



Code of Conduct

August 2023



Contents

| | |
|---|---|
| Purpose of the Code | 2 |
| Our Values | 2 |
| Who this Code applies to | 2 |
| Personal Behaviour | 3 |
| Health and Safety | 3 |
| Business Conduct | 3 |
| Diversity and Inclusion | 4 |
| Conflicts of Interest | 4 |
| Insider Trading | 4 |
| Gifts & Hospitality | 5 |
| Additional Responsibilities for our Leaders | 5 |
| Breaches of the Code | 5 |
| Reporting Breaches of the Code | 6 |
| Variation to the Code | 6 |
| Acknowledgement | 7 |



Purpose of the Code

The Code of Conduct (Code) guides our behaviour and conduct at Liantown Resources Limited (**Liantown**). We hold ourselves to the highest standards of conduct and behaviour and this Code in partnership with our Values guides our decision-making, behaviour and what we can expect of ourselves and each other. We expect our Workplace Participants to uphold these standards both within and outside the workplace.

Our Values

Our behaviour, activities and decisions are guided by six key values. We expect all directors, officers and workplace participants to conduct themselves in a manner that upholds and promotes our values:

Safety

First, do no harm. In all our activities we must send everyone home safe, every day. This relates to not only our employees but also to our contractors, suppliers and to the communities in which we operate.

Sustainability

Batteries made from the lithium we produce are the key enabler of a low carbon economy. To meet the needs of the current generation, we must find and develop these resources, but we must do so in a way that reduces the environmental effects for future generations. Sustainability must be a core concept in all our operations. With our customers, we work towards a partnership in which the raw materials we produce are used efficiently and responsibly.

Integrity

We have many stakeholders who expect great things from us. We must deliver on our commitments while meeting high standards of conduct. We have the courage to do the right thing, even when it is the harder thing. We don't take 'shortcuts'.

Respect

Our work involves many relationships and many stakeholders with diverse objectives. We ensure all voices are respectfully heard and work toward solutions that balance the interests of all stakeholders.

Ambition

We don't just want to do well; we want to do better. We plan well, we act on these plans, but then we study to identify how we can improve for next time. The challenge of constant improvement is what motivates us. We set objectives and then discover how these can be achieved.

Sense of Team

We are a group of people who get together to do important work. We are inclusive. We celebrate diversity. We have fun.

Who this Code applies to

This Code extends to every member of the Liantown community. Whether you're a Board Member, employee, contractor, or sub-contractor (collectively called "Workplace Participants") everyone plays a vital role in upholding our standards. It's more than how we conduct ourselves at work, it's a commitment of every Workplace Participant to represent our values and standards in every interaction within and beyond our workplace.



We expect all Workplace Participants to:

Personal Behaviour

- Adhere to all laws, policies, procedures, guidelines, regulations, and contracts, ensuring full compliance in all actions.
- Follow all lawful and reasonable directions, demonstrating a spirit of cooperation and teamwork.
- Act ethically, responsibly and conduct themselves with honesty and fairness when dealing with customers, clients, suppliers, co-workers, management, and the general public.
- Immediately report any violations of laws, ethical principles, policies, or this Code to the appropriate channels.
- When required to leave the work premises for personal reasons, provide reasonable notice to the appropriate leader as soon as possible.
- Maintain truthfulness in all interactions with individuals encountered at the workplace, refraining from making false or misleading declarations during the performance of our duties or while representing Liontown.
- Comply with our **Conduct Standards** policies, ensuring that their conduct does not cause any reasonable person unwarranted offense or discomfort.
- Recognise that Liontown has a legitimate interest in the private activities of workplace participants when such activities may impact the Liontown's reputation with stakeholders, suppliers, co-workers, and the public. In the event of compromised reputation, be willing to participate in an investigation.
- Refrain from using offensive language that a reasonable person would find inappropriate or disrespectful.
- Refrain from any form of physical or verbal abuse in the workplace or work-related events.

Health and Safety

- Observe and comply with all work, health and safety policies and obligations, and co-operate with all procedures and initiatives implemented by Liontown.
- Don't engage in work activities in circumstances where there is a risk to self safety or the safety of others. If presented with any potential hazards, promptly report them to a supervisor or the appropriate authority.
- Ensure they are physically and mentally fit for work, taking necessary precautions to avoid actions that may negatively impact the health, safety, or wellbeing of others.
- Report any condition or issue which may affect their ability to perform their role safely or ethically and accurately to an appropriate leader as soon as possible.

Business Conduct

- Act with the utmost integrity and refrain from using their position at Liontown for personal gain.
- Respect Liontown's ownership of all its property, including funds, equipment, technology, supplies, books, records, and confidential information.
- Maintain the strict confidentiality of any confidential information, records, or materials acquired during their employment or engagement with the Liontown, both during and after their tenure.
- Comply with our **Social Media Policy** and other guidelines. Refrain from making unauthorised statements to the media about Liontown's business.
- Maintain and develop the knowledge and skills necessary to carry out their duties and responsibilities in their role at Liontown.



- Don't act for an improper or ulterior purpose that could harm Liontown, whether perceived or actual.
- Whilst employed by the Liontown, do not accept any employment with another organisation that is a supplier or competitor or any other employment that is in conflict with their position at Liontown without prior approval from the appropriate manager.
- Be aware of, and comply with, their duties and obligations under all laws and regulations related to their work. This includes understanding the laws that affect or relate to Liontown's operations and attending information sessions or external training to stay updated on relevant legal and industry developments.
- Comply with our **Environment Policy**. Give proper consideration and attention to safety and the environment. Comply with Liontown's environmental policies and follow lawful directions in all environmental dealings.

Diversity and Inclusion

- Comply with our policies on **Diversity** and **Standards of Conduct**. This includes refraining, preventing, and correcting behaviours, attitudes and norms that perpetuate inequity and exclusion.
- Value individual contributions regardless of factors such as gender, nationality, marital or family status, sexual orientation, age, disability or impairment, ethnicity, cultural background, religious beliefs, political conviction, union membership, socio-economic background, perspective, or life experience.
- Support and advocate for inclusion and diversity in all aspects of our dealings, dialogue, decision-making, processes, and procedures. Encourage open communication and a welcoming atmosphere for everyone.
- Empower each other to celebrate differences by attracting, retaining, and developing a diverse workforce where people feel valued and supported to perform their best.
- Foster a work environment that appreciates and acknowledges the contributions of individuals with diverse views and experiences. Recognise that our customers, community, and shareholders also benefit from diverse perspectives.

Conflicts of Interest

A conflict of interest is a situation where a Workplace Participant's interests outside of work are in conflict with the role they hold at Liontown. Conflicts of interest can be actual, potential or perceived and it is our duty to avoid and disclose them to an appropriate leader as soon as we become aware.

Workplace Participants may encounter a conflict of interest if:

- Their decisions lead to an improper gain or benefit to them or someone associated with them.
- Their personal interests, the interests of someone associated with them, or obligations to another person or entity conflict with their obligations to Liontown.

Workplace Participants are expected to:

- Not be involved in situations where there is a real or apparent conflict of interest with the Liontown.
- Where a real or apparent conflict of interest arises, report it to an appropriate leader in writing.
- Forward any reports of conflict of interest to the Company Secretary.

Insider Trading

Statutory prohibitions and penalties apply for buying or selling shares when material information about the affairs of Liontown are known which have not yet been made public. Workplace Participants are expected to:



- Not use for their own financial gain, or disclose for the use of others, inside information, obtained as a result of their engagement with Liantown.
- Comply with Liantown's **Securities Trading Policy** and follow reasonable and lawful instructions regarding periods of trade.
- Before deciding to buy or sell Liantown shares, carefully consider whether they have any confidential information which might make it appear that they are improperly trading.
- If they are not sure if information has been made public, discuss the matter with the Company Secretary.
- Not disclose information before it has been made public, this includes suggesting that it is a good time to buy or sell shares.

Gifts & Hospitality

From time to time, Workplace Participants may receive gifts or hospitality (Gift) in connection with or arising from their connection with Liantown. Workplace Participants are expected to:

- Comply with Liantown's **Anti Bribery and Corruption Policy**.
- Not give, seek or accept any Gift which goes beyond common courtesies associated with general commercial practice.
- Not accept or offer gifts and hospitality valued at over \$1,000 at any one occasion without prior approval.
- Register Gifts using the Gifts/Hospitality Declaration Form in accordance with Liantown's policy.
- Refuse or return gifts and hospitality if directed to do so by Liantown.

Additional Responsibilities for our Leaders

Workplace Participants who lead or supervise people, have additional responsibilities to ensure that behaviours and conduct are aligned to this Code and dealt with in accordance with our Policies and Procedures. Leaders or supervisors of people are expected to:

- Maintain a workplace culture where all participants understand what is expected of them and feel respected, valued, and supported to raise concerns or report issues.
- Ensure that our standards, policies, and procedures are accessible and clearly understood by all employees and other workplace participants.
- Consistently demonstrate integrity, honesty and behaviours aligned to this Code and our Values.
- Build and maintain a positive, safe, and respectful work environment that fosters inclusivity and provides opportunities for flexible work practices and spaces.
- Respect and maintain confidentiality, to the extent reasonably practicable, when conducting investigations into concerns, complaints, grievances, and disputes.
- Embed this Code daily into their dealings, discussions and processes.
- Avoid bias in decision-making and ensure compliance with procedures when administering rewards, performance counselling, or discipline.
- Never condone, permit, or fail to report any breaches of the Code by workplace participants. Promptly address any issues and escalate as necessary.

Breaches of the Code

Breaches of our Code of Conduct are taken seriously. Workplace Participants may be subject to disciplinary action, up to and including termination of employment or services if they:



- Breach the Code of Conduct.
- Breach our Policies, Guidelines or Procedures.
- Authorise or permit any breach by a workplace participant.

The Board should be informed of any material breaches of this Code of Conduct.

Reporting Breaches of the Code

Breaches of this Code can be reported to an appropriate leader, through our Intranet Raise a Concern portal through our Whistle-blower service.

Review of the Code

Liontown reserves the right to vary this policy at its discretion.

The Code will be periodically reviewed to check that it is operating effectively and whether any changes are required.

| Policy Ref. | Policy Name | Version | Author | Approving Authority | Approved Date |
|-------------|-----------------|---------|-------------------------|---------------------|----------------|
| P-2 | Code of Conduct | 3 | Head of Human Resources | Board of Directors | 10 August 2023 |



Acknowledgement

I acknowledge that I have read this Code and will comply, where applicable, with any of the policy content and procedures. Further, I acknowledge that I may be subject to disciplinary action, which may include termination, where I fail to comply with this Code.

Employee Name: _____

Employee Signature: _____

Date: _____





Liontown Resources Limited

Level 2, 32 Ord Street
West Perth, 6005
Western Australia
PO Box 284 West Perth WA 6872

t +61 8 6186 4600
e info@ltresources.com.au
www.ltresources.com.au

ASX-LTR
ABN 39 118 153 825