

Anti-Bribery and Corruption Policy

INTRODUCTION

As a responsible exploration and mining company, Osino Gold Exploration and Mining (Pty) Ltd (Osino) is dedicated to a zero-tolerance stance towards bribery and corruption, through upholding integrity, transparency and accountability in all business activities.

Bribery encompasses offering, promising or accepting anything of value to improperly influence decisions, while corruption involves abusing entrusted power for personal gain.

This Policy and its commitments align with Namibian legislation and global standards like the United Nations Convention Against Corruption (UNCAC).

The Policy establishes our formal commitment to ethical leadership and preventing bribery and corruption within our business and supply chain. Stakeholders are asked to report suspected incidents through established grievance mechanisms.

APPLICABILITY

This Policy applies to all Osino employees, vendors (contractors, service providers and suppliers), and all stakeholders (including government officials, customers and NGOs) interacting with the company and on behalf of the company in any business capacity.

Compliance with this Policy is mandatory, and all stakeholders must acknowledge receipt and adherence to the requirements of this Policy.

COMMITMENTS

Regarding the high standards of business conduct and ethical behaviour we hold ourselves to, our anti-bribery and corruption commitments include:

Ethical practices

Prohibiting all forms of bribery, corruption, fraud or unethical influence practices as defined by the Namibian Anti-Corruption Act (2003) and the Companies Act (2004). These forms, among others, include:

- Offering, giving, requesting or receiving bribes or kickbacks
- Using facilitation payments to improperly influence business decisions
- Using company assets for unauthorised and non-project-related activities
- Failing to disclose conflicts of interest that could lead to corrupt practices
- Misuse of company funds or assets for unethical purposes
- Providing or accepting gifts, entertainment, or offers of hospitality
- Donating to political parties or persons engaged in political activity

- Abusing positions of power to engage in fraudulent and extortionate activities for financial or other personal gain

Contract management and third-party engagements

All contracts must include clauses prohibiting bribery and corruption. Osino reserves the right to terminate business relationships if corrupt practices are identified.

Compliance monitoring and enforcement

Osino will ensure compliance through the following:

- Conducting periodic audits to assess anti-bribery and corruption controls
- Conducting risk assessments on business operations and financial transactions
- Ensuring that all business transactions are accurately recorded and documented to prevent undisclosed financial activities
- Ensuring that record-keeping is aligned with legal requirements related to anti-bribery and corruption compliance

Community investment, donations and sponsorships

All Osino monetary contributions and sponsorships are guided by Osino's socio-economic development strategy and distributed according to approved budgets to approved beneficiaries.

VIOLATIONS AND REPORTING

Any violations of this Policy may result in contract termination, reporting to the authorities and legal action. In addition, failure to report violations or involvement in bribery and corruption may result in disciplinary action, contract termination or legal prosecution.

Employees, vendors, and other third parties must report concerns or grievances using one of the following:

- The Public Grievance Mechanism (see our website)
- The Whistleblower Mechanism (see our website)
- By contacting senior management

MONITORING AND REVIEWING

Progress against these commitments will be monitored and reported annually to management. This Policy will be reviewed as necessary to reflect changes in legislation, regulatory requirements or related best practices. Osino reserves the right to amend or update this Policy as required.

Osino commits to implementing processes to ensure that all employees, contractors and vendors have been informed of and acknowledge and adhere to the compliance requirements of the following anti-bribery and corruption and related governance documentation:

- This Anti-Bribery and Corruption Policy
- Code of Business Conduct and Ethics
- Procurement Policy
- Responsible Sourcing Standard

Osino reserves the right to conduct audits and investigations where anti-bribery and corruption concerns arise.

Tianhang Zhang

Chief Executive Officer (CEO)

29 September 2025