



ANTI-BRIBERY AND ANTI-CORRUPTION POLICY  
*(as adopted by the Board of Directors on August 5, 2022)*

## INTRODUCTION & PURPOSE

Forte Minerals Corp. (the “Company”) is committed to conducting its business in compliance with applicable laws and with the highest ethical standards. Integrity, honesty, and acting in good faith are fundamental to the Company’s reputation and ongoing success. The Company is committed to the safety and well-being of its employees protecting the environment and supporting the communities in which it operates.

The purpose of our Anti-Bribery and Anti-Corruption Policy (the “Policy”) is to make clear the Company’s commitment to comply with all anti-bribery or anti-corruption laws that may be applicable. This Policy supplements the Company’s Code of Business Conduct.

This Policy applies to all directors, officers and employees of the Company (collectively “Employees”) and the Company’s agents, contractors, consultants, and suppliers (collectively, “Third Parties”). It is a requirement that Employees and Third Parties be aware of, understand and agree to comply with the Foreign Corrupt Practices Act (the “FCPA”) and other Company policies.

This Policy supplements all applicable laws, rules, and other corporate policies, but is not intended to supplant any laws.

The Company’s Chief Executive Officer (the “CEO”) shall be responsible for administering and interpreting this Policy under the oversight of the Interim Chairman of the Board of Directors. Questions concerning the permissibility or lawfulness of any transaction or activity should be directed promptly to the CEO before the transaction or activity takes place.

## THE POLICY

In this Policy, a “Public Official” means any person who acts in an official capacity for a national, local or foreign government and includes any officer, employee or person (including their children, spouses, parents and siblings) representing or acting on behalf of any of the following entities (a “Public Entity”):

- A government, department, ministry, agency, authority, or branch of government, including Company’s or similar entities controlled by any governmental authority;
- A political party, including party officials and candidates;
- An embassy or consulate;
- A public agency constituted by law to carry out specific tasks in the public interest;
- A public enterprise over which a government directly or indirectly exercises dominant influence.

A person does not cease to be a Public Official by purporting to act in a private capacity or by the fact that he or she serves without compensation. Below are examples of Public Officials relevant to the Company’s business:

- Government ministers and their staff;
- Members of legislative bodies;
- Judges, ambassadors, consuls;
- Officials or employees of government departments and agencies such as customs, immigration, environment, mines and tax and other regulatory agencies;
- Employees of state-owned mining companies, or other government-owned or controlled companies;
- Military and police personnel;
- Political party officials and candidates for political office;



- Governors, mayors, councilors or other members of local government;
- Employees of public international organizations;
- Indigenous leaders;
- Employees of public international organizations and

Any questions about whether a particular person is a Public Official should be directed to the Company's CEO.

This Policy prohibits the offering, giving or paying of money or a "thing of value", directly or indirectly, to a Public Official for the purpose of obtaining or retaining any business interests. This includes offering, promising, agreeing to or authorizing such giving or paying. Without limitation, gifts and payments are prohibited when used to persuade a Public Official to influence an official act or decision, carry out or omit any act or provide any improper advantage in order to further the Company's business interests.

In this Policy, a "thing of value" means any advantage of any kind offered to a Public Official whether provided with corporate or personal funds, including money, gifts, entertainment, travel or hospitality, kickbacks, loans, rewards, tuition fees for any family member, provision of services or facilities for less than full cost, employment or offers of future employment for the Public Official or their family members or friends.

Political contributions are not permitted under any circumstances.

#### PERMITTED ACTIVITY

The Company's CEO may, at his discretion, approve certain payments or reimbursements to a Public Official with the approval of the Public Official's Public Entity. Such payment or reimbursement must be directly related to a legitimate business activity, must be reasonable in value and infrequent, and must be provided openly and transparently. Such payments must also be widely accepted, customary and permissible under applicable local laws.

#### ITEMS AND CRITERIA TO BE APPLIED

Hospitality expenses must be:

- Reasonable in value and not extravagant;
- For a legitimate business purpose;
- Recorded on a vendor invoice or Employee expense report, along with details of the expense and the identity of the recipient
- In accordance with the Public Official's own travel regulations;
- Limited to travel directly between the Public Official's place of residence and the specific destination for the business visit, unless in exceptional circumstances;
- Excluded for spouses, family members and friends;

In particular,

- Per Diem or cash allowances are not permitted
- No payments or reimbursements may be given to affect a Public Official's conduct.

Training expenses and activities must be:

- Related to a subject matter that is relevant to the Company's activities.
- Carried out in accordance with a written contract with the Company or with a Third Party;
- For Public Officials selected by their superior and reviewed by the Company representatives involved in the training level.
- Not designed to affect a Public Official's conduct.



Charitable donations and expenses are:

- Permitted in accordance with the Company's Policy, and subject to the approval of the Management Committee;
- Carried out in accordance with a written contract with the Company or with a Third Party.
- Cannot be given to affect a Public Official's conduct

Notwithstanding any of the foregoing, any Employee can make a payment when demanded to do so if they believe it necessary in order to preserve their health, safety or well-being or that of another Employee. Payments cannot be made to preserve or safeguard property. Afterward making any such payment, the Employee must document the amount and purpose of the payment and report it to the [CEO].

### BOOKS AND RECORDS

The Company shall maintain books and records that are complete, accurate and understandable to reflect all transactions, including the use and disposition of assets, and other similar information. All Employees must ensure that:

- a) all expenses in excess of \$500.00 are reported and recorded;
- b) any payment made on behalf of the Company is supported by appropriate documentation;
- c) no payments to Public Officials or Public Entities are made in cash; and
- d) no Employee shall create or assist in the creation of any documents for the purpose of concealing any improper activity.

In reviewing and approving expenses, or in the review of any books and records, any question which may arise in connection with this Policy shall be brought to the attention of the CFO.

Third Parties interacting with Public Officials on the Company's behalf must be engaged pursuant to a written contract that requires the agent to comply with this Policy and with applicable laws, gives the Company remedies for noncompliance and gives the Company the right to audit a Third Party's books and records to ensure compliance. Prior to the engagement, the Company must conduct screening of all Third Parties to confirm ownership, reputation, compliance with laws, qualifications and the reasonableness of the proposed compensation. The Company must also take care to ensure that no part of the payments or reimbursements to a Third Party will be applied directly or indirectly to make a payment to a Public Official contrary to this Policy.

### COMPLIANCE, REPORTING AND DISCIPLINE

All Employees and Third Parties are expected to comply with all of the provisions of this Policy. This Policy will be strictly enforced, and violations will be dealt with immediately, including subjecting the Employee to corrective and/or disciplinary action, including without limitation, dismissal or removal from office. Any Third Party who violates the terms of this Policy or who knows of and fails to report to the Company potential violations of this Policy or who misleads the Company or investigators making inquiries into potential violations of this Policy or who otherwise refuses to fully cooperate with investigators will have their contracts terminated.

Employees who have concerns or questions about violations of this Policy may report them to the CEO or to the CFO. Alternatively, complaints or concerns may be reported on a confidential basis under the Company's Whistleblower Policy. Upon receipt of any complaints, the CEO or CFO will investigate each matter so reported. The CEO will have primary authority and responsibility for the enforcement of this Policy, subject to the supervision of the Board of Directors.



Audits of the Company sites, operating units, and Third Parties may be conducted periodically to ensure compliance with this Policy and applicable procedures and guidelines. Audits may be conducted internally by the Company, or externally by independent third parties.

This Policy shall be distributed to all Employees on an annual basis and shall be published on the Company's website. New Employees shall be provided with a copy of this Policy and advised of its importance.