

## **Code of Conduct**

### **1. Introduction**

This Code of Conduct details the conduct and behaviour expected of all directors, officers, employees and contractors in performing their everyday roles.

The code encourages respect and compliance with laws and regulations, integrity, maintaining high standards of professionalism, ethics and behaviour in the exercise of duties with the focus of augmenting the Company's reputation as a valued employer, business partner and corporate citizen, in all our relationships.

The Company's Code of Conduct emphasizes the way the Company wishes to operate and should be understood and abided by all concerned.

### **2. The Code**

#### **Laws & Regulations**

The Company is subject to local, State and Federal laws of the countries in which we operate.

Directors, officers, employees and contractors must respect the law and act accordingly.

No one can be directed to carry out an illegal act and no one can justify an illegal act by claiming to be acting under the order of a Manager or to be simply complying with a policy.

#### **Integrity**

Directors, officers, employees and contractors are expected to conduct themselves with integrity whilst carrying out their duties by avoiding conflicts between their private interests and their responsibilities, be fair and honest in their dealings and treat others with dignity.

They should recognise and communicate any limitations that would preclude responsible judgement or successful performance of an activity of the Company and report any fraudulent or corrupt activities to the Board.

#### **Confidentiality**

Directors, officers, employees and contractors should refrain from disclosing to any person any confidential or sensitive information acquired in the course of their work except when authorised to do so, or unless legally obliged to do so.

#### **Competence**

Directors, officers, employees and contractors should maintain an appropriate level of professional competence by ongoing maintenance and technical development of their knowledge and skills. Their duties should be performed in accordance with relevant laws, regulations and technical standards.

# **GREAT NORTHERN MINERALS LIMITED**

## **(formerly GREENPOWER ENERGY LIMITED)**

### **Respect for Persons**

Directors, officers, employees and contractors should approach dealings with other persons equitably and with respect. This involves:

- Courtesy and responsiveness in dealing with others;
- Fairness in supervision and dealing with other staff;
- Avoiding behaviour that may be perceived as harassment, bullying or intimidation; and
- Understanding and responding to the needs of our business partners, shareholders and other stakeholders.

### **Company Assets**

Directors, officers, employees and contractors in possession of Company property should maintain adequate security over the equipment.

Company property must not be removed without authorisation or used for personal benefit or any other improper use.

### **Economy & Efficiency**

Directors, officers, employees and contractors should carry out their roles in an efficient, cost effective and responsible manner as possible. This includes:

- Using the Company's property and equipment only for authorised company business;
- Avoiding waste of the Company's resources; and
- Maintaining adequate security over the Company's property and resources.

### **Gifts**

The Company and its employees and contractors must not seek, accept or provide gifts where the provider of the gift is using the gift to obtain or retain business, or obtain and retain a business advantage that is not legitimately due.

The Company does allow acceptance of low value gifts and entertainment provided they are appropriate in the circumstances, do not have the potential to embarrass the Company and are consistent with local customs and traditions.

### **Political Involvement**

The Company will not participate in party politics.