



# SUPPLIER CODE OF CONDUCT



*In this document, the “Company” or “ERG” means Eurasian Resources Group SARL, and includes where applicable, all subsidiaries.*

## SUPPLIER CODE OF CONDUCT

ERG’s principle for business is to conduct all activities in accordance with all applicable laws and regulations and the highest ethical standards of business conduct. ERG conducts business in a number of countries around the world, and accordingly, is subject to the laws of different countries. As such, it requires its business partners, subcontractors, agents and suppliers to comply with applicable laws and regulations.

ERG is also committed to doing business in accordance with our commitment under the United Nations Guiding Principles on Business and Human Rights (UNGPs) as well as the ERG Code of Conduct and Company Policies. ERG endeavours to support its suppliers so that they also conduct their business in a manner that respects human rights.

ERG commits to monitoring the compliance of its partners and to taking immediate and thorough remedial steps in cases where the ethical performance of its business partners comes into question. In order to ensure and demonstrate compliance with this Supplier Code of Conduct, suppliers are required to keep records of all relevant documentation and provide to us supporting documentation upon request.

All suppliers are required, as a condition of doing business with ERG, to adhere to this ERG Supplier Code of Conduct (as updated from time to time and notified to suppliers) and to ensure that any of their subcontractors also agree to do business in accordance with the Supplier Code of Conduct.

### 1. HEALTH, SAFETY AND ENVIRONMENT

ERG strives to provide a safe, secure and healthy working environment for its employees, contractors, suppliers and other third parties and to avoid, as far as is reasonably practicable, adverse impact to the environment and the communities in which it does business. ERG respects the environmental legislation applicable to the Company.

#### Suppliers must:

- comply with all relevant health and safety laws, regulations and Company policies and procedures
- provide their workers with a safe and healthy work environment consistent with the relevant ERG policies or procedures or applicable national and international standards, whichever is higher
- ensure that employees have appropriate protective clothing and equipment and are adequately trained to carry out their duties
- strive for zero harm in performing their work
- comply with all ERG site procedures, regulations and/or standards, when conducting any on site work
- ensure employees understand that they can refuse to perform an unsafe task without ramifications
- ensure that, where it provides accommodation, facilities shall be clean, safe and meet the basic needs of the workers, and, where appropriate, of their families

- comply with relevant local laws, regulations and standards related to the protection of the environment, including the safe handling, movement, storage, recycling or reuse and disposal of goods
- in transferring any goods to ERG, ensure that such goods comply with all applicable laws and regulations, including but not limited to those related either to identification and communication of substances found in supplier products, restriction of specific substances, or to labelling for recycling and disposal
- supply requested information necessary for ERG or its customers to comply with laws and regulations regarding the composition of and substances used in goods furnished

## 2. INTEGRITY

Our suppliers must uphold the highest standard of ethics and integrity in the conduct of their business activities, including a zero tolerance to any form of bribery or corruption, breaches of applicable competition and antitrust laws and regulations, international trade laws on export control and sanctions laws and rules (financial, political or otherwise).

### Suppliers must:

- comply with all applicable laws, including import or export laws, anti-corruption laws, antitrust and fair competition laws and human rights and labour regulations
- be aware of and perform consistently with ERG's Anti-Bribery and Anti-Corruption Policy, Gift and Entertainment Policy, Agents Compliance Policy, CSR Projects and Sponsorship Policy, Conflict of Interest Policy and Anti-Fraud Policy
- have a zero tolerance of bribery and corruption, including any offering, paying, soliciting or accepting bribes, kickbacks, or other prohibited payments or activities to or from any person,
- report any known or potential conflicts of interest of ERG and ERG employees
- not contract, transfer goods or payments to/from persons or entities in a case when the business transaction would be in violation with the applicable sanctions laws and rules
- ensure proper checks are carried out on any proposed subcontractor or counterparty to ensure that the person or company is not on any applicable sanctions or restricted persons/entities lists
- not disguise the origin or the ultimate end-user of products
- maintaining accurate financial books and business records, including invoicing, in accordance with all applicable legal and regulatory requirements and accepted accounting practices
- ensure records of imports and exports, including amongst others, sales, permits, shipment and payments are accurate and complete
- report, prior to contractually engaging with ERG and at any time during the engagement, any ongoing litigation, investigation, or enforcement proceedings by any governmental authority, in which is alleged that the Supplier has made or received a bribe, practiced any acts of corruption, engaged into money-laundering activities, or was complicit with any of such practices
- Maintain a whistle-blowing hotline or other mechanism for internal reporting or make available the details of ERG's Hotline

## 3. FAIR EMPLOYMENT PRACTICES

ERG strives to treat employees fairly and impartially in all aspects of employment and to comply with applicable employment laws in all the countries in which it operates.

This includes observing those laws that pertain to freedom of association, privacy, recognition of the right to engage in collective bargaining, the prohibition of forced, compulsory and child labour and prohibition of any illegal employment discrimination or harassment.

### Suppliers must:

- comply with all applicable employment laws and regulations
- provide working hours in accordance with applicable laws and pay workers in compliance with applicable laws, including those related to minimum wage, overtime and benefits
- ensure decisions relating to hiring, training, promotion, discipline, appraisals, remuneration, termination of employment and other conditions of employment (e.g. office space, career opportunities, mobility) are based on merit, qualifications and job specifications without regard to a person's race, colour, religion, national origin, gender, sexual orientation, age, disability, veteran status or other characteristics protected by law
- recognise and respect workers' right to establish and to join organisations of their own choosing without fear of reprisal, intimidation or harassment, and to engage in collective bargaining
- treat their employees, customers, suppliers and third parties with respect

- not engage in any use of forced or compulsory labour including bonded labour, military or slave labour, forced prison labour, slavery, servitude and human trafficking, as well as any labour practices that imply restriction on the workers' freedom of movement, withholding of wages or identity documents, physical or sexual violence, threats and intimidation or fraudulent debt from which workers cannot escape
- not engage in the use of any child labour and ensure that they have in place processes to verify the age of employees and new applicants
- not require workers to lodge deposits of money, travel documents, identity papers or similar personal documents in order to get or keep their employment
- Provide a mechanism for employees to report any harassment or discriminatory behaviour without retaliation for good faith reports

#### 4. HUMAN RIGHTS

Respect for human rights is fundamental to ERG's sustainability and the sustainability of the communities in which we operate. Our commitment to respecting human rights is derived from our belief that all those affected by our operation – employees, contractors and communities – deserve to be treated with fairness and dignity and is manifested in our support for the UN Guiding Principles on Business and Human Rights (UNGPs) and the OECD Due Diligence Guidance on Responsible Supply Chains of Minerals (OECD Guidelines). In order to comply with the above, ERG has adopted a Human Rights Policy and supporting procedures.

In striving to ensure respect for human rights, suppliers shall:

- comply with the UN Guiding Principles on Business and Human Rights (UNGPs) and the OECD Due Diligence Guidance on Responsible Supply Chains of Minerals (OECD Guidelines)
- comply with the ERG Human Rights Policy
- observe fair employment practices (including in relation to child labour and forced labour) as described above
- treat the communities in which they and ERG operate with respect and dignity and consistent with the principles of the UNGPs
- in the case of suppliers providing security services, ensure that any security services comply with the Voluntary Principles on Security and Human Rights
- employ its best efforts to ensure workplaces which are free from any form of violence, abuse, harassment or discrimination on the basis of race, sex, colour, national or social origin, religion, age, gender, disability, sexual orientation, and political opinion
- establish grievance procedures through which possible violations can be reported or make use of ERG's Hotline
- be aware of the specific risks of operating in high risk countries or regions, or those of weak governance or those experiencing conflict or recovering from conflict, to ensure they neither violate human rights, nor are complicit in such violations

ERG's suppliers are requested to conduct ongoing human rights due diligence in adherence to the UNGPs or a comparative standard, and through that process identify and mitigate their human rights risks and challenges, prioritizing action based on severity of the impact.

When a supplier becomes aware of a human rights risk to which ERG is linked directly or indirectly, it must immediately inform the ERG contract representative. If a supplier becomes aware of any allegations of human rights breaches it must immediately inform ERG through the Hotline contacts provided below. ERG will investigate any credible allegations of breaches of human rights and suppliers may be requested to participate or co-operate with such investigations.

#### 5. SUPPLY OF ORE AND MINERAL PRODUCT

ERG believes all buyers of ore and mineral product should understand where this product has come from and must seek to ensure that it has been produced responsibly. As such, it will undertake due diligence in relation to any ore or mineral product that enters its supply chain.

Specifically, "conflict minerals" originating from the Democratic Republic of the Congo (DRC) are sometimes mined and sold under the control of armed groups to finance conflict characterized by extreme levels of violence. Further, in the DRC, artisanal mining is a key issue in mineral value chains (particularly cobalt). ERG recognises the role artisanal mining plays in local ecosystems, but also firmly believes that issues like child labour, environmental damage and generally unsafe mining practices cannot and must not be overlooked.

Currently, all ore and mineral product processed and sold by ERG is produced by ERG and subject to its policies, procedures and management systems and controls. In the event that ERG is purchasing or processing other ore

or mineral product, it is our goal not to handle any products that directly or indirectly finance or benefit armed groups in the DRC or adjoining countries or are sourced from producers that use child or forced labour.

ERG expects our suppliers to have in place policies and due diligence measures that will enable us to reasonably assure that ore and mineral product supplied to us are conflict-free and child labour free.

In support of this policy, suppliers of ore and mineral product will:

- agree to abide by the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, the UNGPs, the ERG Human Rights Policy and ERG Statement of Commitment
- undertake diligence in accordance with the above and provide this to ERG upon request
- agree to ERG standard contractual clauses in relation to the supply of ore and mineral product

Suppliers will co-operate with ERG's requests for due diligence information in relation to the supply of ore and mineral product, including but not limited to information in relation to internal management systems (including management competence, training, accountability, document control) and systems of control and transparency (internal material control systems; Know Your Supplier checks and identification of point of origin).

## 6. CONFIDENTIALITY AND PRIVATE DATA PROTECTION

### Suppliers must:

- comply with any confidentiality agreements with ERG and shall not disclose (publicly or to any third-parties) any ERG proprietary information and shall protect all such information in accordance with local laws
- maintain procedures that reasonably ensure that all confidential information will not be improperly used or disclosed
- comply with all applicable data protection laws and regulations and notify ERG of any breaches which may involve ERG data or otherwise impact on ERG
- employ its best efforts to remedy and mitigate the negative consequences of any breach of security leading to accidental or unlawful destruction, loss, alteration, unauthorised disclosure of, or access to, personal data transmitted, controlled, stored or processed by the Supplier
- not violate applicable intellectual property legislation and/or regulation with respect to intellectual property rights

## 7. REPORTING

ERG provides a mechanism for reporting by its employees, suppliers and external stakeholders via its whistleblowing hotline and other available reporting channels:

- Site: <https://erg.integrityline.org>
- Email: [compliance@erg.net](mailto:compliance@erg.net)
- Telephone (the list of numbers is provided on <https://erg.integrityline.org>)

The ERG Hotline is 100% confidential and is manned 24 hours a day, seven days a week by an independent company.

## 8. NON-COMPLIANCE

Suppliers who do not adhere to this Supplier Code of Conduct and fail to remedy such violations will have their contracts and future relationship with ERG reviewed which could result in the termination of contracts entered into with ERG, without prejudice to the application, at ERG's discretion, of any legal or contractual remedies and penalties.

