

Anti-Corruption & Bribery Policy

MRG Metals Limited

ACN 148 938 532

1. PURPOSE

MRG Metals Limited (MRG) is committed to complying with the laws and regulations of the countries within which it operates and ensuring that all business is conducted ethically and in accordance with its values. This policy has been created to provide clarity to all employees on these expectations.

2. SCOPE

This policy applies to all MRG directors, officers, employees and labour hire contractors (Employees).

3. POLICY

- Employees must avoid personal, financial or other interest which may conflict with their duties and responsibilities to MRG. Any interest which may constitute a conflict of interest must be promptly disclosed to the employee's direct manager or an appropriate senior manager.

Employees must receive written permission from the Chairman prior to accepting any external appointment, such as a board appointment (other than to the board of a non-trading family company) or working for another organisation. In the case of the Chairman, the Company Secretary will be responsible for reviewing and providing written permission.

Employees must not offer, promise, give, demand or accept any undue advantage, whether directly or indirectly, to or from:

- A public official
- A political candidate, party or party official
- A community leader or other person in a position of public trust, or
- Any private sector employee in order to obtain, retain or direct business or to secure any other improper advantage in the conduct of business

MRG prohibits the giving or receiving of gifts, or invitations involving travel, accommodation and entertainment in circumstances which could be considered to give rise to undue influence.

Failure to comply with the requirements of this policy will be investigated appropriately and addressed in accordance with MRG's Coaching, Counselling, Discipline and Termination Policy.

MRG supports an open and supportive environment, where employees can raise matters related to this policy in an appropriate and if required, anonymous manner.

Any material breaches of this policy will be reported to the Board.

This policy will be subject to review as relevant legislative and corporate governance requirements change or, as a minimum, every two (2) years.