Anti-Bribery & Corruption Policy

Purpose

The purpose of this Policy is to establish controls that ensure AnteoTech Ltd (the Company) complies with all applicable anti-bribery and anti-corruption laws and regulations and conducts its business in a socially responsible manner. The Company and the Board take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, ethically and with integrity in all of the Company's business dealings and relationships, and to implementing and enforcing effective systems to counter bribery and corruption.

Scope

This Policy applies to all Company Personnel and to all Associated Persons acting for or on behalf of AnteoTech, wherever in the world those activities take place. Compliance is a condition of engagement for all Associated Persons. This Policy is publicly available on AnteoTech's website and is to be read alongside the Code of Conduct, Conflicts of Interest Policy and Whistleblower Policy. Capitalised terms used in this Policy have the meaning given in the Definitions section.

Policy Statement

AnteoTech has a zero-tolerance position on bribery, corruption and facilitation payments in all business dealings, regardless of location, value or commercial context. The Company shall:

- strictly prohibit all forms of bribery – including offering, giving, receiving or soliciting a bribe – in connection with any AnteoTech business activity, whether directly or through a third party;
- prohibit all facilitation payments, including unofficial payments made to public officials to expedite routine administrative actions, regardless of value or local custom;
- permit gifts and hospitality only where they are modest, proportionate, transparent, not in cash or cash-equivalent form, and could not reasonably be construed as an attempt to improperly influence a decision;
- conduct appropriate due diligence on Associated Persons – including agents, consultants and joint venture partners – before engaging them in activities that carry a corruption risk; and
- comply with the Criminal Code Act 1995 (Cth), the Corporations Act 2001 (Cth) and, where applicable, equivalent foreign anti-bribery legislation.

Compliance with Anti-Bribery and Corruption Laws

Under the Criminal Code Act 1995 (Cth), it is an offence to bribe a foreign public official (section 70.2) or a Commonwealth public official (section 141). Since 8 September 2024, a company also commits a separate offence if it fails to prevent an Associated Person from bribing a foreign public official for the company's profit or gain (section 70.5A). This is an absolute-liability offence – the Company can be liable even if it did not know of or authorise the conduct – and the only defence is that the Company had "adequate procedures" in place designed to prevent bribery by its Associated Persons.

This Policy, together with the Company's related governance framework, forms part of the adequate procedures the Company maintains to prevent bribery and corruption. Consistent with the Australian Government guidance on adequate procedures, that framework is built on: a clear anti-corruption control environment and tone from the top; periodic risk assessment; communication and training; risk-based due diligence on Associated Persons and transactions; confidential reporting channels; and ongoing monitoring, audit and review. Directors and officers are also subject to duties under the Corporations Act 2001 (Cth), and the Company notes ASIC's increasing focus on directors' oversight of bribery and corruption risk. While a limited facilitation-payments defence exists under Australian law, the Company prohibits facilitation payments because they may be unlawful under foreign law and are strongly discouraged by regulators.

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Responsibilities

Company Personnel and Associated Persons must:

- read, understand and comply with this Policy;
- detect, report and prevent corruption, and avoid any activity that might lead to, or suggest, a breach of this Policy;
- notify the Board or their manager as soon as they become aware of any potential or actual breach of this Policy, whether it has occurred or may occur in the future;
- in relation to gifts and hospitality, ensure any gift or hospitality falls within reasonable bounds of value and occurrence, does not influence (or appear to influence) objective business judgement, and is not prohibited or limited by applicable laws or industry codes;
- when making a payment on behalf of the Company, be mindful of what the payment is for and whether the amount is proportionate to the services provided, always request a receipt detailing the reason for the payment, and raise any concerns with the Board or their manager; and
- use the Decision Flowchart at the end of this Policy when in doubt as to whether to give or receive a gift or hospitality.

The Board must:

- ensure this Policy complies with the Company's legal and ethical obligations, and that Company Personnel and Associated Persons comply with it;
- consider and, where appropriate, approve Contributions in accordance with the guidelines in this Policy;
- oversee any allegations of corruption against the Company, Associated Persons or Company Personnel, and take appropriate action if allegations are proven;
- regularly monitor and evaluate training programs;
- regularly monitor the effectiveness of, and review the implementation of, this Policy, and implement any identified improvements as soon as possible; and
- ensure the Board or a committee of the Board (the Audit & Risk Committee) is informed of any material breaches of this Policy, consistent with ASX Corporate Governance Recommendation 3.4.

The Company must:

- keep financial records and maintain adequate and appropriate internal controls to ensure all payments to third parties evidence a genuine business reason;
- undertake appropriate due diligence on Associated Persons and on merger, acquisition, significant investment or joint venture targets;
- provide secure, confidential and accessible means for Company Personnel and Associated Persons to raise concerns about corruption; and
- ensure the systems implemented to deter, detect and investigate corruption are subject to regular audit.

Matters Prohibited Under This Policy

Bribery

Neither Company Personnel nor Associated Persons may engage in bribery, whether by giving or receiving a bribe, and whether in the private or public sector, including in dealings with public officials and foreign public officials.

Gifts and hospitality

The giving or receiving of gifts or hospitality is permitted only where it is proportionate and reasonable in the circumstances. It will be considered proportionate and reasonable only if all of the following are met:

- it is not made with the intention of influencing a person to obtain or retain business or a business advantage, to reward such provision or retention, or in exchange for favours or benefits;
- it complies with local law;
- in respect of gifts or hospitality given, it is given in the Company's name;
- it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- it is appropriate in the circumstances;
- it is given openly, not secretly; and
- it otherwise complies with this Policy.

All gifts and hospitality given or received with a value over A$50 must be disclosed within five business days and recorded in the Company's Gifts and Hospitality Register, which is reviewed by the Audit & Risk Committee at least annually. If you are unsure whether to give or receive a gift or hospitality, refer to the Decision Flowchart and escalate the matter to your manager, who must escalate it for Board approval.

Facilitation payments

Payments made to expedite or facilitate the performance of a routine action by a government or public official (facilitation payments) are prohibited, and Company Personnel and Associated Persons must not make or receive them. When making any payment on behalf of the Company, be mindful of what the payment is for and whether the amount is proportionate, always obtain a receipt detailing the reason for the payment, and raise any concerns directly with the Board.

Charitable and political contributions

Without prior Board approval, Company Personnel and Associated Persons must not make Contributions on behalf of the Company, or while acting in their capacity as Company Personnel or an Associated Person. When deciding whether to approve a Contribution, the Board will consider whether it was requested by a government official, whether there is a nexus between the recipient and any government entity from which the Company is seeking a decision, service or outcome, whether it is consistent with the Company's overall pattern of Contributions, and whether a tax deduction is available.

- The value of a Contribution cannot exceed A$250 without unanimous Board approval.
- The Board must not approve a Contribution it reasonably regards as a scheme to conceal corruption, or that is not legal or ethical under local laws and practices.
- All Contributions approved by the Board should be publicly disclosed by the Company.
- This Policy does not prohibit Company Personnel or Associated Persons from making Contributions in their individual capacity; however, any such Contribution exceeding A$750 must be notified to the Board.

Due Diligence – Associated Persons

Prior to engaging any Associated Person, the Company must undertake properly documented, reasonable and proportionate anti-corruption due diligence, determined in relation to the role of the Associated Person (for example, a high-value contractor requires more due diligence than a volunteer). At a minimum, the Company must consider, as determined in an interview, meeting or tender process:

- how the Associated Person was referred or introduced;
- the Associated Person's skill set;
- who the Associated Person's owners or superiors are; and
- whether the Associated Person is a Foreign Public Official.

The Company must issue Associated Persons with written arrangements that clearly outline their role, responsibilities and boundaries. Associated Persons with known legal, payment or performance issues should not be engaged.

Due Diligence – Mergers, Acquisitions, Investments and Joint Ventures

Before entering into any binding arrangement to acquire a significant new company or business, entering into a joint venture, or undertaking a significant investment, the Company must undertake anti-corruption due diligence and complete a due diligence report addressing that element of the transaction. All such agreements must contain standard anti-corruption representations and warranties from the counterparty, together with a right to terminate if a material breach is discovered. Any joint venture effectively controlled by the Company must comply with this Policy or have equivalent policies and procedures in place; where the Company does not have effective control, it will work with its joint venture partners to achieve the standards in this Policy.

Conflicts of Interest

Company Personnel and Associated Persons must disclose to the Board, on at least an annual basis, all conflicts of interest that may give rise to a risk of corruption. This obligation operates alongside the Company's Conflicts of Interest Policy and the Code of Conduct.

Record-Keeping

The Company must keep financial records and maintain adequate and appropriate controls to ensure all payments made by or on behalf of the Company evidence a genuine business reason. Company Personnel must ensure that all expense claims relating to gifts, hospitality or other expenses accurately record the reason for the expenditure.

Raising a Concern

The Company is committed to providing secure, confidential and accessible means for Company Personnel and Associated Persons to raise concerns about corruption and encourages them to do so as soon as possible. Company Personnel and Associated Persons are advised that:

- they can make reports anonymously;
- they should not conduct their own investigations, nor contact the target of the complaint;
- there will be no reprisal for reporting wrongdoing;
- their identity and contact details will not be made available to any accused; and
- where appropriate, they can rely on the Company's Whistleblower Policy.

Concerns can be raised confidentially with the Board directly or the Company Secretary, and, where appropriate, through the Whistleblower Policy.

Investigating Allegations of Corruption

Concerns raised by Company Personnel or Associated Persons about corruption will be fully and independently investigated. If the concerns are proven, appropriate action will be taken by the Board.

If You Are Offered a Bribe or Become a Victim of Corruption

Company Personnel and Associated Persons should immediately inform the Board if they are offered or asked to make a bribe, suspect this may happen in the future, or are asked to become involved in any form of corruption, whether in their individual capacity or on behalf of the Company. The Company's strict position is that Company Personnel and Associated Persons must not be involved in any form of corruption. The Company recognises, however, that a person may face a situation involving a risk to their personal security or that of their family; if involvement is genuinely unavoidable, the following steps must be taken to the extent reasonable in the circumstances:

- keep any amount to the minimum;
- create a record concerning the payment; and
- report it to your manager (who must report it to the Board), or to the Board, as soon as is reasonably practicable having regard to personal security.

Protection and Non-Retaliation

The Board encourages openness and will support anyone who raises a genuine concern in good faith under this Policy. The Board will not subject Company Personnel or Associated Persons to detrimental treatment as a result of refusing to take part in corruption or reporting actual or suspected corruption in good faith. Where appropriate, the protections of the Company's Whistleblower Policy also apply.

Training and Communication

Training on this Policy forms part of the induction process for all new Company Personnel, and existing Company Personnel will be made aware of their responsibilities and, where appropriate, receive regular relevant training on how to implement it, supported by written annual attestations. Training programs are regularly monitored and evaluated by the Board. All existing and prospective Associated Persons are to be informed of the Company's corruption-prevention procedures and controls, including this Policy.

Monitoring and Review

The Board will regularly monitor the effectiveness of, and review the implementation of, this Policy, considering its suitability, adequacy and effectiveness, and will implement any identified improvements as soon as possible. The systems established to deter, detect and investigate corruption will be subject to regular audit. All Company Personnel and Associated Persons are responsible for the success of this Policy and should use it to disclose any suspected breach. Suggested improvements are welcome and should be directed to the Board or the Company Secretary.

Failure to Comply With This Policy

Failure to comply with this Policy, and any involvement in corruption, may be regarded by the Company as serious misconduct and may result in disciplinary action, up to and including termination of employment or engagement, and, where warranted, referral to relevant authorities.

Policy Amendment

This Policy cannot be amended without the approval of the Board.

Our Outcomes

This Policy aims to protect AnteoTech, its personnel and its stakeholders from the legal, financial and reputational consequences of bribery and corruption. Through consistent application, AnteoTech will uphold its commitment to ethical business conduct, maintain regulatory compliance, and preserve the trust of its shareholders and the communities in which it operates.

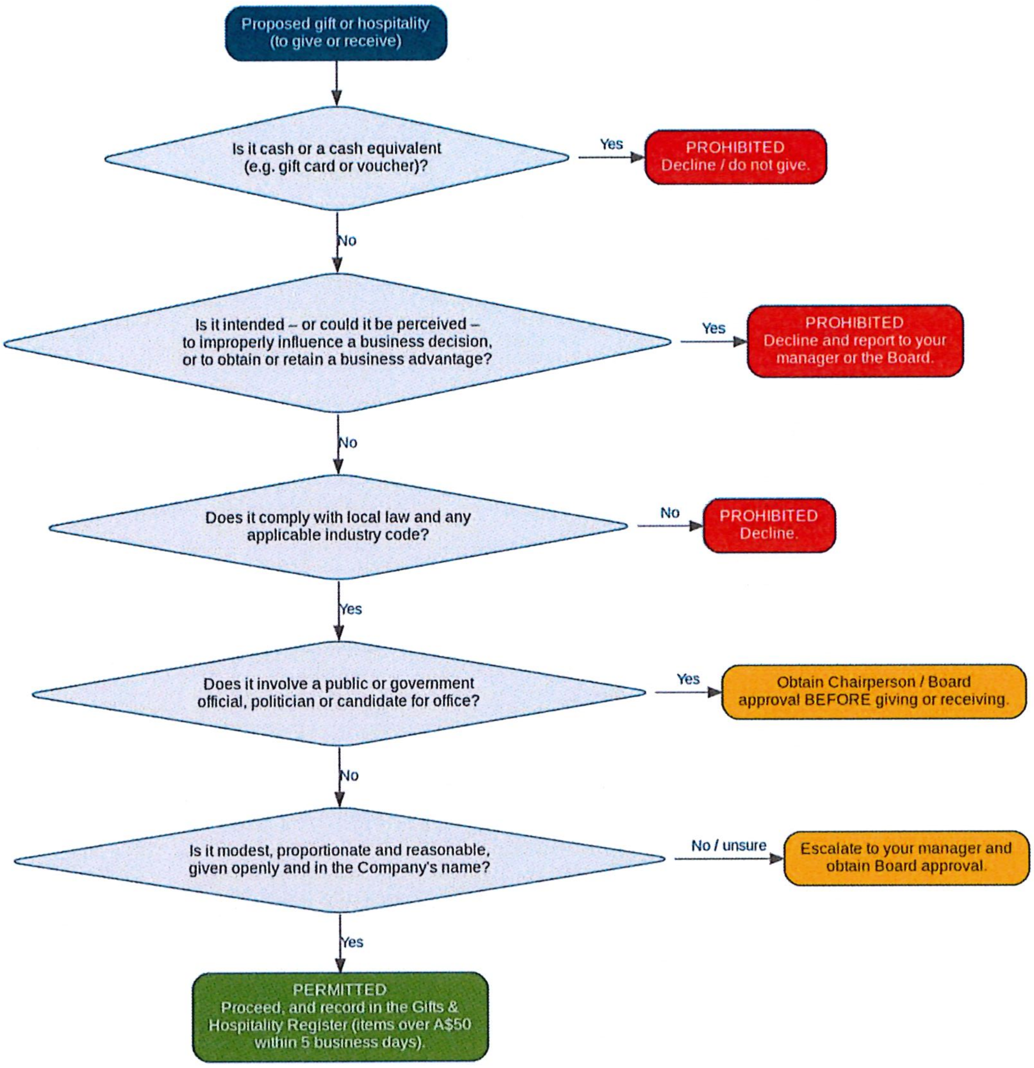
Definitions

In this Policy:

- **Associated Persons** means all persons other than Company Personnel who perform services for or on behalf of the Company, including joint venture partners, consultants, contractors, trainees, seconded staff, casual workers, agency staff, volunteers, interns, agents, sponsors and any other persons associated with the Company, wherever located.
- **Bribe** means a financial or other advantage that is offered, promised or provided to influence a person to improperly perform a function or activity, or with the knowledge or belief that acceptance would itself constitute improper performance, in order to gain any commercial, contractual, regulatory or personal advantage.
- **Bribery (or to Bribe or Bribing)** means providing a person with a Bribe, or receiving a Bribe from a person, whether in the private or public sector, including public officials and Foreign Public Officials.
- **Company Personnel** means senior managers, officers, directors or employees (whether permanent, fixed-term or temporary) of the Company.
- **Conflict of Interest** means an actual, potential or perceived conflict between the private interests of Company Personnel or Associated Persons (or their close relatives, friends and associates) and the interests of the Company.
- **Contribution** means a charitable or political contribution or donation.
- **Corruption** means engaging in Bribery; providing or receiving a gift or hospitality otherwise than in accordance with this Policy; making or receiving a facilitation payment otherwise than in accordance with this Policy; making a Contribution otherwise than in accordance with this Policy; or engaging in any dishonest, fraudulent, illegal or otherwise corrupt conduct for private gain or for the benefit of the Company.
- **Criminal Code** means the Criminal Code Act 1995 (Cth).
- **Decision Flowchart** means the gifts and hospitality decision flowchart set out at the end of this Policy.
- **Disciplinary Action** means reprimands, formal warnings, demotions, immediate termination of a contract of employment or engagement, or immediate termination of a joint venture agreement.
- **Facilitation Payment** means a payment made for the purpose of expediting or facilitating the performance of a routine governmental or public action by a government or public official.
- **Foreign Public Official** means has the meaning given in the Criminal Code, and includes a public official who serves a foreign country, performs work for a foreign government or performs the duties of an office under a law of a foreign country, and (following the 2024 reforms) a candidate for foreign public office.
- **Gift** means the transfer of property or another benefit without recompense, or for consideration substantially less than full value, or a loan of property on a permanent or indefinite basis.
- **Hospitality** means any measure involving the expenditure of financial resources or time used to entertain, receive or otherwise accommodate a person.
- **Public Official** means has the meaning given in the Criminal Code.

Decision Flowchart – Gifts and Hospitality

Use the following flowchart when deciding whether to give or receive a gift or hospitality. If in doubt, escalate to your manager for Board approval.



Endorsement

This Policy is endorsed by the Board of Directors and reviewed annually.

Approval

Merrill Gray

Chief Executive Officer (CEO)

27th August 2026