



## Delegation of Authority

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### Purpose of this document

To provide clear and understandable processes and accountability for administrative functions and levels of decision making across Gateway Mining Limited ACN 008 402 391 (**Company**).

### Principles

- 1) Delegations may be exercised by a person more senior than the person specified in this manual as the delegated authority, where that senior person has a management role which involves responsibility for the delegated authority.
- 2) A position with delegated authority (hereafter, the **DA**) may not delegate any aspect of their authorisation to a person in a less senior position, unless approved by the Managing Director or Director.
- 3) The Managing Director has authority to exercise any staff delegation outlined in this document.
- 4) The DA must ensure there is funding available in the delegation.
- 5) Delegations are hierarchical. The supervisor of a DA may exercise the same level of authority as that DA, and may also withdraw or restrict such authority.
- 6) The DA is responsible for advising their supervisor of significant developments made even within delegation, and must ensure that the appropriate records are kept.
- 7) A DA relates to the position, not to the person holding that position.
- 8) A DA should not exercise their delegation in a manner so as to approve a recommendation which benefits that DA personally. All employees and DA's are expected to act in the best interests of Gateway Mining Limited and its subsidiaries.
- 9) Unless specifically delegated, it should be assumed that no delegation exists.

### Definitions

**Board:** Means the Board of Directors of the Company.

**Director:** The person appointed as director of the Company by the Board of the Company.

**Company Secretary:** The Company Secretary of the Company.

**Remuneration Committee:** The remuneration committee of the Company as determined by the Board.

**Managing Director:** The Managing Director of the Company.

**Organisation:** The Company including all of its controlled entities.

**All Staff** refers to all of the positions, with the exception of the Board, Director and the Company Secretary.

**Senior Management** means the Company Secretary and Directors and other key personnel as determined by the Board.

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### Human Resources Delegation

Function	Applicable to	Delegated Authority
<b>Salaries, contracts and conditions of employment</b>		
Set and approve salaries and salary package content.	All Staff	Managing Director
	Director	Remuneration Committee
Set and approve annual salary increments and any higher duty payments	All Staff	Managing Director
	Director	Remuneration Committee
Approve conditions of employment	All Staff	Managing Director
	Director	Remuneration Committee
Approve and sign staff contracts	All Staff	Director and Company Secretary
	Director	Remuneration Committee
<b>New staff, position descriptions and approving changes to organisational structure</b>		
Approving position descriptions (and changes thereto) and implementing new position descriptions	All Staff	Managing Director
Approve changes to existing position titles	All Staff	Managing Director
Approve deletion of positions	All Staff	Managing Director
Approving a staff member accepting external employment	All Staff	Managing Director
Drafting position descriptions	All Staff	Managing Director
Interviewing and approving new staff	All Staff	Managing Director
Approving changes to organisational structure	Organisation	Board
<b>Dismissal and redundancy</b>		
Recommend redundancy of a position	All Staff	Managing Director
Recommend dismissal of a staff member	All Staff	Managing Director
Decision to make a staff member redundant	All Staff	Managing Director
Decision to dismiss a staff member	All Staff	Managing Director

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<b>Overtime, training, expenses, leave</b>		
Approve staff time in lieu	All Staff	Senior Management
Approve staff leave	All Staff	Senior Management
Approve staff leave outside or in excess of entitlements	All Staff	Senior Management
Approve long service leave	All Staff	Senior Management
Approve leave without pay	All Staff	Senior Management
Approve attendance at external training courses/conferences	All Staff	Senior Management
Arrange internal training programs for staff	All Staff	Senior Management
Approve expenses above \$500	All Staff	Senior Management
Approve expenses above \$2000	Director	Board

#### **Financial and Vendor Contracts**

<b>Function</b>	<b>Applicable to</b>	<b>Delegated Authority</b>
Any vendor contracts (< \$50K )	All Staff	Senior Management
Any vendor contracts (between \$50K - \$200K)	All Staff	Managing Director
Any vendor contracts (> \$200K) - Budgeted	All Staff	Managing Director
Any vendor contracts (> \$200K) - Unbudgeted	All Staff	Board
Capital Expenditures ((Between \$50K - \$100K)	All Staff	Managing Director
Capital Expenditures (> \$100K) - Budgeted	All Staff	Managing Director
Capital Expenditures (> \$100K) - Unbudgeted	All Staff	Board
<b>Salaries and Deductions</b>		
Approve staff reimbursement for expenses incurred on behalf of organisation	All Staff	Director
	Company Secretary	Director
	Director	Board
Approval for all payroll transactions	Organisation	Director
<b>Investment</b>		
Approve investment of funds	Organisation	Board
Approve draw down of investment funds for deposit into operational accounts	Organisation	Board
Approve banking and investment account arrangements, including opening new accounts	Organisation	Board
<b>Petty cash</b>		
Authority to operate, control and reimburse petty cash	Organisation	Senior Management

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Approval to change and/or add cheque signatories	Organisation	Managing Director
<b>Debts</b>		
Approval to write off bad debts	Organisation (up to \$50,000)	Director
Approval to write off bad debts	Organisation (above \$50,000)	Board
Correct administrative Errors	Organisation	Senior Management
Approve debt recovery payment terms	Organisation	Director

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### Legal

Function	Applicable to	Delegated Authority
<b>Legal Matters</b>		
Authority to consult with the Company's legal advisors	Organisation	Senior Management
Approve engagement of Lawyers	Organisation	Director
Authority to purchase legal advice or expertise	Organisation	Senior Management
Authority to settle court, legal or other formal proceedings	Organisation	Board
Authority to approve expenditure on legal matters which are outside the approved budget	Organisation	Director

### Policies and Procedures

Function	Applicable to	Delegated Authority
<b>Implementation of policies and procedures</b>		
Approval of organisational procedures	Organisation	Director
Approval of organisational policies	Organisation	Board
Notification of organisational policies and procedures	All Staff	Senior Management
Ensuring compliance with policies and procedures	All Staff	Senior Management

### Public and Community Relations

Function	Applicable to	Delegated Authority
<b>Public statements, media contact, and comments on strategic issues</b>		
Approve the use of the company's name or logo to external parties.	Organisation	Managing Director
Authority to delegate specific media responses	Organisation	Managing Director
Authority to request public statements, media contact and comments on strategic issues	Organisation	Managing Director
Authority to respond to ministerial and contentious issues	Organisation	Board
Authority to respond to operational letters of non-contentious nature	Organisation	Senior Management

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### Site Management

Function	Applicable to	Delegated Authority
<b>Agreements, contracts and submissions</b>		
Induction of visitors to the site	Organisation and visitors	Senior Management
Approval of office supply orders	Organisation	Senior Management

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