

CORPORATE CODE OF CONDUCT

INTRODUCTION

OUR PURPOSE AND VALUES

At Elevra Lithium Limited (“**Elevra**” or “**Company**”) our purpose is to support global decarbonisation by sustainably producing quality lithium products. Our lithium products contribute to enabling the transition to more efficient and sustainable modes of transportation and energy storage. To support these important sectors and continue to create value in the long term, we need to maintain trust with all our stakeholders. This trust is built through acting with honesty, integrity and in full compliance with the laws in all jurisdictions in which we operate and do business.

Our values underpin our culture and how we work together to achieve our purpose:

Integrity - Do what’s right and deliver on our commitments. We act with transparency, accountability, and strong ethical principles in everything we do. We put the health and safety of people first and challenge ourselves with meaningful goals, ensuring they are both ambitious and attainable.

Resilience - Do worthwhile things, even when it’s tough. In our pursuit of value, we don’t waver in the face of adversity. We persevere with grit, fortitude and determination.

Collaboration - Succeed together. We are most effective when we combine our diverse perspectives and expertise. We rely on each other to do our best - using our strengths, curiosity, and commitment - because our success depends on everyone’s contributions.

Execution - Turn potential into results. We transform vision into reality by driving performance, fostering innovation, and promoting continuous improvement. We leverage proven practices and modern technology to deliver results. If existing solutions don’t work, we create new ones.

This Corporate Code of Conduct (the “**Code**”) sets out how we apply our values each day through our principles of ethical behaviour.

Scope

The Code applies to every individual working for or engaged by Elevra including all directors, managers, employees, contractors, agents or any other third parties who interact with external parties on our behalf (collectively, “**you**”). This Code should be considered in conjunction with applicable legislation, company policies and supporting standards and procedures. References in the Code to “**Elevra**”, “**we**”, “**us**” or “**our**” are to Elevra and its subsidiaries and associated companies worldwide, including joint venture companies in which Elevra has a controlling interest.

We expect that our contractors and suppliers also adhere to Elevra’s policies (including this Code) when performing work for us and comply with all laws and regulations applicable to the work they perform.

This Code should be read in conjunction with our other policies, copies of which are available on our website. This Code is not a substitute for those other documents. Instead, this Code should be viewed as a general statement of the guiding principles that should help you keep our core values in mind as you conduct business on behalf of Elevra.

Commitment of the Board and Management

The Elevra Board and Management Team approves and endorses this Code of Conduct.

We consider any violation of this Code to be a serious matter that must be addressed and may result in disciplinary action up to, and including, termination of your employment or engagement. Similarly, if you are aware of someone's violation of this Code, you have a duty to report the violation in accordance with the procedure detailed at the end of this document. We depend on your commitment to protect our culture and values and will view your reporting of violations in that context. A failure to report a known or suspected violation of this Code is itself a violation of the Code which may result in disciplinary action up to, and including, termination of your employment or engagement.

While this Code covers multiple scenarios and activities, it cannot possibly address every challenging situation that could arise. If you encounter a situation where you have a question about the law, the Code, or any Company policy, or are unsure of the best course of action, always seek guidance.

Except as otherwise noted in the Code, if you have a specific question or are unsure of the best course of action, please contact either your supervisor, Human Resource's representative or the Company Secretary.

Elevra's Principles of Ethical Behaviour

We respect our employees, their health, safety and wellbeing and promote skill development

Health, Safety and Wellbeing

We are committed to creating a culture that empowers people to work safely, care for each other, and do the right thing. This includes providing appropriate training, supervision, equipment and protective equipment (where required). You have a responsibility to present for work in a fit state and must not be impaired by drugs or alcohol (any use of prescription medications which may impair your ability to perform your work effectively and safely should be reported to your supervisor immediately so that any necessary reasonable accommodation plans can be developed and put in place). You are expected to conduct your work in a safe manner in compliance with our policies, standards and procedures and to report all safety or health concerns to your manager or Human Resource's representative.

Diversity and Inclusion

We respect and value diversity and inclusion (which includes but is not limited to gender, age, disability, ethnicity, marital or family status, religious or cultural background, sexual orientation and gender identity) and the benefit of its integration throughout the Company in order to enrich the Company's

perspective, improve corporate performance, increase shareholder value and maximise the probability of achievement of the Company's goals. Our commitments and expectations are outlined in Elevra's Diversity Policy.

We are also committed to providing a workplace free of bullying, harassment or discrimination of any kind towards others. We will not tolerate bullying or harassment by any of our employees, customers, or other third parties. Harassment includes verbal or physical conduct which threatens, offends, or belittles any individual because of their gender, race, colour, age, religion, national origin, sexual orientation, ancestry, veteran status, or any other category protected by law. Retaliation against an employee for alleging a complaint of bullying, harassment or discrimination or for participating in an investigation relating to such a complaint will also not be tolerated.

Respecting Human Rights

We respect and promote the fundamental principles of internationally recognised human rights. We prohibit unlawful child labour or the use of forced or compulsory labour in our workplaces and we expect our suppliers and contractors to do the same. We communicate our expectations to our workforce, suppliers and other business partners and report any potential or actual human rights risk factors in our operations or value chain.

We act transparently

Communications and Disclosures

Elevra is a publicly listed company and has extensive obligations in relation to disclosure of information about the Company and its operations. We have adopted a Continuous Disclosure Policy as a means of ensuring compliance with these obligations and controlling who can disclose information about, and speak publicly on behalf of, Elevra.

When disclosing information to the public, it is our policy to provide consistent and accurate information. To maintain consistency and accuracy, specific Company spokespersons are designated to respond to questions from the public. Only these individuals are authorised to make statements and release information to the public at appropriate times. All inquiries from the media or investors should be forwarded immediately to Elevra's Director of Investor Relations. The Managing Director/CEO must approve all Company ASX announcements and external press releases, speeches and publications in advance.

You should ensure that you are aware of the requirements of our Continuous Disclosure Policy and act in accordance with that policy.

Fair dealing

When dealing with our customers, suppliers, partners, competitors and other third parties you must engage with such persons fairly, ethically, honestly and respectfully and in compliance with applicable laws and our policies. In particular:

- you must not engage in anti-competitive behaviour;
- you must not misrepresent our products or prices and must not make false claims about those of our competitors;
- purchasing decisions must be based on such commercially competitive factors as quality, price, reputation and reliability and a supplier's level of service;
- you are expected (at all times) to deal fairly with customers, vendors, suppliers, business partners, service providers, competitors and employees in a manner that conforms to all applicable laws; and
- you should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

Trading in Elevra Shares

It is unlawful to deal in the shares of a company while in possession of "inside information". This is known as "insider trading" and is a serious offence under the Australian Corporations Act and equivalent international laws.

Inside information is information about a company that is not generally available, and which a reasonable person would expect to have a material effect (upwards or downwards) on the price or value of a company's shares. If you have access to or become aware of "inside information" relating to Elevra (or another company it deals with), it is unlawful for you to buy, sell or otherwise deal in Elevra's shares. It is also unlawful in those circumstances to communicate such information to anyone else who may deal in our shares. The penalties for insider trading are severe and can include imprisonment.

In addition, certain Restricted Persons must receive prior written approval from Elevra prior to trading in Elevra's shares.

Our Securities Trading Policy provides guidelines and prohibitions in relation to the trading of Elevra's shares.

Anti-Bribery and Corruption

Bribery and corruption are never acceptable by or on behalf of Elevra and will not be tolerated. You must comply with our Anti-Bribery and Corruption Policy and obtain any required prior approvals under it.

Whenever you are acting for or on behalf of Elevra, you must never offer, solicit, give or accept a benefit as an inducement or reward for an improper act. You must never give or accept gifts or hospitality to obtain an improper advantage, or as an inducement or reward for something given in return.

Gifts & Hospitality

It is against Company policy for a director, officer or employee of the Company to offer anything of value to an existing or potential third party (including consultants, vendors, and government or quasi-governmental officials/agencies) that would inappropriately influence their conduct, actions (or

omissions) or obligations. Similarly, it is against Company policy for a director, officer or employee to offer anything of value to an existing or potential customer that would inappropriately influence that customer to select the Company.

There are similar concerns involving potential conflicts of interest in other external business relationships. Generally, giving or receiving gifts, meals, or entertainment involving our external business relationships should meet all the following criteria:

- they do not violate applicable law or fail to comply with Company policy;
- they do not constitute a bribe, kickback, or other improper payment;
- they have a valid business purpose;
- they are appropriate as to time, place, and value (i.e. modest, not lavish or extravagant);
- they are infrequent; and
- they do not influence or appear to influence the behaviour of the recipient.

However, gifts of cash or cash equivalents (such as gift vouchers or securities) may not be given or accepted regardless of amount.

Dealing with Government Officials

All dealings with government officials, including, but not limited to lobbying, political contributions to candidates, and meeting with government agencies, shall be in accordance with all applicable national, state, and local laws and regulations in each country in which Elevra conducts business.

You shall not offer or promise any payment or reward of any kind (whether directly or indirectly) to any federal, state, local, or foreign government official: (i) for or because of an official act performed or to be performed by that official; or (ii) in order to secure preferential treatment for the Company or its employees. No director, officer or employee shall offer or promise any federal, state, local, or foreign government official gifts, entertainment, gratuities, meals, lodging, travel, or similar items that are designed to influence such officials. Further, because of the potential for misunderstanding, no director, officer or employee of the Company may confer gifts, special favours, gratuities, or benefits to such an official even if there is no matter pending before that official. The Company also strictly prohibits any director, officer or employee from making any payment or providing a thing of value if the person knows, or reasonably believes or suspects, that any portion of the payment or thing of value will be offered, given or promised, directly or indirectly, to any government official.

It is our policy to cooperate fully with all legal and reasonable government investigations. Accordingly, the Company directors, officers and employees shall comply with any and all lawful requests from government investigators and, consistent with preserving the Company's legal rights, shall cooperate in lawful government inquiries. No director, officer or employee shall make a false or misleading written or oral statement to a government official with regard to any matter involving a government inquiry into the Company matters.

In addition, you must also comply with the US Foreign Corrupt Practices Act (FCPA). The FCPA prohibits the giving or offering of money, gifts or anything of value to any non-US/foreign government

official for the purpose of influencing the foreign official or party, or inducing the non-US/foreign official or party, to exert influence to assist the company in obtaining or retaining business or to otherwise secure an improper advantage. Please note that the FCPA applies both to US companies and individuals as well as non-US companies and individuals who breach the rules in a manner that is deemed to have sufficient connection (albeit very limited connection) with the US. A violation of the FCPA can result in criminal and civil charges against the Company, its officers, its managers, and the individuals involved in the violation, regardless of the person's nationality or location. Disciplinary action up to and including termination of employment or engagement will be taken in the event you participate in any bribery or corrupt conduct.

If you have a specific question about or are unsure of the best course of action when dealing with government officials or when giving or receiving gifts or other hospitality, please contact the Company Secretary.

Conflicts of Interest

You should avoid activities that create or give the appearance of a conflict of interest between your personal interests and the Company's interests. A conflict of interest exists when a personal interest or activity could influence or interfere with the performance of your duties, responsibilities, or commitments to the Company.

A conflict of interest also exists when a director, officer or employee (or member of his or her family) receives an improper personal benefit as a result of his or her position at the Company. Below are some examples that could result in a conflict of interest:

- The receipt of gifts, meals, or entertainment that do not meet all of the criteria identified under the "*Gifts & Hospitality*" section above;
- being a consultant to, or a director, officer, or employee of, or otherwise operating an outside business that is a significant competitor, supplier, or customer of the Company;
- being a consultant to, or a director, officer, or employee of, or otherwise operating an outside business if the demands of the outside business would materially interfere with the director's, officer's, or employee's responsibilities to the Company;
- taking personal advantage or obtaining personal gain from an opportunity learned of or discovered during the course and scope of your employment when that opportunity or discovery could be of benefit or interest to the Company;
- having significant financial interest, including direct stock ownership, in any outside business that does or seeks to do a material amount of business with the Company;
- seeking or accepting any personal loan or services from any such outside business, except from financial institutions or service providers offering similar loans or services to third parties under similar terms in the ordinary course of their respective businesses;
- accepting any personal loan or guarantee of obligations from the Company, except to the extent such arrangements are legally permissible; or

- conducting business on behalf of the Company with immediate family members, which include spouses, children, parents, siblings, and persons sharing the same home whether or not legal relatives.

Whether or not a conflict of interest exists or will exist can be unclear. Persons (other than Directors) who have questions about a potential conflict of interest, or who become aware of an actual or potential conflict of interest, should discuss the matter with their manager, as applicable, or the Company Secretary. Directors must consult and seek prior approval of any potential conflicts of interest exclusively from the Company's Audit and Risk Committee.

Employees shall not engage in outside paid employment without the prior written approval of their manager.

Confidential Information and Privacy

Privacy

We respect the privacy of our employees, suppliers, customers and shareholders from whom we collect personal information for business purposes. We have an obligation to comply with legislation governing the privacy of personal information and protecting and safeguarding the privacy of people who deal with us. If you have access to personal information in carrying out your duties, you are expected to be aware of and comply with the relevant legislation and Company policy relating to privacy or personal information. Any queries or concerns regarding your privacy or the privacy of others should be directed to the Company Secretary.

Confidential Information

While working for or with us, you may have access to or become aware of confidential information about the Company. This includes any information which is not generally available to the public concerning our activities, strategies, results or plans. It can also include third party confidential information that has been provided to or is held by Elevra. Protecting this confidential information is essential to maintaining our relationships with our suppliers, customers, and other business partners.

If you have access to confidential information, you must:

- maintain the confidentiality of that information and not disclose it outside the Company without proper authority (or unless otherwise required by applicable law to do so);
- only access that information for, or in connection with, your role and responsibilities within Elevra;
- ensure that the information is only used for authorised purposes and is protected from theft, unauthorised or inappropriate use (including for personal gain) and unauthorised disclosure; and
- report any loss or unauthorised disclosure of such information promptly to your manager.

You must also be aware of and comply with the confidentiality obligations set out in your employment or engagement agreement with us.

These obligations continue to apply to you after your employment or engagement with the Company ceases. If you are unsure whether information is of a confidential nature, seek advice from your manager or the Company Secretary before disclosure.

Protecting and Using Assets Responsibly

The Company's assets shall be used for their intended business purposes, in accordance with all Elevra policies (including this Code) and all applicable laws.

Personal use of the Company's funds or property, including charging personal expenses as business expenses, inappropriate reporting or overstatement of business or travel expenses, and inappropriate usage of company equipment or the personal use of supplies or facilities without advance approval from your manager shall be considered a breach of this Code.

The Company allows its employees to make inconsequential, non-business use of its resources (such as use of Company phones to receive or make limited personal phone calls), if this use complies with legal and ethical requirements and with all applicable Company policies.

You are expected to use good judgment and act in a professional manner when using these resources. You should also be aware that any use of Company technology is not private, and the Company may access and review the information you send, receive or store for any business purpose.

Competition

Elevra does not and you must not, at any time, engage in anti-competitive behaviour in contravention of applicable competition laws. Business practices that fix prices or reduce competition are against the law in the jurisdictions in which we operate. Even the perception of these practices may have a significant negative impact on the reputation of the Company. The types of anti-competitive behaviour which are generally illegal include:

- price fixing and cartels - including sharing confidential pricing information, rigging bids and controlling the output or limiting the supply of goods to buyers;
- collective bargaining - an arrangement where two or more competitors come together to negotiate with a supplier or a customer over terms, conditions and prices;
- exclusive dealing – where one person trading with another imposes restrictions on the other's freedom to choose with whom, in what, or where they deal; and
- monopoly behaviour – where a business with a substantial degree of power in a market behaves in a way that has the purpose, effect or likely effect of substantially lessening competition in a market.

Breaches of competition laws carry potentially serious consequences for Elevra, our employees or other individuals who may be involved. Penalties can include significant fines and imprisonment. Businesses and/or consumers who are damaged by unlawful conduct may be able to sue to recover damages.

Any queries or concerns regarding competition or anti-competitive behaviour should be directed to the Group Company Secretary.

We act to ensure Elevra’s sustainability by protecting the environment in harmony with local communities

Environmental Sustainability

We are committed to operating in an environmentally responsible manner in compliance with all applicable environmental laws and regulations. You are expected to be aware of and maintain compliance with all site-based environmental requirements and standards relevant to your role. Where actual or potential environmental incidents occur, you must report these immediately (irrespective of severity).

Local and Indigenous Communities

We recognise the importance of undertaking our operations and activities in a sustainable manner. We aspire to be an active and positive member of the communities in which we operate and strive to improve the wellbeing of these communities. We are committed to listening to and learning from local communities and maintaining transparent communication through all phases of our projects.

We recognise and acknowledge the right of Indigenous peoples to maintain their culture, identity, traditions and customs. We encourage cultural sensitivity and recognise and respect sites, places, structures and objects that are culturally or traditionally significant.

Reporting Concerns and Non-Compliance

We encourage anyone who is aware of possible wrongdoing or has ethical concerns to speak up.

If you know or reasonably believe that there has been a violation of this Code, or any other illegal behaviour, it is your responsibility to report it. Reports that are made in good faith will be treated with respect and in confidence. You will not be subject to retaliation or disadvantage for reporting in good faith an actual or possible contravention of this Code.

Methods of raising a concern internally or externally are outlined in Elevra’s Whistleblower Policy. In summary, internal reports can be made to Eligible Recipients (as defined in section 4.1 of the Whistleblower Policy) either in person, by phone or by email.

In addition, Elevra has contracted a global, independent, third-party ethics and compliance specialist (“**EthicsPoint**”) to receive and manage any reports or disclosures from employees, contractors, suppliers and third parties. Reports to EthicsPoint can be made on a completely anonymous basis through a dedicated Phone Hotline and a Web Intake Site which are both available 24 hours a day, 365 days a year.

Reports through EthicsPoint will be directed to the Company Secretary and Human Resources Manager and, in certain circumstances, will be reported to the Company’s Audit and Risk Committee. Directors can also contact the Chair of the Audit and Risk Committee.

You can contact EthicsPoint using the following dedicated methods:

Elevra EthicsPoint Website: sayonamining.ethicspoint.com

Phone Hotlines:

Mobile QR Code:

Region / Country	Toll Free Number
Australia	
Australia	1800 842 021
Americas	
Canada	833-208-0979
United States	833-208-0979



Monitoring and Review

This Code has been approved by the Board of Elevra and will be reviewed periodically to ensure that it is operating effectively and to identify if any changes are required.