



BBX Bribery and Corruption Policy

BBX is committed to maintain a high standard of Integrity, good corporate governance and Investor confidence

This policy provides guidance on the standards of behaviours to which we must adhere. The policy is designed to help identify when something is prohibited so that bribery and corruption is avoided and to provide help and guidance if there is a problem and further advice is needed.

This policy

- Sets out the responsibilities of BBX employees in
 - Upholding the prohibition on:
 - Bribery, facilitation payments and secret commissions
 - Fraud
 - Improper conduct
 - Dealing with third parties relating to the above
 - Accepting gifts and hospitality

Who does this policy apply to.

This policy applies to all employees of BBX Minerals Ltd and each subsidiary and or JV or associate companies.

- Employees – means a person directly employed by BBX on a permanent or part time position
- Contractor – means an individual engaged by BBX to provide services directly or indirectly under a commercial contract

1. Bribery, Facilitation Payment, Secret Commission

- i. Bribery is the act of offering, promising, giving or accepting a benefit in circumstances where the intention is to influence a person or official
- ii. It is undertaken to obtain a business advantage or personal advantage
- iii. The benefit may be monetary or non- monetary
 - a. Political donations
 - b. Charitable donations
 - c. Loans
 - d. Reciprocal favours
 - e. Business or employment opportunities
 - f. Corporate hospitality

2. Facilitation Payments

A payment is made to secure or expedite a routine government action by an official or employee.

3. Secret Commissions

Typically arise where a person or entity offers to give a commission to an agent or representative of another person. Such payment is made to influence the conduct of the principal's business

All employees are:

Strictly forbidden from

- Engaging in bribery or any other forms of corruption
- Making facilitation payments
- Paying secret commissions

All employees must act honestly and adhere to the highest ethical standards and act in compliance with the relevant legal requirements

Fraud

All employees are strictly prohibited from engaging in fraud

- Theft of money or other property
- Falsification, concealment, destruction and or use of false documentation being used or intended for the use for a normal business purpose.
- Improper use of information for personal benefit.

Dealing with Third Parties

BBX engages with third parties in a range of business conditions

Third parties include agents, suppliers and contractors

BBX may be liable under anti bribery and corruption laws for the improper conduct of the third parties.

When a third party is retained BBX must

- CEO must be contacted so they can determine if due diligence is required to be conducted
- Standard terms are incorporated in all contractual arrangements
- Full oversight is maintained of work undertaken by the third parties

Joint Ventures

Where BBX controls a joint venture that entity must comply with this policy

Gifts and Hospitality

The term gift includes

- Tangible items of value
- Service of value
- Favours that enhances a person materially
- Benefits or things of value including cash
- Items, service favour, benefit or things given at less than market value

Corporate Hospitality

Includes (but not limited to)

- Meals
- Travel
- Entertainment
- Accommodation
- Vouchers or certificates to be redeemed for hospitality items

Prohibitions on Offerings or Receiving Gifts or Corporate Hospitality

Giving and accepting or receiving gifts or corporate hospitality is quite common in many circumstances. However, employees are strictly prohibited from:

- Accepting gifts /hospitality that could be considered to give rise to undue pressure
- Entertainment of a sexual nature
- It does not include cash loans
- It does not include air travel unless approved by the CEO/Chairman
- Except as per below it is recorded in the gift and hospitality register

If a gift or hospitality is valued at more than \$100 or more per person it must be recorded in the gift register within 14 days of receipt

Political Donations

BBX will not any political donations and all employees are strictly prohibited from making donations

Charitable Donations

BBX is committed to the community. BBX may make donations as approved by the Board of Directors.

Accounting and Record Keeping

BBX entities must keep accurate and complete records of all transactions.

In accordance with generally accepted accounting principals and practices and as reviewed each year by the companies Auditors in the 6-month and 12-month accounts.

Compliance with Local Laws

Employees must comply with all laws of the operating country.

Vigilance and Reporting

Any employee who suspects that this policy has been breached must report the issue immediately to

- The Company's CEO
Or
- The Chairman of BBX's Board of Directors

A breach of this policy by employees will likely be recorded as serious misconduct leading to disciplinary action which may include termination of employment or disengagement with or without notice. A breach of the policy could expose an individual to criminal and civil liability and could result in imprisonment or significant financial penalties.

30 June 2018
BBX Minerals Ltd

Policy Attestation

Each year the Board of Directors will review this policy during the annual audit review

- The directors and CEO and management will attest to compliance with this policy each year during the company's audit process (6- and 12-month review)
- Any staff and contractors will attest to this policy every 6months in line with the Company's audit reviews