

BBX MINERALS LTD

CODE OF CONDUCT POLICY

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For all the individual components of BBX Minerals Limited to operate as an effective collective, the Board establishes Company culture and goals. This is done through a vision, mission, and values.

Values are an expression of what the Company stands for and how it will conduct itself - by setting values for the Company, the Board will distinguish BBX Minerals Limited from other entities.

Not only do values underpin policies, procedures, and strategy they provide an anchor and a point of reference for all events that happen.

All stakeholders are entitled to expect the highest professional standard from all within the Company. Compliance with this Code and the Company's other policies will contribute positively to the good corporate governance of the Company as a whole.

The Board has determined and will communicate values in a top down manner.

The BBX Minerals Limited values viewed as necessary to safeguard the Company's success and which encourage and foster a culture of integrity and responsibility are:

- **Compliance**

We act in strict accordance with the laws of the jurisdictions in which we operate, meeting both local and international standards with regards to accepted business and operating practices. We are strongly committed to meeting internationally accepted standards regarding environmental sustainability.

- **Empathy**

We understand each other, recognising and respecting the rights of individuals regarding privacy, privilege and confidentiality. Under no circumstances is harassment, discrimination and bullying tolerated in our workplace.

- **Empowerment**

We employ people best qualified to achieve our goals and empower them to deliver results in line with Corporate objectives.

- **Integrity**

We are honest, fair and transparent in all our dealings with our workforce, stakeholders and the communities in which we operate

- **Teamwork**

We work together to achieve results in the best interests of all our stakeholders.

Compliance with Applicable Laws

In general terms, all within the Company must comply fully with applicable laws and avoid any situation that could be perceived as questionable, improper, unethical or indicate a casual attitude towards compliance with the law.

Everyone is expected to be sufficiently familiar with any legislation that applies to the Company's circumstances and shall recognise potential liabilities, if there is any doubt, clarification to be sought from the Chair.

All must observe the Company's "Securities Trading Policy". In conjunction with the legal prohibition on dealing in the Company's securities when in possession of unpublished price sensitive information, the Company has established specific guidelines for Employees intending to buy and sell the Company's securities. Buying or

selling securities when in possession of “inside information” is a serious breach of the Corporations Act (2001) (Cth) (Corporations Act), for which the penalties are severe.

Dealings with Government/Public Officials

Under no circumstances will the Company ever pay a bribe to a Government/Public Official, offer, provide or solicit, directly or indirectly, any special treatment or favour from a public official in return for anything of economic value or the promise or expectation of future value or gain - the Company’s stance on this issue is firm and unconditional.

Compliance with Accounting Requirements

Compliance with accounting provisions require that the Company properly records all payments and prohibits their characterisation in some other form.

The accounting provisions also prohibit the Company from maintaining off-record cash funds that may be accessed without senior management authorisation.

3rd Party Discussions

As the Company is a public company listed on the ASX, great care must be taken when discussing the Company’s business with third parties. In addition to the requirements of this Code concerning confidentiality and insider trading, comments must not be made which may be construed as representing the official views of the Company when they are personally held views. Only the nominated disclosure officers are authorised to provide comments about the Company.

Individuals have a right to give their opinions on political and social issues in their private capacity as members of the community.

Unpublished or privileged information must not be released unless done so under the authority of the Chair or Chief Executive Officer.

Breaches

The Company views breaches of this Code as serious misconduct. If anyone becomes aware of any breaches of this Code, the matter must be reported immediately to the Company Secretary. The Company Secretary has the responsibility to report the breach to the Board who must be informed of any material breaches of this Code of Conduct.

All are encouraged to raise any matters of concern in good faith without fear of retribution.

Employees who breach the policies outlined in the Code may be subject to disciplinary action, including in the case of serious breaches, dismissal.

I ACKNOWLEDGE that I have read and considered the Code of Conduct Policy of BBX Minerals Limited and agree to conduct myself in accordance with the Code.

Signature

Name

Date

Policy History

Date	Reason
June 2020	Revised