



## We work with integrity and honesty

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## Conflicts of interest

Throughout our global business we act with honesty and integrity and live our values.

Working with integrity and honesty means that you understand when there's potential for bias or have a conflict of interest with your duty to act in Newcrest's best interests.

A conflict of interest occurs when you have a personal interest that could interfere with your decisions and actions when working and acting in Newcrest's best interests. Conflicts of interest may be actual, potential or perceived by others to be a conflict, whether they are in fact or not.

It is important that all our potential and actual conflicts of interest are identified, disclosed and appropriately managed to ensure Newcrest's best interests are supported and maintained.

We expect conflicts of interest to occur in our industry. To protect reputational damage to yourself and Newcrest it is important that we're made aware of any conflicts of interest. This is so appropriate controls can be put in place to manage these conflicts.

### Examples of where a personal interest could create a potential conflict of interest include:

- Your relationships with relatives, ex-colleagues, community groups or close friends.
- Your personal business interests or obligations.
- Both financial and non-financial benefits for yourself, or others connected to you.

### Some conflict of interest examples which must be disclosed include:

- Having a personal business interest in an organisation that you are aware is tendering for or supplying goods or services to Newcrest.
- Holding investments directly in assets or a business that you are aware is doing business with or on behalf of Newcrest.
- Being involved in hiring, performance evaluating or promoting relatives or close friends at Newcrest.
- Pursuing, awarding or maintaining Newcrest business opportunities which may provide you, close family or friends with direct or indirect personal gain.

## Our expectations of our people

As Newcrest employees our first loyalty is to Newcrest. This means that we must ensure that our decisions are made with Newcrest's best interests in mind. We must not put our own interests ahead of Newcrest's, our customers or the community.

You're expected to immediately disclose all actual, perceived or potential conflicts of interest through Newcrest's Conflicts of Interest Register. This is so that these conflicts can be effectively managed. If you're unsure, talk to your line manager or an Ethics & Compliance Champion.

### If you're a line manager, you must:

- regularly consider how your team's function and activities may impact your team's risk profile; and
- make sure that your direct reports understand their conflict of interest obligations and disclose all actual, perceived or potential conflicts of interest.



### Learn more

→ [Business Integrity Standard](#)

→ [Ethics & Compliance Portal](#)

### Who to contact for help

Your line manager

Ethics & Compliance Champions

Group Manager – Ethics & Compliance

## In practice

Scenario	Response
<p>I work in the People Team at Newcrest. My partner, Brian, runs a training consultancy business. I need someone to urgently present a training course and Brian is the obvious choice. He has the skills and he charges competitive rates.</p> <p><b>Is there a conflict of interest here?</b></p>	<p>Yes. If you engage Brian, there is an actual conflict of interest, due to your personal relationship and potential for personal gain. The conflict remains even if he charged standard, fair rates. You must disclose this conflict in the Conflicts of Interest Register to ensure it is managed.</p> <p>Conflicts of interest may arise if you are connected to a supplier, competitor, relative or someone at work. If so, you must make sure that your personal interests don't, or don't appear to, influence your decisions.</p>
<p>I told my close friend's son about a job at our site. He's applied. I've been asked to sit on the selection panel for the job.</p> <p><b>What should I do?</b></p>	<p>Disclose your conflict of interest and excuse yourself from the selection panel as your close personal relationship to him presents an actual conflict of interest.</p> <p>Stepping away from the selection process means you won't be in a position where it could be hard for you to make an unbiased decision.</p> <p>Excusing yourself also helps job applicants and the people you work with to trust that Newcrest's recruitment decisions are fair.</p>



### We do

Regularly consider how our personal interests relate to our duties to Newcrest.

Openly discuss with our line manager any conflict of interest as soon as we know about it.

Excuse ourselves from any decision making process that could impact our ability to make impartial decisions.

Report all actual, perceived or potential conflicts of interest in Newcrest's Conflicts of Interest Register.



### We don't

Hire, supervise or have decision-making influence over a family member or close friend.

Do any type of paid employment for other employers while working for Newcrest, unless approval has been given first.

Wrongly use Newcrest resources for our personal benefit or for someone else's benefit.

Act or make a decision that's motivated by our own personal interests that are or may compete with Newcrest's.

Damage Newcrest's or our reputation by having undisclosed and unmanaged conflicts of interest.

## Bribery and Corruption

We strictly prohibit all forms of bribery, corruption and other related unlawful or improper payments or activities.

Corruption occurs when people in positions of power act dishonestly or fraudulently for their own private gain. Bribery is a form of corruption, as is extortion, deception, collusion, cartels, embezzlement and money laundering.

Giving, offering, receiving, promising or asking for any kind of benefit to influence someone to get a business or personal advantage is bribery. It's unethical, a breach of trust and illegal.

Bribery takes many different forms and is not always obvious. Bribes can be made using cash, charitable donations, paying travel expenses, unwarranted sponsorships, excessive gifts or entertainment. Bribes also include payments for preferential treatment or inside information and favours for relatives.

It doesn't matter whether a bribe is made directly or indirectly, such as via an agent, or whether it's successful or not. Even if accepted in the local country, bribes are illegal in Australia and prohibited by Newcrest.

Bribery and corruption in all its forms is unethical and illegal. It destroys trust, creates inefficiency and increases inequality in the communities we work in.

We always work to the highest ethical standards and are committed to doing business with integrity and honesty.

## Our expectations of our people

Everyone at Newcrest must prevent all forms of bribery and corruption. We all work together to:

- Promote a culture that does not tolerate bribery or corruption.
- Protect Newcrest against the risk of bribery or corruption happening.

To ensure this we don't bribe or try to improperly influence anyone to do anything different from their job requirements. Bribing someone not to do something when their job is to do that something is also wrong, such as turning a blind eye.

We don't give, offer or authorise extra or off-the-record payments to speed up or get routine government tasks done, such as processing applications for visas or licences. Paying extra for someone to do a normal part of their job is called a facilitation payment. Even if it's the local custom, we don't make facilitation payments.

Don't give, offer or authorise secret payments/commissions to third party agents to influence the decisions of their business/government connections. Even if a third-party agent applies pressure, we don't pay or receive secret commissions.

Newcrest can be responsible for the actions of third parties we work with or agents acting on Newcrest's behalf. So, if it's your role to manage our relationship with third parties, it's important that you've conducted checks and know who you're dealing with. Check their business reputation and whether there are any clues or indications from their past actions which we should be aware of when considering working with them. These checks, known as 'due diligence' should be conducted regularly so we're aware of any relevant changes.

Newcrest has developed group-wide controls to reduce the potential for bribery and corruption. Make sure you know what these are. Your site-based Ethics & Compliance Champions can help with guidance and training.

Whatever your role, ask for help if you're not sure about what to do. If you suspect bribery or corruption of any kind, it's your responsibility to make a report. Tell your line manager, an Ethics & Compliance Champion or raise the issue via one of our Speak Out channels.

### Learn more

- [Anti-Bribery, Fraud and Sanctions Policy](#)
- [Business Integrity Standard](#)
- [Donations and Sponsorships Policy](#)
- [Ethics & Compliance Portal](#)

### Who to contact for help

- Your line manager
- Ethics & Compliance Champions
- Group Manager – Ethics & Compliance
- Chief Legal Risk and Compliance Officer

## In practice

Scenario	Response
<p>My team is applying for an exploration licence overseas and has employed an agent to help with local government negotiations. The agent asked for a large, extra amount for 'other fees', which I understand will be used to make sure the local government provides the licence.</p> <p><b>What do I do?</b></p>	<p>This may be a bribe even though the extra amount isn't paid directly. As the agent is acting for Newcrest, Newcrest could be prosecuted in Australia and/or the overseas country for foreign bribery depending on local laws. Fines and prison sentences apply for individuals and the company.</p> <p>Don't turn a blind eye to this behaviour. Make sure you're very clear on what you're asking for, paying for and what's stated on invoices. Report any suspected or actual unethical conduct to your line manager, Ethics &amp; Compliance Champion or via Newcrest's Speak Out channels as soon as possible.</p>
<p>A tender for supplying mining materials is being run by Sam, the procurement manager. I heard Sam asking Company A for a cash payment in exchange for inside information about the other tenderers and to ensure Company A gets the contract.</p> <p><b>Should I do something?</b></p>	<p>This is a bribe and is illegal. It could result in Newcrest paying too much for materials, sub-standard materials and possible safety issues.</p> <p>If you've any suspicions about the transparency or fairness of procurement tendering processes, report them immediately.</p>



### We do

Promote Newcrest's commitment to eliminate bribery and corruption in all its forms.

Appropriate due diligence and understand the interests of companies and individuals we do business with.

Accurately and fully document relevant information about all transactions when they happen.

Record conflicts of interest, gifts, hospitality, sponsored travel, donations and sponsorships in the relevant registers and obtain required approvals.

Report concerns or suspicions of bribery, corruption, improper payments, fraud or any other form of unethical conduct to our line manager or an Ethics & Compliance Champion.



### We don't

Give, offer, authorise or ask for any kind of benefit with the intention of influencing someone to obtain an unjustified business or personal advantage.

Allow any form of money laundering in connection with our business activities.

Offer or pay bribes, regardless of where we operate, the circumstances or who is involved. Nor do we expect our agents or third parties to do so.

Hide transactions, gifts or receipts by splitting payments into smaller amounts.

Grant another person favours with the expectation of receiving a benefit, such as a contract for a family company.

## Gifts, hospitality and sponsored travel

GHST can give rise to actual or perceived undue influence. We carefully consider all offers or receipts of GHST and we only offer or receive GHST in accordance with our Business Integrity Standard processes.

We don't offer or receive any GHST in situations that could be, or look like, a conflict of interest or improper influence. Any payment, gift, benefit or hospitality that could be seen to reward or encourage special treatment is also wrong.

GHST includes all types of gifts, meals, hospitality, promotional sponsorship, donations, per diems, accommodation, car and vehicle hire.

People's motives in offering GHST may not be bad. Regardless, giving or receiving GHST may look like the person receiving the gift will favour the gift giver when it's time to take action.

## Our expectations of our people

### Don't offer or receive GHST in situations where it could:

- cast doubt on your ability to make an independent decision and remain unbiased; or
- be seen as improper influence.

Know the 'Value Limit' for GHST for your location, as set out in the Business Integrity Standard. If you're offered a gift that's worth more than the Value Limit, the GHST must be recorded in the GHST Register. This is so you can get approval before you accept or provide the gift. If you're given a ceremonial gift of significant value, you may accept it on behalf of Newcrest and give it to your local People Manager.

Occasionally a per diem payment or honorarium payment is required by local law. If so, the payment must only cover the regulated costs of public officials while they're performing the relevant official function. If required by local law, make the payment directly to a government institution or department and make a record of this payment. Do not pay an individual public official directly.

You're expected to follow Newcrest's standards and policies when considering, recording and getting approval for GHST. If you're unsure about what's appropriate to offer or receive, talk to your line manager or your local Ethics & Compliance Champion.

### Learn more

- [Business Integrity Standard](#)
- [Donations and Sponsorships Policy](#)
- [Anti-Bribery, Fraud and Sanctions Policy](#)

### Who to contact for help

- Your line manager
- Ethics & Compliance Champions
- Group Manager Ethics & Compliance

## In practice

Scenario	Response
<p>I'm in the middle of a large business deal with Mr Prasad on behalf of Newcrest. A team member has told me that Mr Prasad is planning to present me with a 24-carat gold model of our joint venture exploration site at a formal dinner in one week's time.</p> <p><b>What should I do? Do I accept the gift to keep Mr Prasad onside? What should I offer Mr Prasad in return?</b></p>	<p>Since Mr Prasad is currently in a tender period with Newcrest, you should decline his dinner invitation.</p> <p>Otherwise, consider whether the gift is, or could be seen as, in exchange for a business advantage.</p> <p>Expensive gifts must be declined or only accepted on behalf of Newcrest. In this scenario it's not clear if the 24-carat gold model is to be a personal or corporate gift.</p> <p>When a gift's value exceeds the Value Limit for your location you must record and obtain approval through the GHST Register.</p> <p>If unsure, talk to your line manager or local Ethics &amp; Compliance Champion.</p>
<p>We're considering using a particular supplier. The supplier has offered me an expenses-paid tour of their factory in another city.</p> <p>Included in the trip is a three-day, expenses-paid stay in the city.</p> <p><b>What do I do?</b></p>	<p>The trip offer is extravagant and may be offered to, or perceived to, persuade you to give them the contract.</p> <p>This is potential bribery and unethical and should be rejected in line with our Anti-Bribery, Fraud and Sanctions Policy and Business Integrity Standard. It's also against our Code and values.</p> <p>Report the offer to your line manager, your Ethics &amp; Compliance Champion or via Newcrest's Speak Out channels.</p>



### We do

Understand and comply with Newcrest's Business Integrity Standard when giving or receiving GHST.

Record and get approval for GHST when it's required.

Return or decline GHST that hasn't been approved.

Hand over any ceremonial gifts of significant value that we're given to our local People Manager.

Check with our line manager or the Ethics & Compliance Team when we're unsure about whether to accept, return, decline or give GHST.



### We don't

Request, offer, give or accept GHST in return for business services, information or to obtain or provide a business advantage.

Give or offer unapproved GHST to a public official unless required by law.

Ask for GHST from anyone Newcrest does business with.

Offer GHST to an organisation or person currently involved in a bid, tender or contractual negotiation with Newcrest.

Give gifts, hospitality or payments to government officials to speed up a service or to influence a decision. These payments are known as facilitation payments and are prohibited by Newcrest.



## Insider Trading

Insider trading occurs when you possess market sensitive confidential information in relation to Newcrest and you trade in Newcrest shares, or procure that someone else trades in Newcrest shares, or you pass on information to a person who trades in Newcrest shares.

Newcrest doesn't tolerate insider trading. We're committed to making sure that our employees and the people connected to us act with integrity, particularly when buying and selling shares.

Our policies and standards forbid all employees from dealing in Newcrest shares at specified times. You're restricted further if your role potentially gives you access to confidential and potentially

market sensitive information. Our policies and standards are in addition to laws and regulations that ban insider trading.

We also avoid the appearance of insider trading. This is to prevent reputational damage to Newcrest and our employees.

### Our expectations of our people

We expect everyone at Newcrest to be careful when handling and storing Newcrest's market sensitive confidential information. Don't share confidential information with anyone else, including your family and friends.

As an employee of Newcrest, we encourage you to hold Newcrest's shares over the long-term. When you do buy or sell Newcrest shares it's important that you take care.

**In particular, you must not buy or sell Newcrest shares:**

- at specified times when securities trading is prohibited; or
- when you are in possession of market sensitive confidential information that would be likely to impact share prices if made publicly available.

These trading restrictions also extend to people with a direct connection to you, such as your close family members. The Securities Dealing Policy contains more information about who's a connected person and the restrictions that apply to them. You'll need to let your connected persons know about these restrictions.

### Our expectations of our designated persons

If you're a designated person, your role comes with additional responsibilities. Designated persons are:

- executives, general managers and managers (that is, Levels 3 or above); and
- people who've been told by the Company Secretariat Team that they're a designated person because their role gives them access to market sensitive confidential information.

**If you're a designated person, you'll:**

- complete insider trading training every two years to remind you of the key confidentiality obligations that apply to you; and
- ask the Company Secretariat Team for approval before you buy or sell Newcrest shares.

### Learn more

- [Securities Dealing Policy](#)
- [Keeping Important Company Information Confidential Guideline](#)

### Who to contact for help

Your line manager

Chief Legal Risk and Compliance Officer

The Deputy Company Secretary

## In practice

Scenario	Response
<p>At work I saw on the printer a document that referred to the unexpected discovery of extensive new deposits at our site. It's information that hasn't been in the news and I haven't heard people on-site talk about it.</p> <p><b>Can I tell other people at work or outside work about what I saw?</b></p>	<p>You may have become aware of market sensitive confidential information.</p> <p>Trading whilst in possession of market sensitive confidential information is illegal and known as insider trading. If confirmed the result is serious civil and criminal penalties and reputational damage for you and Newcrest.</p> <p>Do not share or use this information to trade in Newcrest shares, without first checking on its market sensitivity with the Company Secretary.</p>
<p>I've received Newcrest shares as part of my employee incentive plan.</p> <p><b>Do the insider trading restrictions in the Securities Dealing Policy apply to these shares?</b></p>	<p>The restrictions in the Securities Dealing Policy relating to trading do not apply to the grant of shares to you under an employee incentive plan.</p> <p>However, the insider trading restrictions do apply to your decision to trade and sell the shares. You must not use market sensitive confidential information when making your decision to do so.</p> <p>Furthermore, under the Securities Dealing Policy, you must not trade in shares during a prohibited period and if you are a designated person, you must apply for prior approval to trade.</p>

### We do

Take care when talking about what we're doing at work and what we see and hear.

Protect market sensitive confidential information from being accidentally disclosed to others.

Get approval from the Company Secretariat Team if we want to buy or sell Newcrest shares and are a designated person.

Complete online securities dealing training every two years if we're a designated person.

Ask our line manager, the Company Secretary or the Deputy Company Secretary if we're unsure whether certain information can be shared or whether we can trade in shares.

### We don't

Disclose market sensitive confidential information or provide trading tips to others.

Discuss market sensitive confidential information in a place where we could be overheard. We don't let confidential information be accessible to or visible to others.

Buy or sell shares when we've learnt market sensitive confidential information.

Ask others to buy or sell shares for us, or suggest that someone else buy or sell shares, when we have market sensitive confidential information.

Trade in Newcrest shares during prohibited periods.

## Donations, Sponsorship and Political Contributions

Newcrest strives to always be a good corporate and community citizen.

This includes having a positive social impact in the communities where we operate and, where appropriate, helping out through donations and getting involved in sponsorship activities.

We make our donation and sponsorship decisions based on a clear understanding of the payment's purpose. In the case of sponsorships, we objectively analyse how the sponsorship would benefit both the recipients and Newcrest.

### Our expectations of our people

If it's your role to make donation and sponsorship recommendations or decisions make sure that you have conducted your due diligence and check that:

- all proposals fit with Newcrest's strategy and meet the criteria set out in our Donations and Sponsorship Policy;
- you understand the initiative's impact on the environment and the community;
- the donation or sponsorship has been budgeted for in annual budgets;
- safeguards are in place such as approval by someone with the right financial delegation and counter-signatures;
- you monitor payments and check that Newcrest's procedures are being followed;
- you monitor donations and sponsorships for performance against projected outcomes;
- you check that funds have reached the right destination and have been spent properly; and
- all donations and sponsorships are recorded in the Donations and Sponsorship Register.

It's important that due diligence checks are also done on the people or organisations that will receive the benefit. We must understand who the ultimate beneficiaries of the donation or sponsorship are and whether there is any reputational risk for Newcrest. This includes checking that the donation or sponsorship isn't linked to:

- a public or government official. This is because Newcrest never makes political contributions and doesn't sponsor political activity; or
- existing or potential customers. This is because there's the risk that the payment could be seen as a bribe.

If you're unsure talk to your line manager, Ethics & Compliance Champion or the General Manager Environment, Sustainability and Social Performance.

### Learn more

- [Donations and Sponsorships Policy](#)
- [Security Policy](#)
- [Business Integrity Standard](#)
- [Anti-Bribery, Fraud and Sanctions Policy](#)
- [Social Performance Standard](#)

### Who to contact for help

- Your line manager
- Group Manager Sustainability and Social Performance
- Ethics & Compliance Champions
- General Manager Environment, Sustainability and Social Performance

## In practice

Scenario	Response
<p>I'm trying to organise a sponsorship for a community event.</p> <p><b>Why do I need to jump through so many hoops when I'm happy to pay for the sponsorship out of my budget?</b></p>	<p>Donations and sponsorships are a risk because they can be an easy way to channel bribes. There's also a risk that donations/sponsorship can be used to obtain personal benefit via receipt of kickback payments in exchange for commercial promises/information.</p> <p>Follow the Donations and Sponsorship Policy together with all checks and processes. These have been set up to protect both yourself and Newcrest.</p>
<p>A local official is campaigning for re-election. She's asked me if she can use our company's seminar room to host a fund raising event for her campaign. She said it'll be at night on a weekend so there'd be no inconvenience to us.</p> <p><b>What do I say?</b></p>	<p>Newcrest never sponsors or makes donations to any political party, politician, elected official or candidate or contributes to political fundraising.</p> <p>Use of company facilities is an in-kind benefit. The local official could favour our company unfairly or seek to reward you personally which would be corrupt behaviour.</p> <p>Use of our premises could also seriously harm Newcrest's reputation as it could look like Newcrest supports the local official's political activities.</p>



### We do

Get approval from our line manager before offering a community donation or sponsorship.

Get approval from our line manager before involving Newcrest in any business activity that's linked to any political party or political activity.

Undertake due diligence on recipients of donation or sponsorship money to identify links and risks. Always follow financial safeguards.

Make sure that our personal interest in an organisation doesn't create a conflict of interest as an employee of Newcrest. We keep our personal interests separate from our work.



### We don't

Provide donations or sponsorships to individuals, unless it relates directly to and supplements our employees' own charitable efforts.

Accept a donation that's aimed at wrongly influencing a business decision or to obtain favours.

Make donations to any political party, politician, elected official or candidate for public office in any country on behalf of Newcrest. Newcrest never makes contributions to political fundraising events.

Make cash payments of donations or sponsorship to individuals.