



## SUPPLY CHAIN CODE OF CONDUCT

### Purpose:

The Zircoa Supply Chain Code of Conduct will guide the way our supply chain partners play an active role in helping us achieve our goals.

### Scope:

Zircoa requires all our directors, officers, and employees along with those working on our behalf to comply with all laws and to act ethically and with integrity. Our intent as a supply chain team is to only work with companies who understand and share our commitment to the principles outlined below.

Working together we will build a sustainable business relationship that will enable us all to be successful. We require our supply chain partners to adhere to these principles and to reflect these same principles upon their suppliers.

### Policy requirements:

#### **Health, Safety, Security, Environment and Assurance (HSSEA)**

Supply chain partners must:

- Comply with all applicable HSSEA laws, regulations, and industry requirements.
- Manage their operations so any potential negative impact to the environment or community is prevented or minimized where unavoidable.
- Provide a safe and healthy work environment for their employees and must provide adequate training, work procedures, and appropriate personal protective equipment.
- Provide a workplace that has suitable temperature, ventilation, lighting, and washing and sanitation areas appropriate for both genders.
- Where accommodation / housing is provided they must be safe, sanitary and meet the basic needs of the workers with regard to space, temperature, lighting, ventilation, food, water, privacy, affordability, and they must meet or exceed host country housing standards.
- Establish and maintain a management program that drives continual improvement in HSSEA performance and transparent reporting regarding health and safety incidents.

#### **Ethics and legal requirements**

Supply chain partners must:

- Disclose in advance any relationship with a Zircoa director, officer, employee, or person working with Zircoa that represents or might appear to represent a conflict of interest.
- Comply with all applicable anti-trust, competition laws and the anti-corruption laws including the UK Bribery Act 2010, the Criminal Finances Act 2017, the US Foreign Corrupt Practices Act and any similar local laws. Partners must also have in place adequate policies and procedures designed to effectively prevent bribery, corruption, and facilitation of tax fraud. The highest standards of integrity are expected in all transactions.
- Keep complete, accurate, and reliable records of all matters related to their business with Zircoa and provide copies of relevant records on request.

- Protect Zircoa's confidential information and personal data and prevent its disclosure, theft, damage or unauthorized use.
- Notify Zircoa without undue delay after becoming aware of a personal data breach under the General Data Protection Regulation or other applicable local legislation.

Supply chain partners must not:

- Develop any relationship with a Zircoa director, officer, employee, or those working for Zircoa, whether financial or otherwise, which might conflict, or appear to conflict, with such person's obligation to act in the best interest of Zircoa.
- Encourage or allow others to engage in any form of bribery, including the small payments often known as facilitation payments intended to improperly influence someone.
- Engage in tax evasion or facilitate the evasion of tax by any other party.
- Offer any incentive to any Zircoa director, officer, employee, or such person's family or friends in order to obtain, retain, or influence Zircoa business.

## **Human rights and labor standards**

Supply chain partners must:

- Comply with all applicable labor laws.
- Set working hours, wages, and overtime pay in compliance with all applicable laws. Workers shall be paid at least the legal minimum wage or a wage that meets local industry standards, whichever is greater. All wages and benefits should be paid in a regular, timely manner in accordance with law.
- Ensure all workers are provided with recruitment agreements and employment contracts in writing as required by applicable laws, in a language understood by them.
- Ensure the work relationship between their workers and their suppliers is freely chosen and free from threats and that all workers are free to have time off, or to leave their employment or work after giving reasonable notice in compliance with all applicable laws.
- Workers always have access to passports and personal documentation. Workers shall also have freedom of movement out with normal working hours, unless there are legitimate security or health and safety reasons that threaten the safety or the wellbeing of the worker.
- Comply with all applicable laws regarding harassment and abuse of employees.
- Employ workers based on their ability to perform the job, not based on their personal characteristics or beliefs (including race, color, gender, ethnicity, nationality, religion, sexual orientation, age, disability, maternity or marital status).
- Respect freedom of association and the right to collective bargaining. Where the right to freedom of association and collective bargaining is restricted under law, the employer must not hinder the development of parallel means for independent and free association and bargaining.
- Have adequate policies and reliable systems in place to prevent the use of illegally or unethically sourced materials, policies and systems to prevent improper procurement of conflict minerals also known as tantalum, tin, tungsten, and gold.
- Supply chain partners must make every reasonable effort to ensure that their sources are conflict free and be able to provide adequate verification if requested.

- Use recruiters that uphold and respect the standards contained in this Supply Chain Code and reflect best practices for recruiting in respect of human rights and labor standards.

Supply chain partners must not:

- Use any force, bonded, involuntary prison, or child labor.
- Subject their employees to psychological, verbal, sexual, or physical harassment or any other form of abuse.
- Use misleading or fraudulent practices during the recruitment of employees or offering of employment, such as failing to disclose or misrepresenting key terms and conditions of employment, including wages and benefits, the location of work, the living conditions, housing and associated costs, and any significant cost to be charged to the employee, and if applicable, the hazardous nature of the work.
- Use recruiters that do not comply with local labor laws.
- Charge employees for recruitment fees.
- Improperly retain workers' identification documentation.

## Compliance

Zircoa reserves the right to assess and monitor suppliers' compliance with this Supply Chain Code of Conduct.

Supply chain partners must:

- Comply with the most demanding requirements, whether they are relevant applicable local and national laws and regulations, or the principles set out in this Supply Chain Code of Conduct, in the provision of materials or services to Zircoa.
- Implement systems and controls to ensure compliance with applicable laws and regulations and the principles set out in this Supply Chain Code of Conduct, including policies, training, monitoring, and auditing mechanisms designed to provide ongoing improvement and assurance of its effectiveness.
- Apply these or similar principles to the supply chain they work with in providing materials and services to Zircoa.
- Notify Zircoa of any alleged potential, suspected or actual breach of the law or the Supply Chain Code of Conduct.
- Provide a process for employees to report, without fear of retaliation, activity inconsistent with the content of this Supply Chain Code of Conduct – with reference to ethical business conduct, and human and labor rights.

Note: This Supply Chain Code of Conduct contains general requirements applicable to all Zircoa's supply chain partners. Supply chain contracts may contain more specific provisions addressing some of the same issues. To the extent there is inconsistency between this Supply Chain Code of Conduct and any other provision of a particular contract, supply chain partners must comply with whichever provision is stricter. As a general matter, Zircoa expects supply chain partners to act not just in accordance with the specific provisions of this Supply Chain Code of Conduct, but also in accordance with its spirit.

A handwritten signature in blue ink that reads "Tim Leitzel".

Tim Leitzel  
President

