

# BHP

## Our Code

### Glossary

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**2Up leader:** manager or supervisor who is two reporting lines up.

**Anti-boycott laws:** Penalises conduct that involves agreeing to or refusing to do business with or in specific countries, for example Israel, or with blacklisted companies or that is discriminatory on grounds of race, religion, gender, national origin or nationality. The prohibitions include agreeing to provide or actually providing information about business relationships or persons involved.

**Anything of value:** includes gifts, meals, entertainment, travel, promotional sponsorship, cash and cash equivalents, per diems, favours and business opportunities.

**Asset (operational):** grouping of one or more geographically close operations operated by BHP.

**Asset:** anything a person, company or group owns, including money, investments and property, non-physical property such as intellectual property and data, or anything of value that may be converted into cash.

**Audit:** systematic, independent and documented process for obtaining evidence and evaluating it objectively to identify areas where risk management, control, compliance and governance processes require improvement.

**Benchmarking:** Rating a company's products, services and practices against those of other participants in the industry.

**BHP's Protected Disclosure Reporting Channel:** a dedicated platform for reporting Protected Disclosures under the **BHP Whistleblower Policy**. Reports can be made anonymously and may be subject to protections under the Policy.

**Business:** A product-based global organisational unit which sets strategy, grows the value of, governs and manages the performance of one or more Assets and Operations.

**Business partner:** joint venture partners or co-investors or third parties who interact with others on behalf of

BHP or BHP controlled entities. Includes agents, brokers, intermediaries, advisers, consultants, representatives, travel agents, freight forwarders, customs or visa agents, tax advisers, law firms, finders, lobbyists and accountants.

**Business travel:** pre-approved by relevant leaders and required to fulfill a business requirement.

**Child labour:** children under 15 years of age made to do work that is physically or mentally harmful and interrupts their education and social development.

**Close relative:** spouse, partner, parent, step-parent, child, step-child, sibling, step-sibling, nephew, niece, aunt, uncle, grandparent, grandchild and partner of any of these.

**Close period:** a period of 60 days immediately preceding the preliminary announcement of BHP's full year results or, if shorter, the period between the end of BHP's financial year and the preliminary announcement of the full year results; and the period between the end of BHP's half year and the publication of BHP's half year results.

**Community development project and/or donation:** benefits the communities in which BHP operates or has an interest. Typically, multi-faceted and includes the delivery of more than one activity.

**Community donation:** payments or in-kind contributions for a single activity such as disaster relief or scholarships.

**Company:** BHP and its subsidiaries.

**Competition, anti-monopoly or trade practices (antitrust) laws:** prohibit contracts, arrangements, understandings, and concerted practices (whether formal or informal, written or unwritten, direct or indirect) which prevent, restrict or distort competition. These laws also include merger control rules (which require approval of certain transactions from competition authorities) and rules that prohibit conduct by companies that (either jointly or independently) are in a dominant position in a given market and abuse that position. Competition law can have extraterritorial effect — actions

taken in one country can violate the competition law of other countries if the conduct has an anti-competitive effect in that country.

**Competitively sensitive information:** broad category of information that, if disclosed to a competitor, would in some way reduce the current/future uncertainty about the competitor's market behaviour including:

- production plans
- marketing plans and proprietary perspectives on the market
- details of negotiations with individual suppliers or supplier
- current or recent terms of sale or purchase, such as price
- strategic information
- innovation plans and intellectual property.

**Competitor:** another company, organisation or individual which produces and/or markets commodities similar to BHP; procures similar goods or services to BHP; hires similar talent to BHP; or participates in the same bid processes as BHP.

**Compliance:** a function within BHP that protects BHP's integrity by working with our Assets and Functions to prevent and mitigate compliance-related risks.

**Confidential information:** any information relating to BHP, our affiliates or any of our businesses that is not generally available to the public other than due to a breach of confidentiality, whether the information is in oral, visual or written form or is recorded in any other medium.

**Conflict of interest:** where an employee's position within BHP, or financial or other personal considerations or interests have the potential to affect, or could have the appearance of affecting, their judgement, objectivity or independence.

**Conflict of Interest register:** system where BHP employees register potential conflicts of interest for review and approval.

# Glossary continued

**Consultant:** where an agreement exists between BHP and the consulting company, and the person is providing specialist services not usually performed by an employee. Work is for a defined period of time on behalf of a consulting company engaged by BHP.

**Contractor:** an individual, company or other legal entity that carries out work or performs services for BHP under a contract for service, including sub-contractors.

**Controlled entity:** An entity in which BHP holds or controls, directly or indirectly, greater than 50 per cent of the voting, shareholding, participating interest or ownership interest; or has the capacity to determine the outcome of decisions about financial and operating policies, including (without limitation) by controlling the board.

**Corporate Affairs:** a function within BHP that manages the global strategy, framework and implementation required to protect and enhance BHP's reputation, manage risk and contribute to social value creation.

**Cultural norms:** expectations of how a person or persons will behave in a given situation based on local protocols, rules of conduct or accepted social practices.

**Cybersecurity:** measures taken to protect availability, integrity and confidentiality of information assets, systems and services from misuse, attack, damage, interference, loss or unauthorised access, modification or disclosure.

**Data:** information related to, or created or collected in the course of, the operation of the BHP business. This may include technical data, operational data and data about customers, products, employees, materials and suppliers which may be non-transactional in nature. Master data can support transactional processes and operations.

**Data Catalogue:** central location for BHP's data community to manage data quality, enable discovery, understand the data, and see whom to contact to discuss quality issues or request access.

**Director:** member of the board that controls the affairs of a company. A board may consist of executive directors, who manage the company, and non-executive directors, who contribute advice.

**Disclosure Officer:** responsible for identifying, validating, monitoring and reporting referral information.

**Due diligence:** steps taken to review and assess proposed business activities or counterparty relationships.

**Ecosystem services:** The contributions of ecosystems to the benefits that are used in economic and other human activity (TNFD Glossary, 2024).

**Employee Assistance Program (EAP):** independent, professional, qualified counsellors including psychologists and social workers who can be accessed by any employee and their immediate family members (partners and dependent children).

**Employee incentive scheme:** formal scheme intended to encourage actions or behaviour of employees, such as Shareplus.

**Ethics and Investigations:** a function within BHP that protects BHP's integrity by setting the ethical standards for how BHP operates in line with *Our Charter and Our values*.

**Ethics Support Service:** dedicated service for impacted persons, providing immediate and confidential support.

**Export controls:** laws regulating export, re-export, transshipment or transfer of specific items across national borders, often to promote the revenue, trade and security initiatives of a particular country.

**Facilitation payments:** an unofficial payment or thing of value given to a government official to expedite or secure the performance of a routine government action (actions that are ordinarily and commonly performed). Examples include payments to expedite the issuing or processing of legitimate visas, the scheduling of inspections, or the connection of telephones or other utility services. Routine

government action does not include discretionary decisions (including to award or continue business with a party) by a government official.

**Forced labour:** Work under threat of penalty and for which the worker has not offered her/himself voluntarily.

**Fraud:** Any deliberate act of deception which is undertaken for personal or third-party gain and which may result in a financial or non-financial loss to BHP or another party. Examples may include, but are not limited to, making false statements or falsifying documents to obtain a personal commission or award, misusing BHP's information for personal advantage or physical theft.

**Gender identity:** gender-related identity, appearance or mannerisms or other gender-related characteristics of a person including how people express or present their gender, recognising a person's gender identity may be an identity other than male or female.

**Gifts and Entertainment register:** system where BHP employees register gifts and entertainment for review and approval.

**Government official:** includes:

- any officer or employee of a government or public international organisation or any department or agency thereof or any government-owned or controlled entity (including state owned enterprises)
- any person acting in an official function or capacity for a government or public international organisation
- any political party or party official, or political office candidate
- any individual who holds or performs the duties of an appointment, office or position created by custom or convention, including, potentially, some tribal leaders and members of royal families
- any person who holds themselves to be the authorised intermediary of a government official.

# Glossary continued

**Homophobia:** fear of, aversion to, or discrimination against homosexuality or gay people.

**Host community:** persons or groups of people living and/or working in any areas that are economically, socially or environmentally impacted (positively or negatively) by our operations and/or projects. It can range from people living adjacent to or at a distance from our operations and/or projects that may be impacted.

**Human rights:** basic political, civil, economic, labour, social and cultural rights and freedoms to which all people are entitled, without discrimination as defined by the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights and the International Covenant on Economic, Social and Cultural Rights.

**Human Resources:** a function within BHP that influences the culture and performance of the organisation by implementing frameworks, processes and practices to attract and retain a talented, motivated and productive workforce.

**Illegal drugs:** illegal and prescription drugs held without a valid prescription or administered under doctors' orders.

**Inappropriate material:** includes pornographic or sexually explicit or exploitative images or text, materials promoting violence, hatred, racism, religious beliefs, terrorism or the intolerance of others, and any material that is obscene and abusive.

**Inside information:** information not generally available and if made generally available, a reasonable person would expect it to have a material effect on the price or value of BHP's or another company's securities (judged by whether it would be likely to influence persons who commonly invest in securities in deciding whether to acquire or dispose of securities). Such information may include matters of supposition, matters insufficiently definite to warrant being made public and matters relating to the intentions or likely intentions of a person.

**Insider trading:** buying and selling securities of a company when you have inside information (or encouraging someone else to do so), or communicating inside information to another person when you know, or should know, that the other person is likely to buy or sell securities in that company.

**Integrity@BHP:** confidential reporting channel that is accessible to all, including external stakeholders and the public, to report conduct that may be inconsistent with *Our Code*.

**Intellectual property:** any creation of the mind or intellect, or confidential information or business data, which has potential commercial value, and may have a right to protection under law, including laws relating to copyright, patents, trade marks and the like.

**Intersex status:** people who have innate sex characteristics that don't fit medical and social norms for female or male bodies.

**Investment:** commitment of resources (often monetary) with the expectation of receiving future benefits. The term investment includes both transactions and capital projects (and extends to finance leases, project closures, site rehabilitation, business systems projects, and long-term contractual commitments that are equivalent to capital investments).

**Joint venture:** contractual association formed between two or more parties to undertake specific business together.

**Legal:** a function within BHP that provides Assets, Functions and Marketing with independent, strategic legal advice to manage legal risk and create value in line with *Our Charter* and *Our values* and commercial objectives.

**Line leader:** immediate manager.

**Licence to operate:** securing and maintaining the trust and confidence of a community and regulators in order to set up and conduct business.

**Mineral Resources:** A concentration or occurrence of solid material of economic interest in or on the Earth's crust in such form, grade (or quality) and quantity that there are reasonable prospects for eventual economic extraction. The location, quantity, grade (or quality), continuity and other geological characteristics of a Mineral Resource are known, estimated or interpreted from specific geological evidence and knowledge, including sampling (JORC Code, 2012 Edition).

**Non-operated joint venture:** producing entity that is not controlled by BHP.

**Non-Traded goods and services:** Non-Traded goods and services are all goods and services that are not part of BHP's finished product portfolio such as raw materials and associated supporting services such as export shipment.

**Operation:** substantially distinct production entity operated by BHP with defined boundaries and agreed points of handover for services and/or product. Includes entities such as: a mine; a port; or a group of processing or production facilities; a producing field.

**Our Charter:** how we communicate who we are, what we do, and what we stand for

**Our Requirements:** mandatory minimum performance requirements and accountabilities for definitive business obligations, processes, functions and activities across BHP.

**Patent:** legal document issued by a national government authority granting exclusive rights to use or exploit an invention, which may be a product or process, for a specific period of time. Patents also grant the right to prevent others from copying or exploiting the invention.

**Personal information:** any information or opinion relating to an identified or identifiable individual, including any information or opinion which could reasonably identify an individual, either from that information alone or in combination with other information which is reasonably likely to come into the possession of BHP.

# Glossary continued

**Pornography:** verbal or visual material or acts that embody violence, coercion, discrimination, force or brutality on women, men, children or animals in sexual acts, and represent them in a degrading way.

**Primary contact:** the BHP employee with the closest business relationship to a third party, who should be the third party's first point of contact.

**Psychosocial hazards:** known causes of mental ill-health which can arise from organisational factors (work organisation, job design and poor workplace culture), environmental factors and individual factors.

**Public disclosure:** material that is considered disclosed in a manner sufficient to ensure its availability to the investing public.

**Record:** information in any form or on any media, created or received and maintained by BHP (employee, contractor, consultant or third party) as complete and accurate evidence of business decisions, activities and transactions.

**Regulatory official:** include any officer or employee of a regulatory organisation or any department or agency thereof; any person acting in an official function or capacity for a regulatory organisation; or any person who holds themselves to be the authorised intermediary of a regulatory organisation.

**Restricted Persons:** people who regularly have access to sensitive BHP information due to their role within the Group. Restricted Persons must not deal in BHP Securities during any Closed Period or without prior clearance. Refer *Our Requirements Securities Dealing* for more information

**Retaliation:** includes threats, intimidation, harassment, exclusion or humiliation and subtle behaviours, such as withholding information or not providing meaningful work.

**Risk:** the chance of something happening that will have an impact on objectives. A risk is often specified in terms of an event or circumstance and the consequences that may flow from it. Risk is measured in terms of a combination

of the severity of an event and its likelihood. Risk may have a positive or negative impact.

**Securities Dealing Restricted List:** a list of Restricted Persons who are subject to additional Dealing restrictions. Group Governance will notify people if they are Restricted Persons recorded on the Securities Dealing Restricted List.

**Sensitive information:** as defined under applicable privacy laws, including information or opinion about an individual's race or ethnic origin, political opinions, membership of a political association, religious beliefs or affiliations, philosophical beliefs, membership of a professional or trade association or union, sexual preferences or practices, or criminal records, health information, genetic information, biometric information or biometric templates.

**Sexual orientation:** a person's sexual orientation towards persons of the same sex or persons of a different sex.

**Shareplus:** share purchase plan open to all BHP employees. Also refer to employee incentive scheme entry.

**Social investment:** voluntary contributions to support communities through cash donations to community programs and associated administrative costs.

**Social value:** the mutual value created through enduring, positive relationships with people and planet which enable us to realise Our Purpose.

**Sole source request:** where the competitive bidding process is waived due to an emergency, lack of reputable or viable suppliers, and/or one supplier can be justified for commercial or technical reasons. Sole source requests must align with *Our Requirements for Supply* and other applicable guidance.

**Stakeholders:** persons or groups affected by BHP's decisions or actions. Stakeholders may be individuals, interest groups, government agencies or corporate organisations.

**Standards and procedures:** required to be undertaken to meet our performance requirements and controls.

**Think tank:** organisation or group of experts researching and advising on issues of society, science or business.

**Trade association:** commodity, sector or business organisations including industry associations, non-governmental organisations, think tanks, bilateral councils, networking groups, and research groups.

**Trade and financial sanctions:** laws imposed by a country which prohibit or restrict trade with other countries and dealings with specific individuals, entities and vessels named on lists published by governments and multilateral agencies (such as the World Bank).

**Transgender:** an umbrella term for people whose gender identity is different to that which was legally assigned to them at birth. Trans people may take steps to live in their nominated sex with or without medical treatment.

**Transphobia:** fear of, aversion to, or discrimination against transgender people.

**Workplace exposure:** illness that occurs as a consequence of work-related activities.



