

Anti-Bribery and Corruption Policy

Introduction

Silver Mines Limited (“**Silver Mines**” “the **Company**” “the **Group**”) is committed to maintaining a high standard of integrity, investor confidence and good corporate governance.

Purpose

The purpose of this policy is to set clear standards of behaviour of directors, senior executives, officers, employees and consultants of the Company or any subsidiary or other related body corporate of the Company (collectively, “**Managers**”). This policy promotes ethical business practices and aims to prevent bribery and corruption within the Group and within each member of the Group.

This policy applies to all Managers and all Managers are required to comply with this policy. The Managing Director of the Company, directors and senior executives of the Company are accountable for ensuring that each Manager who reports to them acts in accordance with the provisions of this policy.

This policy also applies to any third party individual, company or other entity acting on behalf of the Company or any other member of the Group, and for the purpose of this policy each of these parties will also be included within the meaning of the definition of a Manager.

Bribery and Corruption

Bribery is the act of offering, promising, giving or accepting a benefit with the intention of influencing a person who is otherwise expected to act in good faith or in an impartial manner, to do or omit to do anything in the performance of their role or function, in order to provide any member of the Group with a business advantage that is not legitimately due. The relevant laws apply to bribery of public officials as well as bribery in respect of any commercial transaction in the private sector. Merely offering a bribe will usually be sufficient for an offence to be committed. As a receiver of a bribe or the offer of a Bribe (as defined below), Bribery includes demanding, requesting, receiving, accepting, authorising, soliciting, or agreeing to accept, receive or take a Bribe directly or indirectly. A Bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage and can take the form of gifts, loans, fees, rewards or other advantages.

Corruption is the misuse or abuse of a public or private office or power for personal gain. This includes but it is not limited to money laundering, embezzlement or corruption of justice.

Managers are not permitted to:

- give or take, or offer to give or take, Bribes or be involved in an act of Bribery, whether directly or indirectly; or
- to be involved with any other forms of Corruption, whether directly or indirectly.

Gifts and Hospitality

Managers must take utmost care when giving and accepting gifts, hospitality or entertainment.

Gift giving, hospitality and entertainment can help promote the Company’s corporate image and provide opportunities to strengthen business relationships, and they may also be customary in accordance with many business practices. However, Managers must take care and always act legally, ethically and transparently when giving or accepting gifts, hospitality and entertainment.

The Company prohibits the offering or acceptance of gifts, hospitality or entertainment in circumstances which could be considered to give rise to undue influence.

The Managing Director or Chairman may set a financial limit on gifts, entertainment or hospitality that may be accepted or offered, or may ban the offering or acceptance of any gifts, entertainment or hospitality entirely. Where the offering or acceptance of gifts, entertainment or hospitality is

permitted the Managing Director or Chairman will set the threshold above which gifts, entertainment or hospitality must be recorded in the relevant gifts, entertainment and hospitality register of the Group (“**Register**”).

Where the offering or acceptance of gifts, entertainment or hospitality is permitted, they may only be offered or accepted where all of the following conditions are met:

- it is done for the purpose of general relationship building only;
- it cannot reasonably be construed as an attempt to improperly influence the performance of the role or function of the recipient;
- it complies with the local law of the jurisdiction in which the gift giving, hospitality and entertainment is made, and if different from that jurisdiction, the jurisdiction in which the gift giving, hospitality and/or entertainment is received;
- it is given in an open and transparent manner;
- it does not include cash, loans or cash equivalents; and
- If it exceeds the amount set by the Managing Director or Chairman, material details of the gift giving, hospitality and/or entertainment are recorded in the Register.

Gifts, entertainment or hospitality must not be offered to, or accepted from, public or government officials or their associates, including politicians or political parties, without the prior written approval from the Managing Director or Chairman.

Queries

If a Manager is unsure whether a particular conduct, behaviour or practice is acceptable they must first check with the Managing Director or Chairman.

Record Keeping, Accounting and Payment Practices

Directors and senior executives are required to ensure that the Register, and all other books, records and overall financial reporting are complete, truthful, accurate and transparent, comply with all applicable laws, and meet the necessary accounting standards.

Additionally, Managers must ensure that all expense claims relating to gifts, hospitality or entertainment are submitted in accordance with Company policy, and specifically provide the reason for the expenditure. It is an offence under the *Crimes Legislation Amendment (Proceeds of Crime and Other Measures) Act 2016* for a person to make, alter, destroy or conceal an accounting document (including being reckless in their conduct which allowed such an act) to facilitate, conceal or disguise the corrupt conduct.

All accounts, invoices and other documents and records relating to dealings with third parties, including but not limited to customers, suppliers and business contacts, must be prepared and maintained with strict accuracy and completeness.

Managers should consult the Managing Director of the Group if they have any questions with respect to expenses.

Breach of the Policy

A breach of this policy will be taken seriously by the Managing Director, Chairman and the Board. If a Manager is found to be in breach of this policy, they will face consequences including:

- verbal warnings;
- formal disciplinary action;
- termination of employment or removal from office; and
- criminal and/or or civil actions.

These consequences can also result in fines, penalties, and in certain circumstances imprisonment. Certain acts of Bribery and Corruption committed in a certain jurisdiction may also result in prosecution within that jurisdiction.

The Company also reserves the right to recover any moneys from a Manager where that Manager has personally benefited as a result of a breach of this policy.

All Managers are required to avoid any activity that might lead to, or suggest a breach of, this policy.

Reporting Breaches

If a Manager is aware or suspects a breach of this Policy, it should report the breach to the Whistleblower Officer in accordance with the Company's Whistleblower Policy. Pursuant to the provisions of the Whistleblower Policy, any Manager who reports a breach will be entitled to remain anonymous unless their identity is required to be disclosed in accordance with applicable law or if that Manager provides their express written consent to that disclosure.

Review

The Company's Audit, Compliance and Risk Committee will review this policy annually and recommend any changes to the Board. In addition, the Board may, in its discretion and independently of any recommendation from the Audit, Compliance and Risk Committee, amend or exclude any provision of this policy from time to time, either generally or on a case by case basis. This policy may be amended, ceased or replaced, by resolution of the Board.