SOUTH STAR BATTERY METALS CORP. ANTI-BRIBERY & ANTI-CORRUPTION POLICY

South Star Battery Metals Corp (together with its subsidiary companies referred to as "STS" or "the Company") and its employees are required to comply with Canada's Corruption of Foreign Public Officials Act (the "CFPOA"), the U.S. Foreign Corrupt Practices Act (the "FCPA"), the Brazil's Anticorruption Law 12.846 (the "LEC") and any local anti-bribery or anti-corruption laws that may be applicable.

As the LEC is inspired by the FCPA and contains only actions restricted to companies, not employees, for the purpose of this Code, FCPA will the main guideline.

Under this Policy, the definition of corruption is the misuse of public power for private profit, or the misuse of entrusted power for private gain. Bribery is determined as the direct or indirect offer, promise, or payment of cash, gifts, loans, advantages, benefits or even excessive entertainment or an inducement of any kind offered or given to a person in a position of trust to influence that person's views or conduct or to obtain an improper advantage.

STS conducts its business in an honest and ethical manner. As part of this commitment, the Company strives to operate with integrity, accountability and in accordance with all applicable laws. The Company depends on strong corporate governance and ethical business practices and requires both individual commitment and teamwork to operate in accordance with this Policy and the Corporate Code of Conduct & Ethics.

Operating with integrity and in accordance with the Company's policies requires zero tolerance for bribery or corruption. This Policy applies to all the Company's directors, officers, employees, contractors and third parties working or acting on the Company's behalf. STS expects all these cited parties to exercise good judgment in all situations.

PREVENTION OF IMPROPER PAYMENTS

The Company and its directors, officers, employees, consultants and contractors shall not:

- Accept bribes, defined as consideration given for the purposes of obtaining or retaining an advantage in the course of business;
- Directly or indirectly demand or accept a bribe (extortion);
- Pay kickbacks or utilize other such techniques, to channel payments;
- Make political contributions;
- Make charitable contributions or sponsorships without the approval of the CEO; and
- Employ public officials.

KICKBACKS AND COMMISSIONS

No director, officer, employee, consultant or contractor shall directly or indirectly through a third party, engage in a bribe, kickback or any other improper payment in connection with STS business. The offering of or promising a bribe, kickback or improper payment is a breach of this policy and may be a breach of applicable law.

GIFTS AND HOSPITALITY

No director, officer, employee, consultant or contractor shall give gifts and offer hospitality on behalf of STS if the gifts or hospitality are provided to improperly assist STS in obtaining or retaining business, are prohibited by applicable laws, are given frequently to the same individual/company even if they are of nominal value, or are cash or cash equivalents (such as gift cards or pre-paid cards).

GOVERNMENT OFFICIALS AND FACILITATION PAYMENTS

No director, officer, employee, consultant or contractor shall give cash, promise or authorize any payment or other benefit to any government official or any other person, directly or indirectly, through or to a third party for the purpose of:

- causing the person to act or fail to act in a certain manner in the performance of his or her duties;
- inducing the person to use his or her position to influence any acts or decisions of a government or a governmental agency or entity;
- causing the person to act or fail to act in violation of a legal duty; or
- securing an improper advantage, contract or concession, for the Company or any other party.

It is important to ensure that the books and records of the Company correctly reflect all payments and financial transactions. All employees are required to maintain accurate books and records or internal controls necessary to prevent bribery or inaccurate record keeping.

POLITICAL CONTRIBUTIONS AND DONATIONS

In addition to the section above, particular care must be taken when dealing with government officials or politicians. Any gift or hospitality could influence or be perceived to influence a government action or decision and, in many countries providing gifts to a government official or politician is against the law, regardless of the value.

No political contributions or donations shall be made on behalf of STS by a director, officer, employee, consultant or contractor.

All donations and sponsorships made by or on behalf of STS must be made in accordance with applicable laws and STS CEO approval and finance procedures. Donations and sponsorships must be accurately and completely documented regardless of the amount of such contribution.

REPORTING VIOLATIONS

Any officer or employee that becomes aware of actions which could constitute a violation of this Policy is required to report it to their immediate supervisor. However, if such officer or employee is not comfortable discussing the matter with their immediate supervisor, or does not believe that the supervisor has dealt with the matter properly, then they should raise the matter with a senior officer of the Company or anonymously make a complaint to the Audit Committee Chairman in accordance with the Whistle Blower Policy. A copy of the Whistle Blower Policy is made available on the Company's website. Officers and employees who raise concerns in good faith will not be subject to retribution or disciplinary action.