Compliance Management Policy

POL-GE-C.000-0101

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1. POLICY STATEMENT

1.1. Policy Purpose

This Compliance Management Policy establishes the framework for identifying, managing, monitoring, and reporting on compliance obligations at Liontown Limited ("Liontown"). This policy provides a framework to assist the Company in meeting its legal and regulatory requirements while fostering a culture of ethical conduct and corporate responsibility.

The objectives of this policy are to:

- Establish a systematic approach to compliance management aligned with ISO 37301:2021 Compliance Management Systems;
- Define clear roles, responsibilities, and accountabilities for compliance across the organisation;
- Integrate compliance requirements into business processes and decision-making;
- Provide mechanisms for identifying, assessing and mitigating compliance risks;
- Support continuous improvement in compliance performance;
- Ensure effective compliance management not only protects the value we have established but also helps us maintain stakeholder trust and seize opportunities that drive sustainable growth.

1.2. Policy Principles

Compliance management at Liontown is guided by the following principles:

- Integrity and transparency in all dealings with regulators and stakeholders;
- Proactive identification and management of compliance risks before they materialise;
- Accountability at all levels of the organisation for compliance outcomes;
- Continuous improvement of compliance processes and controls; and
- Integration of compliance considerations into business decision-making and strategic planning.

1.3. Policy Scope

This policy applies to all Liontown operations, including operational sites, exploration activities, corporate offices, and all subsidiaries. It covers all directors, officers, employees, contractors, consultants, and third parties acting on behalf of the Company. The policy encompasses compliance with all mandatory and applicable legislation, standards and codes, such as but not limited to:

- ASX Listing Rules and Corporations Act 2001 (Cth);
- ASX Corporate Governance Principles and Recommendations (4th Edition);
- Fair Work Act 2009 (Cth);
- Sex Discrimination Act 1984 (Cth);
- Workplace Gender Equality Act 2012 (Cth);
- Independent Contractors Act 2006 (Cth)
- Paid Parental Leave Act 2020 (Cth)
- Mining Act 1978 (WA) and associated regulations;
- Workers' Compensation and Injury Management Act 2023 (WA)
- Environmental Protection Act 1986 (WA);
- Work Health and Safety Act 2020 (WA);
- Mines Safety and Inspection Act 1994 (WA);
- Dangerous Goods Safety Act 2004 (WA)
- Security of Critical Infrastructure Act 2018 (Cth);
- Privacy Act 1988 (Cth) and related Australian Privacy Principles;
- Autonomous Sanctions Act 2011 (Cth); and
- Modern Slavery Act 2018 (Cth).

2. OUR COMMITMENT

We are committed to systematically managing compliance to safeguard our business and stakeholders. To achieve this, we will implement compliance management processes and procedures aligned with ISO 37301:2021 Compliance Management Systems and embed compliance management into decision-making by ensuring that compliance awareness and management practices are integral to strategic planning, operations, and corporate governance.

2.1. Integration with Risk Management

Compliance management is integrated with Liontown's Risk Management Policy and Standard. Liontown maintains a compliance obligations register that documents legal and regulatory requirements, industry codes, and internal policies so far as reasonably possible. The register is maintained within the Company's Governance, Risk and Compliance (GRC) system and includes:

- Identification and categorisation of each compliance obligation;
- Source of the obligation (legislation, regulation, licence condition, contractual requirement);
- Business areas and personnel affected;
- Assigned obligation owners and responsible personnel;
- Associated controls and compliance activities;
- Reporting requirements and deadlines; and
- Evidence of compliance and assurance activities.

2.2. Measurable Objectives/Commitments

Liontown commits to the following measurable compliance objectives:

- maintain compliance with mandatory regulatory reporting deadlines;
- ensure all relevant employees complete required compliance training within 30 days of commencement and annually thereafter;
- report and investigate all material compliance breaches to appropriate stakeholders within 48 hours of identification;
- conduct annual compliance reviews of all material obligations with results reported to the Audit and Risk Committee;
- integrate compliance risk assessments with enterprise risk management processes; and
- maintain a current and accurate compliance obligations register with annual reviews.

2.2.1. Compliance Training

The Company provides compliance training to ensure all personnel understand their obligations. Training includes induction training for all new employees and contractors; annual refresher training for all employees; role-specific training for personnel with compliance responsibilities; and board and executive training on governance and oversight responsibilities.

2.2.2. Breach Management

All compliance breaches and material near-misses must be reported to the Risk and Compliance Principal for investigation. Breaches are investigated to determine root cause, extent, and impact and to ensure appropriate remediation actions are implemented and tracked to completion by the respective action owner. Material breaches are escalated to the Managing Director, Audit and Risk Committee, and Board as appropriate, and reported to regulators where required.

3. ROLES AND RESPONSIBILITIES

The following roles have specific responsibilities for compliance management within Liontown. All personnel are expected to comply with applicable laws, regulations, and Company policies, complete required training, and report actual or suspected breaches.

Roles	Responsibilities
Board of Directors	• Approves the Compliance Management Policy and sets the tone for the Company's compliance culture
Audit and Risk Committee	• Reviews the adequacy and effectiveness of the compliance management system • Monitors material compliance risks and issues • Reviews compliance reports and assurance activities • Recommends improvements to compliance policies and procedures • Reports to the Board on compliance matters
Managing Director (CEO) and Executive Team	• Implements the Compliance Management Policy and ensures compliance is embedded into business operations • Establishes appropriate organisational structures and assigns resources for compliance management • Promotes a culture of compliance throughout the organisation • Ensures compliance considerations are integrated into strategic planning and decision-making • Reports to the Audit & Risk Committee and Board on compliance matters
Principal, Risk and Compliance	• Maintains the Compliance Obligations Register and ensures it remains current • Coordinates compliance risk assessments and monitoring activities Supports the development and delivery of compliance training programs • Investigates and responds to material compliance breaches and near-misses • Prepares compliance reports for management, the Audit and Risk Committee, and the Board • Manages relationships with regulators and responds to regulatory inquiries Advises on regulatory changes and their impact on the business
Obligation Owners	• Understand their assigned compliance obligations and associated requirements • Implement and maintain appropriate controls to ensure compliance • Ensure their obligations are maintained and up to date in Liontown's GRC system • Monitor compliance performance within their areas of responsibility Report breaches, near-misses, and issues to the Principal, Risk and Compliance • Maintain evidence of compliance activities and control effectiveness
All Liontown personnel (including contractors)	• Understand and comply with applicable laws, regulations, and Company policies • Complete required compliance training within specified timeframes • Report actual or suspected material compliance breaches through appropriate channels • Cooperate with compliance investigations • Seek guidance when uncertain about compliance requirements

4. CONSEQUENCES OF BREACH

Failure to comply with this policy, applicable laws, regulations, or the Company's compliance obligations may result in serious consequences for both the individual and the Company. For individuals, consequences may include disciplinary action up to and including termination of employment or contract, personal liability, and potential criminal

prosecution. For the Company, compliance breaches may result in regulatory penalties and fines, loss of licences or permits to operate, reputational damage, litigation and legal costs, increased regulatory scrutiny, and adverse impacts on shareholder value. All personnel are expected to take their compliance responsibilities seriously and report any concerns or potential breaches promptly.

5. REFERENCES AND RELATED DOCUMENTS

The following documents should be read in conjunction with this policy.

Document Type	Document ID	Document Name	Relevance to this document
Policy	POL-RC-C.000-0006	Risk Management Policy	The **Risk Management Policy** establishes the overarching framework for identifying and managing risks across the organisation, within which compliance risk is a key category that must be assessed and treated in accordance with the Company's risk appetite.
Standard	STD-RC-C.000-0002	Risk Management Standard	The **Risk Management Standard** provides the detailed methodology and tools for assessing compliance risks, including the risk matrix and rating criteria used to evaluate the likelihood and consequence of compliance failures.
Code	POL-HR-C.000-0002	Code of Conduct	The **Code of Conduct** sets out the ethical principles and behavioural expectations that underpin a culture of compliance, providing guidance on how personnel should act when faced with ethical dilemmas or situations not explicitly covered by specific policies.
Policy	POL-GE-C.000-0018	Whistleblower Protection Policy	The **Whistleblower Policy** provides the mechanism for reporting compliance concerns and breaches, and protections for those who report in good faith
Policy	POL-IT-C.000-0016	Privacy Policy	The **Privacy Policy** addresses compliance with the Privacy Act 1988 and Australian Privacy Principles regarding personal information handling
Statement	N/A	Modern Slavery Statement	The **Modern Slavery Statement** documents the Company's compliance with Modern Slavery Act 2018 reporting requirements and supply chain due diligence
Policy	POL-HS-C.000-0022	Health and Safety Policy	The **Health, Safety and Environment Policy** establishes compliance requirements for WHS legislation, mining safety regulations, and environmental approvals

Charter	CHA-GE-C.000-0101	Audit and Risk Committee Charter	The Audit and Risk Committee Charter outlines the Committee's oversight responsibilities for compliance management
Policy	POL-GE-C.000-0024	Delegation of Authority Policy	The Delegation of Authority Policy defines the approval limits and authorisations that support compliance with internal controls and external obligations

6. REVIEW OF POLICY

This Policy will be reviewed by the Audit and Risk Committee at least once every three years, or sooner if required by changes in law, regulation, operations or following a material incident or audit finding. The Committee will endorse the reviewed Policy for approval by the Board.

Policy Ref.	*Policy Name*	*Ver*	*Author*	*Approving Authority*	*Approved Date*
POL-GE-C.000-0101	Compliance Management Policy	1	Principal, Risk and Compliance	Board of Directors	30 June 2026

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