



# Code of Business Conduct and Ethics

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**Coronado Global Resources Inc.**

Adopted by the Board on 21 September 2018

Amended by the Board on 22 February 2022

## 1 Purpose of this policy

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Coronado Global Resources Inc. (“Coronado” or “the Company”) is committed to making positive economic, social and environmental contributions to society, consistent with the principles of honesty, integrity, fairness and respect. This policy sets out the obligations on all workers to conduct the Company’s operations in a professional, ethical and legal manner.

## 2 Scope

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The Code of Business Conduct and Ethics (“the Code”) applies to all workers of the Company and is complemented by the Code of Business Conduct and Ethics training, which applies to all persons working for the Company. In addition, workers are subject to the provisions of applicable practices, procedures and work rules which apply at their work location.

Coronado also expects anyone working for or on behalf of the Company – including consultants, service providers, third party agents, suppliers, distributors, contractors, subcontractors, labour hire contractors, joint venture participants and other business partners (“Business Partners”) – to adhere to the principles set forth in the Code when working for or representing the Company.

## 3 Definitions

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### 3.1 Worker

For the purposes of this document, a worker is defined as any director, officer, employee, apprentice or trainee, student or volunteer working for or with the Company.

### 3.2 Senior Leadership Team

For the purposes of this document, the Senior Leadership Team is defined as the Chief Executive Officer and the Chief Executive Officer’s direct reports.

### 3.3 Business Conduct

A set of rules outlining the social norms and responsibilities of, or proper practices for, an individual, group or organisation.

### 3.4 Business Ethics

Proper business policies and practices regarding potentially controversial or unlawful issues, such as discrimination, bribery, insider trading, corporate social responsibility and corporate governance.

### 3.5 Business Partner

A Business Partner is anyone working for or on behalf of the Company – including consultants, service providers, third party agents, suppliers, distributors, contractors,

subcontractors, labour hire contractors, joint venture participants and other business partners.

## 4 Responsibilities

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### 4.1 Leaders

- To accept responsibility to uphold the Company's policies governing ethical business practices
- To instill proper ethical behavior among all workers under their supervision and to actively monitor their compliance to this policy
- To counsel workers for breaches or potential breaches of this policy
- To ensure all workers under their supervision have completed Code of Business Conduct and Ethics training

### 4.2 Human Resources

- To provide advice and support in managing disciplinary actions relating to breaches of this policy
- To manage and coordinate all training, reporting and associated requirements of this policy

### 4.3 Workers

- To understand, accept and comply with the requirements of this policy and to adhere to business practices that are in accordance with the letter and spirit of the applicable laws and with ethical principles that reflect the highest standards or corporate and individual behaviour
- To undertake Code of Business Conduct and Ethics training and refresher training as required

## 5 Guiding Principles

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### 5.1 Act with honesty, integrity and fairness, and be accountable for decisions

Honesty, integrity and fairness are integral to the way in which the Company operates and should guide all decisions. These values are integral to maintaining the trust of the Company's suppliers, customers, colleagues and community in which it operates. Workers must act in a professional manner by:

- Performing duties with care and diligence
- Not participating in any illegal or unethical activity

- Being accountable for personal decisions and actions

**5.2 Dealing fairly with third parties including all customers, suppliers, contractors, other Business Partners; and competitors; including supporting the steps the Company has taken to address the risks of modern slavery in our business, operations or supply chains (see Coronado's current Modern Slavery Statement at <https://coronadoglobal.com/environment-social-governance>) Act in compliance with the law and Company policies and procedures, and do not offer, make or receive improper benefits**

The Company has a zero tolerance approach to breaches of the Anticorruption Policy and all applicable anti-bribery and corruption laws at all times, regardless of the location in which the worker is working. Workers must not engage in activity that constitutes bribery, facilitation payments, secret commissions or money laundering. Such activity is contrary to the principles of integrity and fairness, and is harmful to Coronado's reputation amongst customers, suppliers and the local community.

**5.2.1 Bribery**

Bribery is the act of offering, promising, giving or accepting a benefit or something of value, either directly or indirectly, in order to provide Coronado with business or an advantage or to induce or reward improper conduct or an improper decision. The relevant laws apply to the bribery of public officials as well as bribery in respect of any commercial transaction. Merely offering a bribe will usually be sufficient for an offence to be committed.

Bribery can take many forms. The benefit that is offered, given or accepted may be monetary or non-monetary. For instance, it may involve non-cash gifts, political or charitable contributions, loans, favours, business or employment opportunities, some gifts, hospitality, entertainment or travel, or anything else that is of value to the recipient.

Bribery may be indirect, for example where:

- A person procures an intermediary or an agent to make an offer which constitutes a bribe to another person
- An offer which constitutes a bribe is made to an associate of a person who is sought to be influenced

Workers must not give, offer, promise, accept or request a bribe and must not cause a bribe to be given, offered, promised or accepted by another person. Under no circumstances will Coronado approve of any offers, or make, request or receive an irregular payment or other thing of value, to win business or influence a business decision in Coronado's favour.

Refer to the Anticorruption Policy for further details.

**5.2.2 Antitrust, Competition and Consumer Laws**

The federal governments of the United States and Australia, most state governments, and many foreign governments have enacted antitrust or "competition" laws intended to preserve independent competition among competitors and prohibit activities that are unreasonable restraints of trade. Certain types of restraints are always considered to be illegal under the laws of the United States, Australia and many countries, and workers must be alert to avoid even the appearance of such conduct.

Some clear examples of antitrust violations are: price fixing, bid rigging, market or customer allocation, production allocation and group boycotts such as joint refusals to deal. If a

worker violates the antitrust laws, the worker may be subject to personal criminal liability, including fines and imprisonment. Coronado may also be exposed to both criminal and civil liability, including civil damages. Workers must not engage in any prohibited activity and must strive to avoid even the appearance of a possible violation. Workers with sales and marketing responsibilities or commercial contacts or who attend trade association or industrial group meetings must be particularly aware of these obligations under the antitrust laws.

### 5.2.3 Political Contributions and Activities

United States It is the policy of Coronado not to contribute any corporate funds or other assets in connection with political campaigns at Federal, state, or local levels anywhere in the United States or its territories and possessions. Coronado may sponsor one or more political action committees to the fullest extent permitted by law. Contributions by any sponsored political action committee will be made in accordance with the constituent rules of the committee.

Australia: It is against Coronado's policy to use corporate funds or other assets for political purposes in Australia.

Workers must comply with all applicable laws concerning the use of corporate funds, properties and services to influence governmental action or the nomination or election of any candidate to public office. All other forms of direct or indirect political assistance or support must be in strict compliance with applicable laws and regulations and must be properly authorized. Direct or indirect assistance or support includes by way of example, the use of Coronado meeting rooms, automobiles, computer, or mailing services, the services of Coronado personnel, and any other thing of value. As in other matters, compliance with accepted accounting rules and controls is required. Company records must accurately reflect and properly describe the transactions they record.

Coronado's contacts with government officials and personnel must be conducted in compliance with all applicable laws and regulations and in such a way as to avoid even the appearance of impropriety. Contacts and relationships with government personnel must never be illegally fostered, suggest improper influence upon such persons, or compromise Coronado's integrity. Assistance or support by Coronado to government officials or personnel must be made in a manner consistent with legal and ethical business practices. This requirement also applies to direct or indirect contributions or expenditures made by workers, agents or other representatives. Likewise, any entertainment of government officials must be conducted within the bounds of all applicable laws, sound business discretion, and the highest ethical standards.

### 5.2.4 Sanctions, Anti-Boycott and Export Compliance

Many countries, including the United States and Australian governments use economic sanctions and trade embargoes to further foreign policy and national security objectives.

Workers must abide by all economic sanctions and trade embargoes that are in effect. Sanctions can prohibit nearly all business activity with identified countries (including all individuals and companies in such countries) or with certain designated parties (such as individuals, banks, vessels and other organizations believed to have ties to other sanctioned activities). The applicable rules and relevant exceptions are complex and frequently change.

Coronado does business in many countries and exports goods to many countries. All business must be conducted in strict compliance with the relevant export control laws.

Workers must consult with the Chief Legal Officer & Secretary or the General Counsel-Australia if unsure about whether sanctions or other international trade restrictions apply to a country, entity or person with which a worker is doing business or considering doing business.

### 5.2.5 Financial Records

To safeguard the integrity of the Company's financial reporting, all workers must report financial transactions accurately, honestly and transparently, exercising diligence when recording information such as production, timesheets, expense claims, parts usage and when preparing expenditure requests. Workers must ensure correct procedures are followed to meet external obligations for timely financial reporting.

- All accounts, invoices and other documents and records relating to dealings with third parties (including due diligence reports), must be prepared and maintained with strict accuracy and completeness. No accounts may be kept "off the books" to facilitate or conceal improper payments
- All expenditure by workers, including on gifts, entertainment and hospitality, must be included in expense reports and appropriately approved
- Internal control systems and procedures adopted to comply with this policy will be the subject of regular internal audits to provide assurance that they are effective in mitigating the risk of non-compliance

### 5.2.6 Gifts, entertainment and hospitality

Coronado recognises that accepting or offering gifts, entertainment or hospitality of reasonable and modest value may be customary and in accordance with local business practice.

The practice of accepting or offering gifts, entertainment or hospitality varies between countries, regions and industries. It is a matter to be approached conservatively and prudently by workers and the Company.

Coronado prohibits the offering or acceptance of gifts, entertainment or hospitality in circumstances that may be perceived to improperly influence a relationship or decision affecting the Company or its business.

All workers must comply with the Company's Anticorruption Policy in relation to the offering or acceptance of gifts, entertainment or hospitality. Gifts, entertainment or hospitality may only be offered or accepted where all the following conditions are met:

- It is done for the purpose of general relationship building only or for maintaining business relationships or normal courtesy, and never for something in return
- It is appropriate and consistent with reasonable business practice
- It cannot reasonably be construed as an attempt to improperly influence the performance of the role or function of the recipient
- It complies with all applicable laws, including the local law of the jurisdiction in which the expenditure is made
- It is given in an open and transparent manner, and never offered if full transparency or disclosure would be embarrassing to the Company or the recipient
- It does not include cash, loans or cash equivalents (such as gift certificates or vouchers)
- It is reasonable and of modest value, both in isolation and when considered in the context of other meals, gifts, entertainment and travel offered to the same recipient

Gifts, entertainment and hospitality may be accepted or offered only if they are of incidental value, as determined in local policies and procedures (including the Company's Anticorruption Policy). Unless of insignificant value, all gifts, entertainment and hospitality offered, provided and received must be recorded in the Gift Register.

The offering, provision and receipt of gifts, entertainment and hospitality which is valued above the nominated incidental value is prohibited, unless in exceptional circumstances and with the prior and express approval of the relevant member of the Senior Leadership Team or delegate, as defined in this policy. If there is any doubt about whether approval should be given, advice should be sought from the Chief Legal Officer & Secretary or the General Counsel-Australia. The Gift Register will be submitted to the Chief Legal Officer & Secretary on an annual basis.

It may be a breach of this policy if gifts, entertainment or hospitality are provided to a single individual or single organisation on multiple occasions, regardless of the value.

## 6 Policy

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### 6.1 **Seek to make positive and sustainable economic, social and environmental contributions to the communities in which the Company operates.**

Coronado believes that companies have community responsibilities above and beyond the contribution made by their employment and wealth creation activities.

Coronado is committed to make positive and sustainable economic, social and environmental contributions in the communities in which the Company operates and to ensure that good corporate behaviour is integrated into all aspects of Coronado's operations.

Workers are expected to assist the Company in meeting these commitments. Each worker is responsible for understanding the environmental consequences of their role and performing it in an environmentally safe manner.

### 6.2 **Respect and maintain privacy and confidentiality of information and accuracy of business records**

#### 6.2.1 **Business information**

Workers may come across confidential information concerning the Company's operations, such as technical, strategic or financial, commercial arrangements or intellectual property.

Workers must:

- Use confidential information solely for the purposes of their duties
- Preserve the confidentiality of the Company's confidential information and ensure that it is not disclosed, except on a "need-to-know" basis to other Company personnel or authorised recipients, or as required by law
- Not use or modify any confidential information for their own or a third party's interest or benefit

### **6.2.2 Privacy obligations**

All personal information that is collected must be used, stored, handled and updated in line with the Company's Privacy Policy.

### **6.2.3 Business records**

All records relating to Coronado's business and its operations must be accurately and rigorously maintained.

All documents must be safely and efficiently stored and handled to ensure compliance with legal obligations as well as to preserve documents of importance for business and/or historical reasons.

## **6.3 Identify and manage conflicts of interest**

Worker's personal interests should not conflict with duties and obligations to the Company. A conflict of interest may arise if workers have a direct or indirect (through a family member, friend or associate) financial interest in a business partner or any business that has commercial arrangements with the Company.

To manage conflicts of interest, workers must:

- Immediately disclose any actual or perceived conflicts of interest to their line manager.
- Seek approval from their line manager before accepting any outside business interests including non-Coronado work, business ventures, directorships (other than to a board of a non-trading family company), partnerships or other interests which have the potential to create a conflict of interest.
- Keep an arm's length relationship when dealing with customers and suppliers and all Business Partners.
- Document any actual, potential or perceived conflicts, or as directed by their manager.

## **6.4 Treat other workers with respect, value diversity and provide a safe working environment**

### **6.4.1 Equal Employment Opportunity and Harassment in the Workplace.**

Coronado will not tolerate any form of harassment, violence, bullying, victimisation, vilification or discrimination in the workplace from any person working for or with the Company. Discrimination is not tolerated at any level of the Company or in any part of the employment relationship. This includes areas such as recruitment, promotion, training opportunities, salary, benefits and terminations. All Company employees will receive training on appropriate workplace behaviour.

The Company will promptly investigate all allegations of harassment, violence, bullying, victimisation, vilification or discrimination in accordance with its complaints handling procedure and will take appropriate corrective action. All complaints will be treated seriously, sympathetically, quickly and privately. Retaliation against individuals for raising claims of harassment or discrimination will not be tolerated.

Discriminatory behaviour includes treating a person less favourably than another person in the same or similar circumstances because of a person's race, colour, religion, gender or gender history, sexual preference, marital status, pregnancy or potential pregnancy, carers' or family responsibilities, national origin, citizenship, age, veteran status, political beliefs,

industrial activity or trade union membership, physical features, physical or mental disability, illness or injury, and/or personal association with anyone who is identified by reference to any of these attributes.

Harassment is any unwelcome, offensive comment or action concerning a person's race, colour, nationality, language, age, sex, sexual preference, marital status, disability or political or religious conviction.

Sexual harassment is a particular form of harassment and covers any unwelcome, unsolicited and non-reciprocated behaviour that constitutes deliberate or unintentional verbal or physical conduct or communication of a sexual nature, where a reasonable person, having regard to all of the circumstances, would have anticipated that the other person would be offended, humiliated or intimidated, or when submission to such conduct is made a condition of an individual's employment or is used as the basis for employment decisions affecting such individual.

Bullying is repeated unreasonable behaviour directed towards employees, employees of vendors, suppliers, contractors or customers. Unreasonable behaviour victimises, humiliates, undermines or threatens the person being bullied.

#### **6.4.2 Safe working environment**

The Company will provide a safe working environment and comply fully with all local, federal and national laws and regulations regarding safety in the workplace. Workers must:

- Take responsibility for safety by reporting any health or safety issues immediately
- Abide by the Company's health and safety policies and follow safety instructions at all times
- Comply with the Company alcohol policies that apply at their work location. Where permitted at a Company ' site or function, alcohol must be served and consumed in a responsible manner
- Comply with the Company smoking policies that apply at their work location

The Company has a zero tolerance policy towards illegal drug possession and use, and the misuse of prescription drugs, at work whether on company premises, when conducting business on behalf of the Company or at company sponsored functions or activities.

### **6.5 Respect and do not misuse the Company's resources and information systems**

#### **6.5.1 IT Systems Security**

Computer based data and information including passwords are a vital company resource. As such, workers must at all times be aware that they are responsible for adequately protecting the data from accidental or unauthorised access, disclosure, modification or deletion. Workers should not provide their passwords to any other person either within or outside the Company.

The Company's hardware and software including all forms of digital and electronic information, storage (including external hard drives e.g USB's) and communication are provided for company use only. Workers must not transmit, copy or distribute company related information to any person who is not authorised by the Company to receive that information or provide access to the company's systems or information. Email is a business tool and all users are responsible for ensuring that it is used in a careful, appropriate and lawful manner.

Computer resources are to be used only for authorised company purposes and not for personal use. External software that has not been verified and authorised by the relevant Technology Department must not be used on Company computer systems.

Workers must use the company's property, funds, facilities and services for authorised purposes and not for personal benefit, or the benefit of unauthorised third parties. The Company regards the unauthorised removal of equipment, supplies and other resources belonging to the Company as theft.

Any transactions or disposals of the Company's property or resources must be approved by the relevant member of the Senior Leadership Team or delegate and accurately recorded in financial records.

### **6.5.2 Use of Company Property**

As custodians of the Company assets and resources, all company property and equipment that workers use in the course of their normal work are their responsibility. Workers are expected to use and maintain these assets with care and respect. No company asset or resource is to be used for personal benefit or gain, or illegal purpose of any kind, this includes the removal or sale of any company asset.

Workers must only use company assets and resources for the benefit of the business and in compliance with relevant laws.

### **6.5.3 Intellectual Property and Confidential Information**

During the course of employment with the Company, workers may develop, participate in the development of, or have access to new processes, programs or procedures which will be, or are currently being used by the Company (this is referred to as intellectual property). Intellectual property rights in all such work and the information generated is and will remain the property of the Company both during and following a period of employment notwithstanding that workers may have developed or assisted in the development of a new process, program or procedure.

Workers must:

- Use confidential information solely for the purposes of their duties.
- Preserve the confidentiality of the Company's confidential information and ensure that it is not disclosed, except on a "need-to-know" basis to other company personnel or authorised recipients, or as required by law.
- Maintain the confidentiality of information they come across in dealings with customers, suppliers and third parties.
- Not use or modify any confidential information for their own or a third party's interest or benefit.

### **6.5.4 Social Media**

Workers must ensure that they use any social media and networking sites in accordance with the requirements of this Code and relevant information technology and media policies.

## **6.6 Engage in business relationships professionally and honestly**

### **6.6.1 Representing Coronado**

Workers must conduct themselves appropriately when interacting and communicating with others outside of the business. This includes work functions, when representing the

Company externally or in the use of social media. Any views expressed by a worker must be clearly seen as individual and not representative of the views of the Company.

Workers must not make comments to the media and should direct all media enquiries in accordance with the policies that apply at their work location.

All workers are ambassadors for the Company, and it is expected that workers conduct themselves and their business at all times in alignment with Coronado's values.

## **6.7 Guidance Available**

This Code does not refer to all laws, policies rules or regulations or standards applicable to conduct by Coronado employees. Requirements not referred to in this document may apply to specific work activity. Many laws to which Coronado is subject are complex, and their application to Coronado business practices or activities can at times be unclear. Appropriate guidance should be sought regarding any proposed action that raises questions or creates uncertainty with respect to compliance with laws or regulations. Workers should seek the advice and guidance of the Chief Legal Officer & Secretary or General Counsel-Australia with regards to all transactions that may have legal implications.

A waiver of any provision of this Code or an underlying policy for a worker may be granted only by the Board of Directors or a committee appointed by the Board of Directors and, when required by law, regulation or rule, must be promptly disclosed to the shareholders.

## **6.8 Compliance**

This Code reflects general principles to guide employees in making ethical decisions and is not intended to address every specific situation. As such, nothing in this document prohibits or restricts Coronado from taking any disciplinary action on any matter pertaining to employee conduct, whether or not it is expressly discussed in the Code. The Code is not intended to create any expressed or implied contract or contractual right with any employee or third party. In particular, nothing in this document creates any employment contract between Coronado and its employees, nor does it form part of any terms of employment.

The Audit, Governance and Risk Committee may from time to time review this Code, and ensure arrangements are in place for dissemination to all employees, including communicating the importance of the Code, and monitoring compliance. The Code may be revised, changed or amended at any time by the Board. A review of this Code will be undertaken by the Board at least annually.

## **6.9 Administration and Reporting Violations of the Code**

All workers must immediately report any suspected illegal or unethical conduct connected with or affecting the business of Coronado or its affiliated companies. Such a report should be made to the worker's supervisor, Company representative, the Chief Legal Officer & Secretary, the General Counsel-Australia, the General Manager-Assurance and Risk, or over the relevant "hot line". No retaliatory action will be taken against an employee who makes a report on reasonable grounds of suspected illegal or unethical conduct. The Company has developed a Whistleblowing Policy to provide guidance on how to make a report and how that report will be received and investigated. If the conduct relates to workplace harassment or other discriminatory matters, the report may also be made to Human Resources. Coronado, to the extent practical and consistent with local law, will keep confidential the identity of anyone making such a report.