



# ***ANTI-CORRUPTION POLICY***

## ***2025-2026***





# ***Anti-Corruption Policy***

## ***Purpose***

At Mitchall Mines & Minerals (“Mitchall Mines” or “the Company”), we are dedicated to conducting our operations with the utmost integrity, openness, and responsibility. This Anti-Corruption Policy (“Policy”) sets forth our commitment to prevent, detect, and respond to any form of corruption or bribery within our business activities. This Policy applies universally to all employees, directors, contractors, suppliers, and business associates involved with Mitchall Mines.

## ***Applicability***

This Policy is binding on:

- All personnel, including employees, officers, and board members of Mitchall Mines.
- Contractors, consultants, agents, suppliers, joint venture partners, and any third parties acting on behalf of the Company.
- All geographic regions where Mitchall Mines operates, encompassing domestic and international locations.

## ***Understanding Corruption and Bribery***

Corruption entails the misuse of entrusted power for personal or organizational benefit. Bribery involves giving, receiving, or soliciting any form of benefit to improperly influence decisions or actions of individuals, organizations, or governmental bodies. Examples include:

- Offering or accepting monetary payments, gifts, favors, or hospitality intended to gain unfair advantages.
- Making facilitation payments—small sums to expedite routine government services—unless explicitly allowed by law.
- Participating in anti-competitive practices such as bid-rigging or price-fixing.
- Using political donations or charitable sponsorships to sway business outcomes.

## ***Prohibited Activities***

Mitchall Mines enforces a zero-tolerance stance on:

- All forms of bribery and corrupt behavior, whether direct or indirect.
- Facilitation payments except in cases where personal safety is at immediate risk.
- Improper payments to government officials, political entities, or commercial partners.
- Any concealment or falsification of payments, records, or financial documentation.



## ***Guidelines on Gifts & Hospitality***

All employees and representatives must ensure that:

- Gifts, hospitality, or entertainment are modest, transparent, and not intended to influence business decisions.
- Extravagant or repetitive gifts and entertainment are strictly prohibited.
- Any gifts or entertainment involving government officials require prior written authorization from senior management.

## ***Due Diligence for Third Parties***

Prior to establishing business relationships, Mitchall Mines will:

- Conduct thorough due diligence to evaluate the reputation and integrity of prospective partners.
- Ensure all third parties comply with anti-corruption laws and our Policy.
- Incorporate anti-corruption clauses within all contractual agreements with suppliers, agents, and partners.

## ***Political and Charitable Contributions***

- Mitchall Mines refrains from making political donations to parties, candidates, or political groups.
- Charitable contributions must be transparent, legitimate, and aligned with the Company's commitment to social responsibility

## ***Financial Controls and Record-Keeping***

Mitchall Mines enforces a zero-tolerance stance on:

- All financial transactions must be accurately documented within the Company's records.
- Undisclosed or unrecorded payments are strictly forbidden.
- Regular internal audits and compliance reviews will be conducted to uphold financial integrity

## ***Reporting and Protection for Whistleblowers***

- Employees and other stakeholders are encouraged to report suspected corruption or unethical conduct through confidential channels.
- Reports may be made anonymously and without fear of retaliation.
- All allegations will be thoroughly investigated, and appropriate disciplinary or legal measures will be taken when warranted.



## ***Training and Awareness***

- Mandatory training on anti-corruption practices and this Policy will be provided to all employees and relevant third parties.
- Periodic refresher sessions will ensure ongoing awareness and adherence.

## ***Legal Compliance***

This Policy complies with applicable Canadian anti-corruption legislation, including the Corruption of Foreign Public Officials Act, and aligns with international standards such as the U.S. Foreign Corrupt Practices Act and the UK Bribery Act. All employees must adhere to relevant laws in all jurisdictions where Mitchall Mines operates.

## ***Consequences of Violations***

- Breaches of this Policy may lead to disciplinary action up to and including termination of employment or contracts.
- Mitchall Mines reserves the right to pursue legal remedies and notify regulatory bodies as appropriate.
- Individuals involved in corrupt practices may be subject to penalties including fines, imprisonment, and reputational harm.

## ***Policy Review and Updates***

This Policy will undergo regular reviews and updates to remain aligned with evolving laws and business needs. Employees will be promptly informed of any significant changes.

***Drafted by:***  
***Approved by:***  
***Effective Date:***  
***Effective Through:***

Mrs. Linette Maurin  
The Board of Directors  
Tuesday, May 06 2025  
Wednesday, May 05 2027





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