

# Code of Conduct

Policy

5 February 2025

PLS-POL-HR-001

## 1 PURPOSE

Pilbara Minerals Limited and its subsidiaries (PLS, the Group) are committed to conducting itself with integrity, honesty and fairness in all business practices and to observing the rule and spirit of the legal and regulatory environment in which the Group operates.

The purpose of this Code of Conduct (Code) is to:

- a) establish the standards of behaviour expected of the Board, senior executives and all other employees, consultants or contractors of the Group when dealing with each other, shareholders, other stakeholders and the broader community
- b) maintain confidence in the Group's integrity and support the Group's business reputation and corporate image within the community
- c) take into account the Group's legal obligations and the reasonable expectations of its stakeholders
- d) set out the responsibility and accountability of individuals for reporting and investigating reports of unethical practices; and
- e) make directors and employees aware of the consequences if they breach this Code.

This Code aims to ensure that the Group delivers on its commitment of integrity, honesty and fairness in its business practices, and to observing the rule and spirit of the legal and regulatory environment in which the Group operates, but it does not create any rights in any person including any employee, client, customer, supplier, competitor or shareholder.

This Code applies in addition to, and not to the exclusion of, the Group's other policies and procedures including its Policy on Continuous Disclosure, Shareholder Communication Policy, Securities Trading Policy, Diversity Policy, Sustainability, Social Media, Information Security, Whistleblower Policy, Anti-Bribery and Corruption Policy and Human Rights Policy as amended from time to time.

## 2 WHO DOES THIS CODE OF CONDUCT APPLY TO?

All directors, officers and employees of the Group must comply with this Code. The Board will also make advisers, consultants and contractors aware of the Group's expectations as set out in this Code.

This Code applies to all business activities with suppliers, contractors, customers, shareholders, competitors and employees in Australia and overseas.

Responsibility lies with each person covered by this Code to conduct themselves in accordance with this Code. If you have any questions about the Code, you should speak to the Company Secretary.

## 3 PLS VALUES

PLS' vision is to be **'A leader in the provision of materials supporting the global energy transition.'** This vision is underpinned by our mission to **'Power a sustainable energy future'** and supported by our PLS

Values that are at the heart of the Group's culture and how the team works together to achieve its vision and mission.



#### 4 COMMITMENT TO PLS VALUES AND THE CODE

Directors, officers and employees of the Group are committed to conducting themselves with integrity, honesty and fairness and to act in accordance with the Group's commitments under 'PLS Values' in all business practices. At the same time, each will observe the rule and spirit of the legal and regulatory environment in which the Group operates in accordance with this Code, including in relation to dealings with the Group's suppliers, contractors, customers, shareholders and competitors accordingly.

#### 5 RESPONSIBILITIES TO SHAREHOLDERS

The Group:

- a) aims to increase shareholder value within an appropriate framework of expected conduct and behaviours which safeguards the rights and interests of the Company's shareholders and its other stakeholders; and
- b) will comply with systems of control and accountability which the Company has in place as part of its corporate governance with openness and integrity.

#### 6 COMPLIANCE WITH LAWS

The Group has adopted a Compliance Policy which outlines the Group's commitment and approach with respect to compliance and a Compliance Framework. Their purpose is to ensure that the Group will comply with all legal and regulatory requirements which affect its business wherever it operates.

Any transgression from applicable laws and/or regulations is to be reported to the Group Manager – Risk and Compliance as soon as you become aware of such a transgression. Refer to the Company's Whistleblower Policy for further details on reporting compliance transgressions.

You should be aware of, and comply with, your duties and obligations under all laws and regulations relating to your work. You are encouraged to:

- a) understand the laws which affect or relate to the Group's operations; and
- b) attend training or read information presented by the Group or other external service providers to maintain your knowledge of the laws and regulations, as well as to increase your awareness of relevant legal and industry developments.

If you have a question as to whether a particular law or regulation applies or how they may be interpreted, please contact the Company's General Counsel.

## 7 CONFLICTS OF INTEREST

A conflict of interest may occur when an individual's personal interests could have the potential to affect, or could have the appearance of affecting their judgement, objectivity, or independence to properly fulfill their responsibilities to the Group. You may have a conflict of interest if, in the course of your employment or engagement with the Group:

- a) any of your decisions lead to an improper gain or benefit to you or someone associated with you, or
- b) your personal interests, the interests of someone associated with you, or obligation to some other person or entity, conflict with your obligation to the Group.

You must not involve yourself in situations where there is an actual, potential or perceived conflict of interest. Potential or perceived conflicts of interest exist where it could reasonably be perceived, or give the appearance, that a competing interest could improperly influence the performance of your responsibilities to the Group.

If you are concerned that you have a conflict of interest, you should disclose that interest to:

- a) the Chair in the case of a director, officer or the Managing Director & CEO
- b) the Managing Director & CEO in the case of a member of management; and
- c) a supervisor in the case of an employee.

So that it may be considered and dealt with in an appropriate manner for all concerned. You are responsible for notifying the Company of any actual or potential conflicts of interest.

## 8 PROTECTION OF ASSETS

You must use your best efforts to protect the Group's assets to ensure availability for legitimate business purposes and to ensure all corporate opportunities are enjoyed by the Group and that no property, information or position belonging to the Group or opportunity arising from these are used for personal gain or to compete with the Group.

## 9 PROTECTION OF CONFIDENTIAL INFORMATION

**Confidential Information** is information that the Group considers to be confidential and that is not generally available outside the Group and may include information of third parties to which the Group has access. It includes information that the Group owns, develops, pays to have developed or to which it has an exclusive right.

The Group and all directors, officers and employees must ensure that they do not disclose any Confidential Information to any third party or other director, officer or employee who does not have a valid business reasons for receiving that information unless:

- a) permitted or required under relevant laws or regulations; or
- b) agreed by the person or organisation whose information it is.

If Confidential Information is required to be provided to third parties or other directors, officers or employees for valid business purposes, the Group and its directors, officers and employees must:

- a) take adequate precautions to seek to ensure that the information is only used for those purposes for which it is provided and is not misused or disseminated to the Group's detriment. Such precautions include obtaining a confidentiality agreement or other undertaking (advice about these measures can be obtained from the Company Secretary); and
- b) take steps to ensure that the information is returned or destroyed when the purpose is complete.

These obligations continue to apply to you after your employment or engagement with the Group ends.

## **10 EMPLOYMENT PRACTICES**

The Group is committed to:

- a) equal employment opportunity and diversity
- b) respecting the human rights of its employees
- c) a safe workplace and maintenance of proper occupational health and safety practices commensurate with the nature of the Group's business and activities; and
- d) a workplace free from any kind of discrimination, harassment or intimidation of its employees.

## **11 RESPONSIBILITY TO THE COMMUNITY**

The Group will recognise, consider and respect environmental issues and other community concerns which arise in relation to the Group's activities and comply with all applicable legal and regulatory requirements.

You are expected to abide by all applicable legal and regulatory requirements and are expected to respect and care for the environment in which the Group operates.

## **12 SUSTAINABILITY**

The Group recognises that sustainability is central to its business. It acknowledges the impacts of its operations, but also the importance of its contribution to enabling a sustainable energy future.

The Group has adopted a Sustainability Policy which outlines the Group's commitment to sustainability and its internal expectations in managing the way it conducts its operations in line with this commitment.

As part of this Code all employees and contractors are expected to consider their actions and how they can assist in delivering on the Group's commitment to sustainability.

## **13 PRIVACY**

The Group respects your privacy and the privacy of others. You should familiarise yourself with, and comply with:

- a) the privacy laws of the countries where we operate; and
- b) any privacy policies the Group has in place which detail the appropriate processing and use of personal information/data.

## **14 FAIR TRADING AND DEALING**

The Group will deal with others in a way that is fair and will not engage in deceptive practices. When dealing with others, you must perform your duties in a professional manner, act with integrity and objectivity; and strive at all times to enhance the Group's reputation and performance.

## **15 GIFTS AND HOSPITALITY**

From time to time you may give or receive gifts or hospitality in connection with or arising from your connection with the Group. The purpose of appropriate gifts or hospitality in a commercial setting is to create goodwill and sound working relationships. However, you must not give, seek or accept any gift which goes beyond common courtesies associated with general commercial or customary practice.

Refer to the Group's Anti-Bribery and Corruption Policy for details of the requirements that must be met before a gift is given or received.

## **16 BRIBERY AND CORRUPTION**

Most countries, including Australia, have specific legislation prohibiting any person or company from offering a bribe to a government official or for an official to receive a bribe.

The Group has adopted an Anti-Bribery and Corruption Policy which details the Group's zero-tolerance approach to bribery and corruption. The Group does not permit or condone the making of payments (including payments in kind such as gifts, favours, etc.) to influence individuals to award business opportunities to the Group or to make business decisions in the Group's favour. You must not give, offer or receive a gift, bribe, inducement, favour or payment of any kind in expectation of preferred treatment.

## 17 CONSEQUENCES OF BREACH

Any breach of compliance with this Code is to be reported directly to the Managing Director, Company Secretary or Chair, as appropriate.

The Board will be informed of all reported breaches of this Code. In certain circumstances, breaches of this Code can also be reported in accordance with the Company's Whistleblower Policy which is available on the Company's website.

Anyone breaching this Code may be subject to disciplinary action, including termination of employment, and/or prosecution depending on the nature of the matter.

## POLICY HISTORY

The Group will monitor compliance with this Code periodically by liaising with the directors, officers and employees. Suggestions for improvements or amendments to this Code can be made at any time by providing a written note to the Company Secretary. The Board will review this Code biennially (every two years) or as required, where there is a significant change to the business, and update it as required.

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| <b>ESTABLISHED</b>   | 6 October 2016  |
| <b>LAST REVIEWED</b> | 5 February 2025 |
| <b>FREQUENCY</b>     | Every two years |