WHISTLEBLOWER POLICY

Mineral Resources Limited (**MinRes** or **the Company**) is committed to conducting business lawfully, ethically and with integrity in every jurisdiction in which we operate.

MinRes expects everyone acting for or on behalf of MinRes to uphold this commitment and to speak up if they see conduct that fails to meet this standard. MinRes is committed to the effective reporting of corrupt, unethical, fraudulent and illegal practices, and to fostering a culture in which employees and anyone dealing with MinRes feel able to report such conduct without fear of reprisal.

PRINCIPLES

MinRes is committed to identifying and addressing wrongdoing, including alleged and suspected misconduct or illegal activity that otherwise may not be uncovered, as early as possible. This Policy establishes one of several channels that provide safe and effective avenues for employees and other stakeholders to raise concerns about Disclosable Matters (see definition below), and to encourage a speak up culture.

This Policy is designed to be consistent with the *Corporations Act 2001* (Cth), the *Taxation Administration Act 1953* (Cth) and associated regulations (together, the **Whistleblower Laws**).

This Policy applies to MinRes and its related bodies corporate, all "**MinRes Stakeholders**", defined for this purpose as MinRes' current and former officers including directors and company secretaries, employees (including but not limited to interns, graduates, secondees and volunteers), a person who supplies goods or services to MinRes, associates, contractors and sub-contractors, as well as any of their spouses, relatives or dependents, and current and former suppliers (whether paid or unpaid), their employees and spouses, relatives or dependents.

MinRes expects all MinRes Stakeholders to speak up and report any Disclosable Matters and reportable conduct. MinRes will provide upfront and ongoing training to all employees on MinRes' Whistleblower Policy, including on their rights and obligations, and to all MinRes internal Eligible Recipients who may receive disclosures, about how to respond to those disclosures. This Policy will be available on the intranet, MinRes public website, and MinRes Integrity Assist Platform.

REQUIREMENTS FOR PROTECTED DISCLOSURES

In Australia, the Whistleblower Laws provide for protection of whistleblowers.

You can make a "**Protected Disclosure**" under the Whistleblower Laws if:

1. you are an "**Eligible Whistleblower**"; and
2. the disclosure you make is about a "**Disclosable Matter**"; and
3. you make the disclosure directly to a person who is eligible to receive a protected disclosure (an "**Eligible Recipient**").

If you make a disclosure that meets all of these requirements, you will qualify for protection under the Whistleblower Laws. This is the case even if your disclosure later turns out to be incorrect. Each of these requirements, and the relevant definitions, are explained further in sections 1, 2 and 3 below.

Reasonable grounds to suspect

For information to be a Disclosable Matter, you must have reasonable grounds to suspect that the information you disclose concerns a Disclosable Matter (see the definition of a Disclosable Matter in section 2 below) ("**Reasonable Grounds to Suspect**"). Whether you have Reasonable Grounds to Suspect is assessed objectively, by reference to the reasonableness of the reasons for your suspicion. Your motive for making a disclosure, or your personal opinion of the person(s) involved, does not prevent you from qualifying for protection.

In practice, a mere allegation with no supporting information is not likely to be considered as Reasonable Grounds to Suspect. However, you do not need to prove your allegations.

ELIGIBLE WHISTLEBLOWERS

An Eligible Whistleblower is a MinRes Stakeholder who discloses information that they have Reasonable Grounds to Suspect concerns a Disclosable Matter in accordance with, and in the manner described by, this Policy, and qualifies for protection under this Policy and the Whistleblower Laws.

DISCLOSABLE MATTERS

Only disclosures of certain types of information will qualify for protection under the Whistleblower Laws.

Information is a "**Disclosable Matter**" under the Corporations Act if the Eligible Whistleblower has Reasonable Grounds to Suspect that the information disclosed concerns misconduct or an improper state of affairs or circumstances in relation to MinRes, a related body corporate or an officer or employee of MinRes, or in relation to the tax affairs of MinRes, related bodies corporate or an associate of MinRes. Misconduct is defined to include fraud, negligence, default, breach of trust and breach of duty. Conduct does not necessarily need to be "unlawful" to fall within the scope of "misconduct or an improper state of affairs or circumstances", and may include any of the following conduct that:

- constitutes an offence against, or a contravention of, specific legislation, including the Corporations Act 2001 (Cth) or the Australian Securities and Investments Commission Act 2001 (Cth);
- constitutes an offence against any other Australian Commonwealth law that is punishable by imprisonment for a period of 12 months or more; or
- represents a danger to the public or the financial system.

Information that indicates a significant risk to public safety or the stability of, or confidence in, the financial system is also a Disclosable Matter, even if it does not involve a breach of a particular law.

Examples of what may constitute a Disclosable Matter include concerns relating to:

- Fraud, theft, bribery or corruption;
- A serious or systemic breach of MinRes' policies (including such a breach of the Code of Conduct and Business Integrity, and the Anti Bribery and Corruption Policy);
- Criminal offences or suspected criminal offences;
- Sanctioned activities, such as importing and exporting goods or dealing with sanctioned individuals and companies;
- Detrimental conduct against a Whistleblower or another person in connection with actual or suspected whistleblowing (including threats of detrimental conduct); or
- Any deliberate concealment relating to the above.

Reports that are not about a Disclosable Matter do not qualify for protection under the Whistleblower Laws.

Other reportable conduct

In addition, MinRes Stakeholders should report any conduct or activity which they have Reasonable Grounds to Suspect poses a significant risk to our employees, the community, our property, our operations or our reputation – even where they are unsure whether the conduct isa Disclosable Matter under the Whistleblower Laws. Whilst this conduct or activity may not constitute a Disclosable Matter which qualifies for protection under the Whistleblower Laws, it may require further investigation or actions by MinRes, and/or be eligible for other protections, under this Policy or other MinRes policies.

MinRes Stakeholders will not be penalised for disclosing such conduct even if the conduct does not ultimately constitute a Disclosable Matter under the Whistleblower Laws or other reportable conduct under this Policy.

Personal work-related grievances

Except in certain circumstances, personal work-related grievances, including interpersonal conflicts, are not considered Disclosable Matters and therefore are not protected under this Policy or the Whistleblower Laws. Personal work-related grievances are those that relate to the discloser's current or former employment and have, or tend to have, implications for the discloser personally, but do not:

- have any other significant implications for MinRes (or another entity); or
- relate to any conduct, or alleged conduct, about a Disclosable Matter (as set out above).

Examples of grievances that may be personal work-related grievances include an interpersonal conflict between the discloser and another employee, a decision that does not involve a breach of workplace laws, a decision about the engagement, transfer or promotion of the discloser, a decision about the terms and conditions of engagement of the discloser or a decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

However, a personal work-related grievance will be protected under this Policy and/or the Whistleblower Laws if:

- it includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (mixed report);
- the grievance also concerns allegations of victimisation;
- the grievance:
    - constitutes a contravention of specific legislation, including but not limited to the *Corporations Act 2001* (Cth) and the *Australian Securities and Investments Commission Act 2001* (Cth);
    - constitutes an offence against any other law of the Commonwealth that is punishable by at least 12 months' imprisonment; or
    - represents a danger to the public or the financial system;
- the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- the grievance also has significant implications for MinRes (or another entity) that do not relate to the discloser; or
- the disclosure is made to a legal practitioner in order to obtain legal advice or legal representation about the operation of the whistleblower protections under the Whistleblower Laws.

Where you have a personal work-related grievance that is not protected under this Policy or the Whistleblower Laws as outlined above, we encourage you to raise the issue through MinRes' Speak Up channels or otherwise reach out to your MinRes leader or a member of the People Team.

False reports

An example of where you will unlikely have Reasonable Grounds" to Suspect alleged wrongdoing is where you make a deliberately false report.

MinRes Stakeholders who submit knowingly false reports will not be afforded the protections under the Whistleblower Laws or this Policy. Making a report that you know to be false will be taken seriously and may result in disciplinary action up. A report that you genuinely believe to be true, but which turns out to be incorrect is not a false report.

However, where you have some information leading to a suspicion about a potential "Disclosable Matter", but not all the details, MinRes encourages you to report the information to an Eligible Recipient or other person authorised to receive a Protected Disclosure, in accordance with section 3 below.

MAKING A DISCLOSURE TO AN ELIGIBLE RECIPIENT

MinRes encourages MinRes Stakeholders to make their disclosure (anonymously or otherwise) through any of the below channels, who can receive disclosures that qualify for protection under the Whistleblower Laws:

Whistleblower Protection Officers	Whistleblower Hotline	Other Eligible Recipients
Sarah Standish EGM Governance and Company Secretary **Sarah.Standish@mrl.com.au** +61 8 6159 9740 Andrea Chapman Director, People **Andrea.Chapman@mrl.com.au** +61 8 9329 3632	**MinRes Integrity Assist** An independent and confidential 24/7 external service Phone: 1800 951 300 Email: **minresintegrity@deloitte.com.au** Visit website: **www.minresintegrity.deloitte.com.au** Mail to postal address: MinRes Integrity Assist Reply Paid 12628 A'Beckett Street, Melbourne VIC 8006	General Counsel and Head of Legal and Commercial. A member of the Governance team. A member of the MinRes Senior Leadership Team. A Director or Officer of MinRes or a related body corporate. A senior manager of MinRes or a related body corporate (GM and above). An auditor, or a member of the audit team conducting an audit, of MinRes. An actuary of MinRes.

To qualify for protections as a whistleblower under the Whistleblower Laws, a discloser needs to make a disclosure directly to one of MinRes' Eligible Recipients (see table above), or to one of the other persons or bodies described below.

Anonymous disclosures are still protected under the Whistleblower Laws.

You may take steps to make the disclosure securely and outside of business hours if you wish. You can contact MinRes' Eligible Recipients, Whistleblower Protection Officers or the Whistleblower Hotline to arrange this.

MinRes also recommends that disclosers make disclosures securely, for example in a confidential email and by marking communications private. MinRes will also treat disclosures securely.

An employee or other person can also contact a MinRes Eligible Recipient, Whistleblower Protection Officers and/or the Whistleblower Hotline to obtain additional information before making a disclosure.

MinRes encourages all MinRes Stakeholders to contact the above Whistleblower Protection Officers in the first instance when raising a concern under this Policy. This will allow MinRes to identify and address any wrongdoing as early as possible.

However, if you feel uncomfortable reporting a matter to one of the above individuals, protected disclosures can be made to the Whistleblower Hotline, which is an independent and confidential external service. Further, a MinRes Stakeholder may also make a protected disclosure, and be afforded protections under the Whistleblower Laws, to the following persons/bodies:

- an independent lawyer for the purpose of obtaining legal advice or legal representation about the whistleblower protections. Disclosures to a legal practitioner are protected even if the matter is not ultimately a Disclosable Matter.
- a prescribed regulator such as ASIC, APRA or another Commonwealth body prescribed by law and be afforded protections under the Whistleblower Laws.

- in limited circumstances, a journalist or member of a Commonwealth, state or territory Parliament. Such disclosures are referred to as "public interest disclosures" or "emergency disclosures". In each case, you must first have made a disclosure to ASIC, APRA or another prescribed body, and must give that body written notice of your intention to make the further disclosure. For a public interest disclosure, at least 90 days must have passed since the original disclosure, you must have reasonable grounds to believe that action is not being taken, and you must have reasonable grounds to believe that the further disclosure is in the public interest. For an emergency disclosure, you must have reasonable grounds to believe that the information concerns a substantial and imminent danger to the health and safety or one or more persons or to the natural environment. The 90-day period does not apply to an emergency disclosure. In either case, further disclosure is limited to what is necessary. It is important that you understand the criteria for making a protected disclosure to a journalist or member of Parliament before doing so. We recommend that you contact an independent legal adviser if you wish to obtain further information regarding the strict criteria for making a protected disclosure to a journalist or member of Parliament.

Disclosures regarding tax affairs

Where the Disclosable Matter concerns MinRes' tax affairs, a MinRes Stakeholder may also disclose the information to the following persons or bodies and be afforded protections under the Whistleblower Laws:

- any employee or officer at MinRes with functions or duties that relate to the tax affairs of the Company;
- a registered tax agent who may or may not provide services to MinRes;
- a registered BAS agent who may or may not provide services to MinRes;
- the Commissioner of Taxation (i.e. the ATO) or the Tax Practitioners Board;
- the Inspector-General of Taxation;
- an entity prescribed by the regulations of which the Whistleblower is a member, for the purpose of obtaining assistance in relation to the disclosure; or
- a medical practitioner or psychologist for the purpose of obtaining medical or psychiatric care, treatment or counselling.

Information to include in disclosures

Disclosures should include as much of the following information as possible if known by the discloser:

- What occurred – the misconduct that has been witnessed or is suspected; the sequence of events leading up to the misconduct or the relevant suspicion(s); and any actions taken to confirm observations or suspicions.
- Who was involved – offer names and job titles of those involved in or associated with the concerns if known, or information that may help identify those that may have been involved in or associated with the concerns. Also offer names of others that may have witnessed what is being reported.
- How the misconduct was executed – describe any factors that may have enabled the misconduct or contributed to misconduct going undetected, being concealed or being previously unidentified.
- Where and when it occurred – the physical location where the misconduct occurred; the work location of those perpetrating misconduct; the location where the misconduct was observed; key dates of actions observed or suspected relating to the misconduct being disclosed.

Disclosers are encouraged to reveal, at the outset, any personal interest or involvement they may have in the matters being disclosed. A failure to disclose any personal interest will not prevent the Disclosable Matter or other reportable conduct being investigated. However, in these circumstances you will only be protected from detriment for making a Protected Disclosure – you will not receive immunity for your involvement in any misconduct or wrongdoing.

RESPONDING TO AND INVESTIGATING A DISCLOSURE

MinRes is committed to identifying and addressing wrongdoing as early as possible.

Upon receipt of a disclosure, MinRes will conduct an assessment to determine whether the disclosure is a Protected Disclosure (i.e. that it was made by an Eligible Whistleblower to an Eligible Recipient and that it is in relation to a Disclosable Matter). This initial assessment or triage stage may include undertaking initial inquiries or preliminary investigation steps to determine whether the disclosure is a Protected Disclosure.

MinRes will also consider how it will address the matters raised, including whether an investigation is required. This process may include:

- Assessing the disclosure and deciding whether an investigation is necessary or appropriate having regard to the facts and circumstances.
- Where an investigation is considered necessary and appropriate, appointing an investigator who is independent of the matters disclosed. The investigator may either come from MinRes or be referred confidentially to a third-party investigator, if deemed appropriate.
- Determining that no investigation is necessary (for example, because the matters disclosed do not constitute a Protected Disclosure or otherwise actionable misconduct or wrongdoing).
- Undertaking internal inquiries, such as a desktop review of relevant documentation or making discreet and confidential inquiries of relevant stakeholders.
- Referring the matter to the police where disclosures refer to criminal behaviour, or another authorised recipient or regulator such as ASIC or APRA.
- Providing updates on MinRes' handling of the disclosure, including progress and completion of any investigation and investigation findings to the Whistleblower, where appropriate and possible. The findings of any investigation will be documented and reported to those responsible for oversight of this Policy, while preserving confidentiality.
- Subject to the confidentiality and anonymity protections set out at section 5 below, reporting regularly to the MinRes Board of Directors (and/or designated Board Committee) on disclosures received, investigations underway and findings made.

MinRes may also take such other steps as it considers reasonable and appropriate to properly assess the disclosure and to determine appropriate outcomes, as permitted by the Whistleblower Laws.

MinRes will provide fair treatment to employees mentioned in disclosures or to whom disclosures relate. This may include taking steps to maintain confidentiality and, in matters subject to investigation, providing an opportunity for individuals to respond (where appropriate).

PROTECTIONS FOR DISCLOSERS

MinRes is committed to ensuring that the protections available under the Whistleblower Laws are afforded to any MinRes Stakeholder who makes a Protected Disclosure which qualifies for protection.

The following protections are available to Whistleblowers who make a Protected Disclosure under this Policy and the Whistleblower Laws:

Protection of anonymity. A discloser can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised. A discloser can also refuse to answer questions that they feel could reveal their identity at any time, including during follow-up conversations. MinRes encourages a discloser who wishes to remain anonymous to maintain ongoing two-way (anonymous) communication with MinRes, so MinRes can ask follow-up questions or provide feedback.

Protection of confidentiality. A discloser's identity or any information likely to lead to their identification cannot be disclosed except where an exception applies under the Whistleblower Laws:

- The discloser consents;
- The disclosure is made to a legal practitioner (for the purposes of obtaining legal advice or legal representation about the whistleblower provisions in the Whistleblower Laws);

- The disclosure is made to a regulator (e.g. ASIC, APRA or for tax matters, the Commissioner of Taxation) or a member of the Australian Federal Police or a person or body prescribed by Corporations regulations; or
- The information does not include the discloser's identity, MinRes has taken all reasonable steps to reduce the risk that the discloser will be identified from the information, and it is reasonably necessary for investigating the issues raised in the disclosure.
    - It is illegal for a person to identify a discloser, or disclose information that is likely to lead to the identification of the discloser, outside the exceptions outlined above. To protect confidentiality, MinRes will, where appropriate, redact personal information, refer to the discloser in a gender-neutral way, store records securely with access limited to those directly involved in handling the disclosure, and remind those people of their confidentiality obligations.
- Complaints about a breach of confidentiality can be raised internally through MinRes' Eligible Recipients, Whistleblower Protection Officers or the Whistleblower Hotline, or externally to regulatory bodies ASIC, APRA or the ATO.

- **Protection from detrimental acts or omissions.** MinRes does not tolerate detrimental conduct, whether actual, threatened, conditional, unconditional or alluded to, because a discloser or any other person has made, may have made, proposes to make or could make a Protected Disclosure. Detriment can include dismissal, injury in employment, harm or injury (including psychological), changing an employee's position or duties to their disadvantage, discrimination, harassment or intimidation, and damage to a person's property, reputation, business or financial position.
- **To protect disclosers from detriment**, MinRes will, where appropriate, assess the risk of detriment after receiving a disclosure, put in place support and protective measures, and investigate any complaints of detriment.

MinRes encourages disclosers to raise concerns about any detriment they have suffered with MinRes' Eligible Recipients, Whistleblower Protection Officers or the Whistleblower Hotline. Whistleblowers may also seek independent legal advice or compensation if they suffer detriment.

However, the following are examples that are not detrimental conduct: administrative action that is reasonable for the purpose of protecting a discloser from detriment (e.g. moving a discloser who has made a disclosure about their immediate work area to another office to prevent them from detriment), and managing a discloser's unsatisfactory work performance, if the action is in line with MinRes' performance management framework.

Immunity from liability. A discloser may be entitled to other legal protections, including:

- Protection from civil, criminal, or administrative legal action for making a disclosure.
- Protection from contractual or other remedies being sought against them based on the disclosure.
- The information provided may not be admissible in evidence against them in legal proceedings, except for proceedings in respect of the falsity of the information.

- **Compensation and legal remedies.** A discloser (or any other employee or person) can seek compensation and other remedies through the courts if they suffer loss, damage or injury because of a disclosure, and MinRes failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct. MinRes encourages disclosers to seek independent legal advice in relation to compensation and remedies.
- The above protections do not grant a discloser immunity against civil or criminal liability for any of their conduct which may be revealed by a disclosure.

Any individual who breaches this Policy will face serious consequences and disciplinary action, up to and including termination of employment or engagement. They may also be exposed to criminal or civil liability for contravention of relevant legislation including the Whistleblower Laws. MinRes reserves the right to refer matters to law enforcement or regulatory bodies at any time should the misconduct in MinRes' reasonable opinion warrant such a referral.

OTHER SUPPORT FOR DISCLOSERS

MinRes appreciates that making, or being the subject of, a disclosure can be distressing, and you may require additional support.

The MinRes Employee Assistance Program (EAP) is a free, professional and confidential service. Get in touch by visiting **www.assureprograms.com.au** or calling 1800 808 374.

MinRes' Mind Matters services are available Monday to Friday business hours and can be contacted at **mentalhealthservices@mrl.com.au**.

Lifeline provides compassionate support for people in crisis. Get in touch at **www.lifeline.org.au** or by calling 13 11 14.

REVIEW OF POLICY

This Policy will be reviewed every two years by the EGM Governance and Company Secretary to ensure it remains effective and consistent with the Whistleblower Laws.

Approved by the Board of Directors
16/11/2026