



Anti-bribery and Corruption Policy

Strategic Energy Resources Limited

ACN 051 212 429

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Document History

Version	Summary of Amendments	Approved by	Approval date
1.0	New Anti-Bribery and Corruption Policy	Board	21 October 2019
2.0	Biennial Review of the Policy	Board	19 March 2024

Legislative and Regulatory Framework

Authority	Law, Resolution or Regulation
ASX Corporate Governance Council	ASX Corporate Governance Council's Principles and Recommendations (4 th Edition) – Recommendation 3.4 (“ ASX Principles ”)
Australian Government	Corporations Act 2001 (Cth) (“ Corporations Act ”) Australian Criminal Code Act 1995
Australian Securities Exchange (ASX)	ASX Listing Rules 4.10.3 ASX Listing Rules Guidance Note 9 (collectively referred as “ Listing Rules ”)
Other	Anti-bribery and Corruption related laws relevant to the location or jurisdiction in which the Company operates.

Other Policy Details

Key Information	Details
Approval Body	Strategic Energy Resources Limited Board of Directors
Key Stakeholders	Strategic Energy Resources Limited Board of Directors Strategic Energy Resources Limited Audit and Risk Committee Strategic Energy Resources Limited Senior Management
Responsibility for Implementation	Managing Director
Policy Custodian	Company Secretary
Next Review Date	19 March 2026
Reference Policies	Statement of Values Code of Conduct Whistleblower Policy

1. Introduction

- 1.1 Strategic Energy Resources Limited and its subsidiary (“**Company**”, “**SER**”, “**we**”, “**our**”, “**us**”) is committed to conducting its operations and business activities with integrity and preventing bribery or corruption by any of its directors, officers, employees or any other party acting on its behalf. SER is committed to complying with all laws that apply to it, including anti-bribery and corruption laws.
- 1.2 The purpose of the Anti-Bribery and Corruption Policy (**Policy**) is to:
- (a) supplement SER’s Code of Conduct by setting out the conduct expected by the Company to minimise the risk of bribery or corruption occurring in connection with its operations and activities; and
 - (b) provide guidance on how to deal with instances of bribery or corruption.

2. Application of this Policy

- 2.1 This Policy applies to SER and its directors, officers, employees, secondees, consultants, contractors and to any agents, advisor, third party or other individual who is, from time-to-time engaged by or paid to represent the Company and its subsidiaries in the conduct of its ordinary business.
- 2.2 This policy applies globally to all SER’s operations. The principles of this Policy will apply whether or not the country in which SER is operating has specific anti-bribery and anti-corruption laws. If this Policy differs from local law, SER’s representatives will comply with whichever is most stringent.

3. Prohibition on bribery and corruption

- 3.1 Bribery and corruption in any form are prohibited.
- 3.2 Bribery involves the offering, giving, soliciting or accepting of a benefit (monetary or otherwise) to any person where the benefit is:
- (a) not legitimately due;
 - (b) offered or given to that person with the intention of influencing them in the exercise of their duties or functions; and
 - (c) offered or given with the intention of obtaining business or a business advantage that is not legitimately due to SER.
- 3.3 For the avoidance of any doubt:
- (a) this prohibition on bribery applies irrespective of whether the person sought to be influenced works in the public or private sector;
 - (b) the prohibition applies throughout the world;
 - (c) it is irrelevant whether a bribe is accepted or ultimately provided. Merely offering a bribe is a contravention of this Policy and usually is sufficient for an offence to be committed;
 - (d) this prohibition is not subject to any local customs or business practices; and

- (e) bribery and corruption includes facilitation payments to Public Officials and the giving or receiving of secret commissions.
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4. Gifts and entertainment

- 4.1 SER does not permit the exchange of gifts or involvement in hospitality activities that is beyond general commercial practice or that occurs in circumstances that could be considered to give rise to undue influence.
 - 4.2 A declaration must be made in the Gifts and Entertainment Register where the offer or acceptance of gifts (including personal favours) or hospitality is over AUD500. The entry must:
 - (a) include the value (or approximate value) of the gift or hospitality and whether the gift or invitation to participate in hospitality was accepted or declined; and
 - (b) must be accurate and must not distort or disguise the true nature of the entry.
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5. Approval of Gifts and Entertainment

- 5.1 Employees must seek approval from their line managers for any offer of Gifts and Entertainment over AUD500, as soon as the offer is made, before accepting or acknowledging it.
 - 5.2 Line managers must communicate their decision in relation to any Gifts and Entertainment notification from Employees within five (5) business days from receiving it.
 - 5.3 The line managers must ensure the Gifts and Entertainment is recorded in the Gifts Register.
 - 5.4 Notification or requires requiring approval from the Chair, are to be communicated through the Company Secretary.
 - 5.5 For the avoidance of doubt, it is clarified that Employees are required to notify their line managers of every offer of Gifts and Entitlement regardless of value.
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6. Donations

Political donations

- 6.1 SER Personnel must not, on behalf of the Company, make a political donation to any political party, politician or candidate for public office in any country unless the donation has been approved in advance by the Board and complies with the local law and government policies of the jurisdiction where the donation is made. It must also be recorded accurately in SER's accounts.
- 6.2 Attendance at political gatherings, meetings and functions in a professional capacity is permitted where there is a legitimate business purpose. Records of attendance (and the cost of attendance) must be declared in the Gifts and Entertainment Register.

Charitable donations and social programs

- 6.3 Apart from political donations, SER may make charitable donations and contribute to social programs (e.g. community education and health programs) as permitted by local laws and practices. No charitable donation or social programs may be offered or made on behalf of SER without the prior approval of the Chairman.

- 6.4 Care must be taken to ensure that charitable donations and social programs are applied for a legitimate and appropriate purpose.
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7. Engaging with third parties

- 7.1 Before engaging with a third party, employees must conduct a risk assessment of whether the prospective third party is exposed to corruption risks or otherwise exposes SER to corruption risks.
- 7.2 In situations where a corruption risk is identified, SER employees must ensure:
- (a) The third party understands SER does not tolerate bribery or corruption in any form;
 - (b) The third party is aware of this policy and understands it applies to them; and
 - (c) Where appropriate/necessary, reference to this policy is included in any contract/agreement with third parties.
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8. Consequences on non-compliance

- 8.1 Bribery and the other types of improper payments prohibited by this Policy are prohibited under the laws of the countries in which commercial dealings on behalf of the Company take place.
- 8.2 Under relevant laws, for companies, possible consequences of contravention include the imposition of substantial fines, exclusion from tendering for government or private contracts and reputational damage. For individuals, possible consequences include criminal and civil liability with associated significant fines and/or lengthy terms of imprisonment.
- 8.3 Further, any breach of this Policy by SER Personnel or third parties acting on the Company's behalf is a serious matter that will be investigated and addressed by the Company. It may result in disciplinary action, including immediate termination of employment or engagement with SER.
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9. Reporting procedures and queries

- 9.1 All employees and associates of SER are encouraged to report any violations of this Policy, including to the Chairperson or Company Secretary.
- 9.2 The Whistleblower Policy applies to all such reports.
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10. Monitoring and Review

- 10.1 The Gift Register is subject to the Managing Director's review.
- 10.2 The review will enable the identification and management of any potential risks or abuse, e.g., if a Third Party is presenting a significant number of gifts to various / a particular employee or if the Third Party is offering frequent and substantial Gifts and Entertainment to employees, e.g. dinners, seats at sporting events, access to corporate boxes at sporting or cultural venues, upgrades on flights, theatre tickets etc.
- 10.3 The regular audits and reviews will provide the Board assurance that they are effective in countering bribery and corruption. Any findings/ risks will be reported to the Board.
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11. Training awareness

- 11.1 All Company Personnel will be provided a copy of the Policy as part of the employee onboarding exercise and as and when there has been a change to this Policy. All employees will need to acknowledge that they have read and understood the Policy on the training portal or other platforms as required by the Company.

12. Review of this Policy

- 12.1 The Company will review this Policy biennially or as often as considered necessary.
- 12.2 Any amendment to this Policy must be approved by the Board.

Appendix

Employee acknowledgement

I acknowledge that I have read and understood the *Anti-bribery and Corruption Policy* of Strategic Energy Resources Limited and understand that I am obliged to observe the requirements of this Policy and to communicate this Policy and its obligations to the entities and staff under my control or supervision.

Your Name:

Signature:

Date: