof, and Reward will treat all information sensitively and, to the extent possible, confidentially. Reward will not tolerate any form of retaliation, victimisation or disadvantage against a person because they have raised a concern, made a report or assisted in an investigation, and any such retaliation will itself be treated as a disciplinary matter. Where a report falls within the scope of applicable whistleblower protection laws, Reward will ensure that the protections and processes required by those laws are followed.

12. Investigations and consequences of non-compliance

All reports of suspected bribery, corruption or breaches of this Policy will be assessed and, where appropriate, investigated promptly, objectively and fairly. Investigations may be conducted internally or by external advisers, depending on the nature and seriousness of the allegations and any legal or regulatory considerations. Individuals are expected to cooperate fully and honestly with any investigation and to preserve relevant documents and information. Where a breach of this Policy is substantiated, Reward may take disciplinary action up to and including termination of employment or contract, and may also refer matters to law enforcement or regulatory authorities where required or appropriate. Reward may also review and strengthen its systems, controls and training in light of investigation findings to reduce the risk of recurrence.

13. Monitoring, review and continuous improvement

Reward will periodically assess the effectiveness of this Policy and the broader anti-bribery and corruption framework, including the adequacy of controls, training, reporting mechanisms and oversight. Risk assessments will be undertaken to identify areas of heightened bribery and corruption risk, taking into account factors such as country risk, the nature of counterparties, the use of agents and intermediaries, and the types of transactions involved. Reward will adapt its procedures and controls in response to changes in law, regulation, enforcement practice and industry standards, and will seek opportunities to strengthen its culture of integrity. The Board, or its delegated committee, will review this Policy at least every two years, or more frequently if necessary, and will approve any material amendments. Updated versions of the Policy will be communicated to employees and key stakeholders.

14. Implementation and further guidance

This Policy forms part of Reward's broader governance framework and should be read in conjunction with related policies and procedures, including the Code of Conduct and Whistleblower Policy. Questions about the interpretation or application of this Policy, or about specific situations that may present bribery or corruption risks, should be directed in the first instance to a manager or the Company Secretary. If there is any doubt about whether a proposed action is permissible, employees must seek guidance before acting. Ultimately, Reward expects all persons covered by this Policy to exercise sound judgement, to err on the side of caution, and to act in a manner that would withstand scrutiny by colleagues, regulators, shareholders and the wider community.

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