

Code of Conduct

STANDARD

All individuals, be they employees, contractors, service providers or agents, will at all times be aware and adhere to all Sundance Resources Limited (“**Company**”) and its subsidiaries (“**Group**”) Policies and Standards, as well as relevant legislation and law.

They will behave and act in a manner consistent with the Company’s Values (Achievement, Care and Respect, Safety and Sustainability, Working Together and Integrity), for a proper purpose and always in the best interests of the Company and in accordance with the following expectations (i.e. walk the talk).

EXPECTATIONS

- Act with care and respect at all times, ensuring there is no discrimination, harassment, bullying or exploitation of individuals or groups.
- Behave with integrity – being honest, transparent, consistent and fair in their dealings relating to the organisation. Individuals must not mislead or defraud fellow employees, customers, suppliers, or contractors.
- Ensure the proper and appropriate use, including the care and security, of company assets, intellectual property or the services of other individuals within the organisation and only for the benefit of the organisation.
- Ensure no unauthorised disclosure of information regarding the company and its employees, including respecting individuals’ privacy rights on the collection, storage and use of personal information, as detailed in the Privacy Act 1988.
- Avoid actual or apparent conflicts of interest. If you are in doubt about the existence of a conflict of interest, you should consult the Chief Executive Officer (“**CEO**”).
- Do not act as a representative of Sundance Resources Limited in any public or social event or with the media, either directly or indirectly, without the CEO’s express permission, including wearing the company logo or uniform while expressing views of an individual nature.
- Ensure that information regarding our business is released to stakeholders in a fair, consistent and timely manner – meeting the Company’s continuous disclosure obligations under the ASX Listing Rules.
- Acknowledge the rights of security holders with any inquiries from Security Holders being directed to the Company Secretary in the first instance.
- Only trade in the Company’s securities (or the securities of any other listed company) in accordance with the Company’s Securities Trading Policy and **not** if they are in possession of price sensitive information.
- Report all gifts or gratuities from a supplier, agent, customer or contractor above a nominal value, and do not place individuals in a position where their interests could conflict with those of the company, while complying in all respects with Australian and International legislation including the corruption of the Foreign Officials Act.
- The Company’s Policies, Standards and procedures are to comply, to the extent possible, with all laws and regulations applying to our business. In the case of any confusion or uncertainty individuals are to seek advice from their manager.

Rev	Description	Prepared By	Reviewed By	Approved By	Date
B	Issued for Use	Management	Management	Board	10/05/2017
					Page 1 of 1