

CODE OF CONDUCT

PDI Gold Ltd (ACN 127 171 877)

1. Introduction

PDI Gold Ltd, together with all its subsidiaries, (“**PDI Gold**” or the “**Company**”) conducts business with integrity, respect, accountability, and full compliance with applicable laws. This Code of Conduct (the “**Code**”) sets the standards of behavior expected of everyone who acts for, or on behalf of, the Company. It exists to protect our people and communities, uphold our reputation, and ensure consistent, lawful and ethical decision-making across all operations and jurisdictions.

The Board approves and endorses this Code and supports this Code and all it strives to achieve. The Board encourages all staff to consider the principles of this Code and use them as a guide to determining how to respond when acting on behalf of the Company.

2. Scope and Application

This Code applies to directors, officers, employees, and to consultants who act for or represent the Company (the “**Personnel**”). The Company also expects suppliers and other business partners to uphold equivalent standards as a condition of doing business with it.

Breaches of this Code of Conduct may result in disciplinary action, up to and including termination, and may trigger legal consequences depending on severity required. This Code of Conduct complements, but does not replace, applicable laws and other company policies. Where local law or a PDI Gold policy imposes a higher standard, that higher standard applies.

The Board will be informed of any material breaches of this Code.

3. How to Use this Code (and Where it Fits)

The Personnel must use the Code as the first reference point for ethical decisions relating to the Company.

The Personnel must read it alongside applicable PDI Gold policies, particularly Whistleblower, Anti-Bribery & Anti-Corruption, Human Rights, and Supply Chain, which contain operational detail (e.g., approval thresholds, reporting channels, due diligence steps).

If a law, local procedure, contract or policy is stricter than the Code, the Personnel must follow the stricter requirement.

4. Speak Up (Whistleblowing) and Non-Retaliation

The Company relies on the Personnel to raise concerns about potential breaches of this Code, of law, or of other policies (including safety, environment, human rights, privacy, financial integrity or unethical conduct). The Company prohibits retaliation against anyone who raises a concern in good faith or participates in an investigation.

- Any member of the Personnel may report concerns via management, Legal/Compliance, HR, or through the speak-up channels described in the Whistleblower Policy (anonymous options available; confidentiality safeguards apply).
- Investigations will be conducted promptly, impartially and confidentially, with findings addressed appropriately.

5. Standards of Business Conduct

The following standards outline the behaviours expected of all Personnel when acting for or on behalf of the Company. They provide a clear framework to support sound, ethical and lawful decision-making and must be applied consistently across all operations and interactions.

5.1 Integrity, fairness and respect

Act honestly, fairly and respectfully in all business dealings. Treat colleagues, partners, suppliers, officials and community stakeholders with professionalism and courtesy. The Company does not tolerate discrimination, harassment or bullying of any kind. Employment decisions are based on merit, capability and business needs.

5.2 Compliance with laws and regulations

Comply with all applicable laws, regulations, licence conditions and permits in the locations where we operate.

5.3 Anti-Bribery & Anti-Corruption (ABAC)

The Company prohibits bribery, facilitation payments, kickbacks and any other form of corrupt conduct, in public or private sector contexts. You must follow the Anti-Bribery & Anti-Corruption Policy for approvals and record-keeping, including rules on gifts and hospitality, charitable contributions, engagement of agents, intermediaries. If in doubt, seek legal and compliance guidance before acting.

5.4 Anti-Money Laundering (AML), tax-evasion facilitation and sanctions

Do not engage in or facilitate money laundering, terrorist financing or tax-evasion. Apply risk-based third-party due diligence; escalate and decline suspicious transactions (e.g., unusual cash requests, offshore or unrelated accounts, third-party payment instructions, or complex structures without a legitimate purpose). Seek legal and compliance advice where sanctions, export-control or customs issues arise.

5.5 Fair competition

Compete vigorously but fairly. Do not participate in anti-competitive conduct (e.g., price-fixing, market, customer allocation, bid-rigging) or improper information exchanges with competitors.

5.6 Accurate records and financial integrity

Maintain complete and accurate records, accounts and disclosures. Off-book arrangements, improper classifications, or misleading entries are prohibited.

5.7 Protecting information, privacy and intellectual property

Safeguard confidential information, personal data and trade secrets. Use information only for legitimate business purposes and disclose it only where authorised and necessary. Intellectual property created in the course of your work for PDI Gold is PDI Gold property.

5.8 Use of company assets and technology

Use PDI Gold assets, systems and resources **for proper business purposes** and protect them against loss, damage, misuse or theft. Follow cybersecurity and acceptable-use rules; do not use systems unlawfully or for harassing, discriminatory or otherwise inappropriate content.

5.9 Public statements and market communications

Only authorised individuals may make public statements on PDI Gold's behalf. If your role involves external communications, follow applicable disclosure controls and obtain required approvals before sharing market-sensitive information.

5.10 Trading in securities

If you have access to inside information, do not trade in related securities or disclose that information to others. Follow any applicable securities-trading restrictions and blackout requirements communicated to you from time to time.

6. People, Safety, Communities and Environment

6.1 Health and safety

The Company is committed to a safe and healthy workplace. The Personnel must follow safety laws and our internal procedures, participate in training, stop work if conditions are unsafe, and report hazards or incidents immediately.

6.2 Human rights

The Company respects internationally recognised human rights and strives to identify, prevent, mitigate and, where appropriate, remediate impacts connected to our operations and business relationships, consistent with our Human Rights Policy.

6.3 Supply chain and modern slavery

The Company expects suppliers and contractors to uphold equivalent standards, including prohibitions on forced labour, human trafficking and other forms of modern slavery. A dedicated Supply Chain Policy is in development; until then, our controls are specified in relevant human-rights and procurement requirements and must be followed.

6.4 Communities and environment

The Company is committed to openly and respectfully engage with host communities and authorities. The Company respects human rights and cultural heritage, maintain effective grievance channels, and support appropriate community development initiatives. It aims to avoid resettlement; where unavoidable, any resettlement action plan will align with the IFC Performance Standards.

The Company is committed to comply with environmental laws, monitor and manage our impacts, integrate sustainability into decision-making, promptly address non-compliance, and report material environmental matters to the Board.

7. Personal and Professional Conduct

- Conflicts of interest: Avoid situations where personal interests conflict (or appear to conflict) with PDI Gold's interests. Disclose potential conflicts promptly and follow any mitigation measures.
- Gifts and hospitality (giving and receiving): Ensure they are modest, infrequent, and legitimate; never to obtain an improper advantage. Gifts, hospitality, accommodation or travel must never be offered or accepted where they could improperly influence, or appear to influence, a business decision. Improper benefits, including payments or advantages given to secure favourable treatment, are prohibited and may constitute offences under applicable laws
- Business agreements and contracting: Compete fairly and ethically. Obtain all internal approvals before executing agreements and honour contractual obligations.
- Confidentiality: Do not misuse or disclose confidential information, except where authorised or legally required.
- Substance use: Do not work while impaired by alcohol or drugs. Comply with site-specific testing and zero-tolerance requirements where applicable. A safe and healthy work environment is the responsibility of every employee.
- Information about competitors: Gather competitive intelligence only through lawful and ethical means.

- Email, internet and social media: Use responsibly and in accordance with acceptable-use and records-retention expectations.

8. Reporting Concerns

For guidance or to report a concern, you may contact:

- Ethics & Compliance (PDI Gold): cosec@pdigold.com.au
- PDI Gold's management,
- The Company secretary; and
- Or use the speak-up channels described in the Whistleblower Policy (anonymous options available; non-retaliation applies).

9. Policy's review

The Company Secretary 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 this Code and any other ideas or suggestions for improvement of this Code. Suggestions for improvements or amendments to this Code of Conduct can be made at any time by providing a written note to the Company Secretary.

If you wish to obtain more information regarding any aspect of the Company Code of Conduct, please ask your manager or consult the Company Secretary.

Date Approved	2026-05-27
Owner	Board of Directors