

## **ANTI-BRIBERY AND ANTI-CORRUPTION POLICY**

**PDI Gold Ltd (ACN 127 171 877)**

### **1. Introduction**

PDI Gold Limited and all of its subsidiaries (together, “**PDI Gold**” or the “**Company**”) conduct their business with respect, accountability, integrity and full compliance with applicable laws.

As bribery and corruption undermine business integrity and erode public trust, at the Company, we maintain a zero-tolerance approach toward any form of bribery, corruption, or improper influence, whether direct or indirect, and whether carried out by employees, officers, contractors, agents, or any third parties acting on our behalf.

#### ***How we define Corruption and Bribery***

Bribery means the offering, promising, giving, requesting or receiving of any financial or non-financial advantage with the intention of improperly influencing a person's actions, decisions or duties in order to obtain or retain business, secure an undue benefit, or influence the outcome of a process.

Corruption refers to the abuse or misuse of entrusted power for private gain, including improper conduct such as bribery, extortion, kickbacks, fraud, facilitation payments, or any act that distorts fair and lawful decision-making.

Both bribery and corruption involve behavior that undermines ethical business conduct, distorts transparency and accountability, and compromises the integrity and trust essential to the Company's operations.

### **2. Scope**

This policy applies to the Company's employees, directors, officers, and any third parties acting on behalf of the company, including agents, intermediaries, consultants, contractors, and joint venture partners, regardless of location.

Breaches of this policy may result in disciplinary action, up to and including termination.

### **3. Objective**

The purpose of this policy is to prevent, detect, and respond to bribery and corruption within PDI Gold's business activities. The policy sets clear expectations, defines prohibited conduct, outlines reporting mechanisms, and establishes roles and responsibilities for compliance.

This policy applies in accordance with all applicable anti-bribery and anti-corruption laws in Australia and in every country where PDI Gold, its subsidiaries, or its operations are located

### **4. Anti-Bribery and Anti-Corruption standard**

The Company strictly prohibits :

- Offering, promising, giving, or authorizing anything of value to any person or entity to obtain or retain business or an improper advantage;
- Soliciting, accepting, or receiving bribes or corrupt payments, directly or indirectly;
- Facilitation payments (small payments to expedite routine government actions);
- Engaging in any activity intended to improperly influence business decisions or government action.

All employees are expected to promptly report any suspected or actual bribery or corruption.

## **5. Agents and Intermediaries**

Prior to engaging agents, intermediaries, or third parties, the Company will conduct thorough due diligence to assess bribery and corruption risks. Contracts must include anti-bribery and anti-corruption clauses. Ongoing monitoring and periodic reviews are required to ensure compliance.

## **6. Gifts, Entertainment, and Hospitality**

Gifts, entertainment, and hospitality may only be provided or accepted if they are reasonable, proportionate, and intended to foster legitimate business relationships. All such exchanges must:

- Not be intended to influence business decisions improperly.
- Comply with local laws and company thresholds (e.g., monetary limits where applicable).
- Be declared and recorded in the company's Gifts and Hospitality Register.
- Be subject to prior approval for amounts above the established threshold.

## **7. Charitable and Political Donations**

Charitable and political contributions must not be used as a cover for bribery. All donations require prior approval from management and must undergo due diligence to ensure legitimacy and compliance with local laws.

## **8. Mergers and Acquisitions**

Before any merger, acquisition, or joint venture, the Company will conduct comprehensive anti-bribery and anti-corruption due diligence. This includes assessing the target's compliance history, reviewing policies, and examining business practices to identify and mitigate risks.

## **9. Reporting Bribery and Suspicious Activity**

Employees and third parties must report any suspected bribery or corruption via established reporting channels. Reports can be made to:

- PDI Gold's Ethics & compliance hotline: [cosec@pdigold.com.au](mailto:cosec@pdigold.com.au)
- Directly to management;
- The Company Secretary; and
- Use the speak-up channels described in the Whistleblower Policy (anonymous options available; non-retaliation applies).

The Company prohibits retaliation against anyone who reports concerns in good faith. Local reporting points are available at each operational site and are displayed on company noticeboards.

For further guidance, also refer to:

- PDI Gold Code of Conduct
- PDI Gold Whistleblower Policy
- PDI Gold Gifts and Hospitality Register

## **10. Policy's review**

The Company Secretary will oversee the periodic review of this policy by liaising with the Board, management and compliance especially in relation to any areas of difficulty which arise from policy and any other ideas or suggestions for improvement of this policy. Suggestions for improvements or amendments to policy can be made at any time by providing a written note to the Company Secretary.

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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.

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| <b>Date Approved</b> | <b>2026-05-27</b>  |
| <b>Owner</b>         | Board of Directors |

**Annex: Practical Procedure**  
**Reporting and Implementation Steps**

1. Identify: Recognize and document any suspected bribery or corruption incident.
2. Initial Report: Notify the ethics and Compliance hotline, your manager, the Company secretary, or use the speak-up channels described in the Whistleblower Policy (anonymous options available; non-retaliation applies).
3. Documentation: Record details of the incident, including date, parties involved, nature of the concern, and any supporting evidence.
4. Escalation: If the issue involves senior management or is particularly sensitive, escalate directly to the Board or Group Compliance.
5. Investigation: The Compliance Officer will initiate a confidential investigation, involving relevant stakeholders as needed.
6. Resolution: Findings will be reviewed, and appropriate remedial or disciplinary action will be taken if policy breaches are confirmed.
7. Feedback: The reporting party will receive confirmation of receipt and, where possible, information about the outcome, maintaining confidentiality.
8. Follow-up: All incidents and outcomes are logged for monitoring and future policy improvement.

All reports are treated confidentially, and PDI Gold upholds robust whistleblower protections.