



SIERRA RUTILE LIMITED – SUPPLIER CODE OF CONDUCT

Introduction

Sierra Rutile Limited (**SRL**) is a wholly owned subsidiary of Sierra Rutile Holdings Limited (**SRX**). SRX is listed on the Australian Securities Exchange (**ASX**). Our expectation is that SRL's suppliers and their employees, related entities and supply chains similarly operate in a legal, ethical and socially responsible way. This Supplier Code of Conduct (**Code**) outlines the minimum standards SRL expects our suppliers to meet and aim to exceed.

To whom does this Code apply?

This Code applies to SRL's procurement activities. A reference to “**supplier**” or “**you**” is a reference to any person or entity that supplies goods and/or services to SRL and their respective personnel, related entities, suppliers, agents and subcontractors. A reference to “**we**” or “**our**” is a reference to SRL.

We expect all existing and new suppliers to meet or exceed the minimum standards outlined in this Code. Suppliers are encouraged to communicate the substance of this Code to their personnel, related entities, suppliers, agents and subcontractors and support them in understanding and complying with this Code by maintaining appropriate policies and procedures.

Any questions on how this Code applies to any procurement activity should be discussed with your SRL representative.

1. Ethical business practices

SRL is committed to being transparent, acting ethically and conducting its business in accordance with the highest standards of corporate governance. SRL has zero tolerance for bribery or corruption in its business, including supply chains. Accordingly, we do not tolerate the payment of facilitation fees.

We expect all suppliers who work with or for SRL to:

- Comply with all relevant laws and regulations in the country the supplier operates, including laws relating to anti-bribery and corruption;
- Familiarise themselves with and comply with SRX's Anti-Bribery and Corruption Policy (which applies to SRL) and is available on the SRX website (www.sierra-rutile.com); be alert to instances of corrupt conduct and report suspected or actual breaches;
- Have in place effective procedures for ensuring that bribes, facilitation payments and inappropriate inducements are not requested, accepted, offered or given;
- Comply with all applicable sanctions and export controls;
- Avoid conflicts of interest that may arise in the performance of work for SRL and your related business decisions; and
- Report any actual or perceived conflicts of interest to SRL and, where appropriate, seek SRL's consent before proceeding.



2. People

Health and Safety

SRL is committed to providing a safe environment for all workers by implementing safe systems of work, providing appropriate training and guidance where required, and supporting individuals to raise concerns through appropriate authorities and feedback provided in a timely manner.

We expect all suppliers who work with or for SRL to:

- Comply with all relevant workplace health and safety laws and regulations, including regularly reviewing and managing workplace hazards;
- Establish, Implement and maintain systems, processes and procedures which align with SRL systems, processes and procedures;
- Maintain appropriate safety precautions and programs to prevent injury to persons or damage to property in SRL's operational areas;
- Provide a safe workplace for all workers and take reasonable steps to identify workplace hazards, eliminate or minimise the risk of workplace injury, illness and disease;
- Implement safe systems of work and provide appropriate training for staff and visitors; and
- Ensure personnel is fit for work and free from the influence of alcohol and drugs at SRL sites.

Diversity and Inclusion

SRL respects, encourages and values diversity and inclusion in our workforce. All suppliers who work with or for SRL are expected to treat everyone with dignity and respect. This includes maintaining a positive working environment that is free from discrimination, bullying and harassment.

Community and Environment

Environment

SRL's approach to environmental stewardship is based on understanding and managing the potential impact of our operations on the environment. We focus on using resources efficiently and achieving positive closure outcomes.

We expect all suppliers who work with or for SRL to:

- Comply with all relevant local and national environmental laws and regulations, including in relation to environmental management and reporting;
- Assess and manage the environmental and community risks associated with activities and have appropriate systems and people in place to manage them effectively; and
- Use resources efficiently, in particular energy, water and land.

SRL will audit the health, safety and environmental (HSE) performance of suppliers on an *ad hoc* basis and distribute a CAR (Corrective Action Report) to relevant suppliers who are



required to correct all nonconformance and non-compliances/findings within a reasonable time frame as indicated in the said report.

SRL will conduct regular feedback meetings with the representatives and management of the supplier to discuss issues of noncompliance, improvement actions required and general HSE performance.

Social Performance

SRL always seeks to understand and minimise the potential impacts of our activities on communities and manage social risks to the business. We seek to respect human rights, engage meaningfully with key stakeholders and seek to invest in the social and economic development of the communities in which we operate.

Consistent with the above commitments, SRL expects all suppliers who work with or for SRL to:

- Seek to invest in the social and environmental development of the areas in which they operate in line with any guidelines issued by SRL;
- Acknowledge and respect the histories, cultures, customs, sacred and traditional sites and values of indigenous peoples and communities;
- Manage community grievances and complaints through SRL Community Grievance Mechanism (available on the SRX website - www.sierra-rutile.com); and
- Seek to give preference to local and indigenous employment.

3. Human Rights

SRL is committed to upholding and respecting human rights within its business and supply chains. We do not tolerate the occurrence of any form of slavery, forced or child labour, and we work to ensure such practices are not present in our business or supply chain.

SRL expects all suppliers who work with or for SRL to:

- Comply with all relevant local and national human rights laws and regulations;
- Comply with the Child Rights Act 2007, which mandates that the minimum age of recruitment of any person should be 18 years; and
- Comply with the minimum age to engage a person in hazardous work, which is 18.

No company shall engage in activities or practices of modern slavery or human trafficking. As a supplier, you must take reasonable steps to identify, prevent and manage human rights impacts in your operations, supply chain and related entities and report any incidents to SRL.

4. Respecting privacy and protecting confidential information

SRL recognises the importance of privacy and is committed to protecting personal information. SRX's Privacy Policy (which applies to SRL) is available on the SRX website (www.sierra-rutile.com) and outlines SRL's privacy commitment and explains how it collects, uses and manages personal information. Additionally, SRL is committed to protecting its intellectual property (including confidential information) and similarly respecting the intellectual property rights of others.

We expect all suppliers who work with or for SRL to:

- Respect and comply with applicable privacy laws, including managing personal information appropriately;



- Comply with all privacy, data security and confidentiality obligations specified in contracts with SRL; and
- Ensure the intellectual property rights of others (patents, trademarks, copyright and confidential information) are respected.

Suppliers must report any unauthorised use or disclosure of SRL confidential or proprietary information, including where access to such information has been given in error, as soon as reasonably practicable.

5. Supplier commitment

Suppliers who work with SRL share our commitment to responsible, sustainable and ethical procurement and are aligned with the principles raised in this Code. Therefore, suppliers are expected to develop, implement and maintain policies consistent with this Code and encourage their respective suppliers, agents and subcontractors to do the same.

6. Compliance with this Code of Conduct

SRL monitors compliance with this Code and may at any time review or audit a supplier's compliance with this Code. This may include verification via supplier self-assessments (Supplier Questionnaires), requests for further information, desktop reviews or onsite audits. SRL expects suppliers to co-operate in good faith and provide information, documents and access to personnel, including in relation to your supply chain and agents, as SRL reasonably requires.

We expect all suppliers who work with or for SRL to:

- Monitor their compliance with this Code and provide information to SRL on request about such compliance with this Code; and
- Report actual or suspected breaches of this Code and, where appropriate, implement remediation plans to achieve compliance with this Code.

7. Reporting concerns

If a supplier becomes aware or suspects a breach of this Code, the supplier must inform its SRL representative.

For further information on concern reporting, please refer to SRX's Whistle-blower Policy (which applies to SRL), which is available on the SRX website (www.sierra-rutile.com).