

CODE OF CONDUCT

PURPOSE

The reputation and integrity of Mineral Deposits Limited (**MDL** or the **Company**) will only be maintained if each director, senior executive and employee (collectively referred to as '**personnel**' in this policy) observes the highest standards of behaviour when representing MDL, conducting business on behalf of MDL and when interacting with each other. This Code of Conduct is designed to clearly state the way in which we aim to conduct ourselves in business and with our internal and external stakeholders. These practices help create an environment which assists MDL to achieve its potential in a global market.

CODE OF CONDUCT

Our objective is to comply with the following standards:

PROFESSIONAL CONDUCT

We, the directors, senior executives and other employees of MDL, set for ourselves these standards of conduct. We do not condone unprofessional behaviour under any circumstance. All MDL personnel must:

- act honestly, fairly and with integrity;
- not place themselves in situations which result in divided loyalties;
- use MDL's assets responsibly and in the best interests of MDL;
- be responsible and accountable for their actions; and
- actively pursue excellence in business by always acting with the highest standard of conducts.

This Code of Conduct is not an exhaustive list. MDL personnel should act in the spirit of this Code at all times.

WORKPLACE HEALTH & SAFETY

The health, safety and wellbeing of our personnel are of utmost importance and our goal is to achieve zero injuries in the workplace. We seek to comply with all workplace health and safety laws and regulations and seek to achieve a high standard of best practice. We will continue to develop and promote a culture of safe practices and ethics and to ensure that workplace health and safety risks are minimised. We aim to provide sufficient resources to establish and maintain safe systems and training.

COMMUNITY & STAKEHOLDER ENGAGEMENT

Our relationships with our stakeholders, the communities with which we come into contact and with each other are built on mutual trust and respect. We seek to build lasting relationships by working together with our stakeholders. We seek to build trust by listening and doing what we say we are going to do. We value (and seek to minimise and manage our impact on) the culture, religion, heritage, sites and objects of the communities where we operate and conduct business.

COMPLIANCE WITH THE LAW

We seek to observe and comply with the laws and regulations in each of the jurisdictions where we operate and conduct business. Where no law or regulation exists, we will operate on a best practice basis.

EMPLOYMENT PRACTICES

We aim to treat every person with care and respect. We encourage and support the development of an inclusive and diverse workforce and are committed to being a valuable contributor to the social and economic fabric in each of the jurisdictions in which we operate. We seek to provide a workplace where personnel treat each other with dignity, respect and consideration at all times.

ENVIRONMENT

We are committed to minimising our environmental impacts and we seek to design and operate our plants and systems to use resources wisely. We recognise and support initiatives seeking to improve the social, economic and environmental conditions related to mining, especially those associated with health and safety and involuntary resettlement. We seek to act and operate in a responsible and sustainable manner.

COMMUNICATIONS

We seek to communicate with our shareholders and stakeholders in a timely, accurate and accessible manner. We are open and accountable and aim to ensure that information in the market place is consistent and complete and provides a true and fair view. We encourage our shareholders and stakeholders to interact with us and we seek to make our communications as clear and accessible as possible. Wherever feasible, we encourage electronic communications.

ACCOUNTING

We seek to ensure that information recorded by us is done so honestly and accurately and that our internal systems comply with relevant financial, legal and regulatory requirements. All accounting and financial records must accurately reflect the Company's assets, liabilities, profits and losses and must be adequately protected from destruction or tampering.

CONFIDENTIAL INFORMATION, PRIVACY & INTELLECTUAL PROPERTY

We value the importance of protecting the Company's confidential information as well as the confidential information of other companies and individuals. When working with confidential information, all personnel must ensure that any papers, files or other media are safeguarded, stored securely and are only accessed by authorised persons. Any intellectual property rights of the Company which personnel may contribute during employment vest with the Company (unless mutually agreed otherwise) and may not be used for any separate purpose without the prior written approval of the Company.

CONFLICT OF INTEREST

Personnel must not engage in activities that would conflict with, or could appear to conflict with, their ability to perform their duties for the Company. Divided loyalties and biased decision making may arise when our private interests conflict directly or indirectly with our obligations to the Company; or when we receive benefits from a person doing or seeking to do business with the Company which could be seen as creating an obligation to someone other than the Company. Potential or apparent conflicts of interest must be disclosed promptly to the Company.

INSIDER TRADING

Insider trading is illegal and can lead to criminal prosecution. All personnel are forbidden from engaging in insider trading and must only trade securities in accordance with the Company's securities trading policy. This requirement includes observing closed periods, respecting confidential information and not disclosing confidential information to any third party.

BRIBERY AND CORRUPTION

Personnel must not engage in any activity that involves bribery, the payment of secret commissions or other improper inducements, either on behalf of the Company or by others wishing to do business with the Company. The exercise of improper influence or attempting to gain an improper advantage is strictly prohibited. All personnel are expected to act in accordance with our anti-bribery & corruption policy.

CUSTOMERS & SUPPLIERS

Customer and supplier satisfaction is critical to the Company's success. We will endeavour to respect the rights of, and deal fairly and professionally with, customers and suppliers. It is our policy to identify and manage risks associated with our products and services and to deliver what we have agreed or contracted to deliver.

COMPLIANCE

This code of conduct acts as guidance for all personnel. The Company has adopted a number of policies which support this code. These policies provide further guidance and information and should be read in conjunction with the code. Copies of this code and the policies will be distributed to all personnel and are available on the Company's website. Management strives to ensure that the code of conduct is observed in both word and spirit by all who represent the Company.

Personnel are encouraged to raise matters of concern and breaches of this code with executive management or the board immediately. Appropriate measures of disciplinary action may be taken against anyone who violates this code and brings the Company's reputation into disrepute.

The board has overall responsibility for ensuring this code complies with the Company's legal and ethical obligations, and that all personnel comply with it. The chief executive officer has primary and day-to-day responsibility for implementing this code and for monitoring its use and effectiveness. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this code. All personnel are responsible and accountable for undertaking their duties in a manner consistent with this code.

APPLICATION & REVIEW

This policy applies to all personnel engaged by the Company and under the Company's operational control. All personnel are responsible for supporting and maintaining the Company's corporate culture and integrity. We expect our suppliers, contractors and consultants to uphold the same standards.

This code will be periodically reviewed to ensure that it is effective and continues to meet the needs of the Company.