



SUPPLIERS / BUSINESS PARTNERS CODE OF CONDUCT

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INTRODUCTION

In developing its activities, MYTILINEOS Group is guided by a non-negotiable principle: that all forms of entrepreneurship must be governed by the moral principles and the values which guarantee that the Group's alliance with Society, with its People and with the Environment remains unbroken. Upholding the principle of integrity in the Group's transactions with all its Stakeholders (employees, business partners, shareholders, suppliers/associates etc.) is an integral part of the Group's corporate mentality and a key element that helps maintain the high level of ethical behaviour typical of the Group.

MYTILINEOS Group has introduced and is following an internal Professional Ethics Code, together with socially responsible policies and procedures that govern the practices it adopts in its daily operation. The Group's overall aim is to develop, within its sphere of influence, responsibilities and response mechanisms that will be environmentally and socially sustainable.

As a member of the UN Global Compact, MYTILINEOS Group is constantly striving to ensure that the formulation of its policies and overall strategy will guarantee the alignment of its business practices with the Compact's internationally recognised Principles. These Principles concern the protection of the rights to work and of the fundamental human rights, the protection of the environment, the promotion of Health and Safety and the actions to combat corruption. Furthermore, by introducing in its strategy the ISO 26000 Social Responsibility Guidance Standard, the Group acknowledges and accepts the key principles of Corporate Social Responsibility and, in doing so, undertakes to adopt a socially responsible sustainable and ethical business conduct that is evaluated regularly on the basis of the achieved results and of the improvements in the Group's performance regarding environmental and social issues as well as issues relating to corporate governance and management (ESG criteria).

In this context, the purpose of the present Code is to function as a set of guidelines laying down the key standards of ethical conduct, values and principles of Social Corporate Governance which the Group expects its key Suppliers / Business Partners to adopt in their transactions with their employees, suppliers, contractors and clients on the Group's behalf. More specifically, the Group expects its supply chain to develop clear policies and procedures on the respect of human rights and on the adherence to the labour law, while also supporting local communities, identifying and monitoring bribery and corruption risks, identifying and monitoring adverse impacts on the environment and formulating / maintaining in effect policies and procedures on Quality Assurance and Health & Safety in their businesses, where this is feasible.

The Group urges its existing key Suppliers / Business Partners to comply with the present Code. Furthermore, in evaluating its cooperation with them, the Group will be taking into consideration their progress regarding the fulfilment of the respective requirements. Finally, the Group specifies that adoption of and compliance with the present Code will be considered a prerequisite for the procedures regarding the selection of new Suppliers / Business Partners.

OUR APPROACH

MYTILINEOS Group and its subsidiaries are committed to operating in accordance with the principles of honesty and integrity. To this end, the Group seeks to develop and maintain commercial relations with its key Suppliers /Business Partners who will be able to share this commitment by:

- Conducting their business activities responsibly, in compliance with the provisions of the applicable laws.
- Safeguarding the rights of employees to a safe work environment.
- Complying with the environmental laws and regulations and with the goal to reduce the environmental impact of their activities.
- By managing and monitoring the governance practices, in order to ensure compliance with contracts and with the applicable laws.

THE CODE IN RELATION TO OTHER CONTRACTUAL OBLIGATIONS

- The provisions of the present Code are guidelines on business conduct and should be considered to complement the contracts signed between MYTILINEOS Group and the Supplier / Business Partner.
- Where a specific contract is stricter than the present Code, the Supplier / Business Partner should fulfil the stricter requirements of the contract.
- The obligations of Suppliers / Business Partners laid down in the present document are enforceable by contract within the boundaries of the legal relationship created between the Suppliers / Business Partners and MYTILINEOS Group.
- The Group's existing and potential Suppliers / Business Partners should ensure their compliance with the provisions of the present Code. Where they cannot ensure such compliance and the work (products or services) that they have undertaken or intend to undertake on behalf of the Group is performed or will be performed mainly by subcontractors and suppliers with which they are cooperating, they should actively promote to the latter the present Code in order to meet the terms compliance.

THE COMMITMENTS UNDERTAKEN BY MYTILINEOS GROUP

Integrating their mission, principles and values in all aspects of their relations with their supply chain, MYTILINEOS Group and its subsidiaries undertake the following commitments:

- To function with integrity in all aspects of their business relations with their key Suppliers / Business Partners.
- To select Suppliers / Business Partners fairly, through documented procedures.
- To be willing to work together in order to manage business risks and improve business practices.
- To seek the continuous improvement of their key Suppliers / Business Partners through education, training and the exchange of best practices, on a case by case basis.

ESG Criteria

The term “Suppliers / Business Partners” which is used in the present document refers to key suppliers, contractors, subcontractors and business partners that provide work, products and services or act on behalf of MYTILINEOS Group.

1. Environmental performance (Environmental criteria-S-G)

In MYTILINEOS Group, we are committed to complying with environmental laws and regulations, reducing the environmental impact of our subsidiaries and promoting the sustainability of the natural resources which depend on our business activity. To this end, we expect our suppliers and business partners to play a key part, not only by implementing environmentally responsible practices but also by offering alternatives and suggestions, thus helping us meet these objectives.

Reduction in the use of natural resources

The Suppliers / Business Partners of MYTILINEOS Group undertake to make systematic efforts to implement and improve the efficient use of natural resources (e.g. water, energy sources, and raw materials). Any adverse impact on the environment and on the climate should be minimised or altogether eliminated at the source, through processes such as modifications to production, maintenance and/or replacement of machinery, adoption of practices to reduce consumption or substitution, re-use and recycling of materials.

Prevention of pollution / Hazardous substances

Spillage of chemicals, oil and fuels may impact adversely on the environment, which in turn may affect the soil, the water, the atmosphere, the biodiversity and the health of humans. The Suppliers / Business Partners of MYTILINEOS Group undertake to make systematic efforts to prevent and avoid any type of spillage of hazardous materials and substances associated with their business activity, as well as to ensure their readiness to address such incidents when these occur and to bear the costs regarding compensation for any damage caused. Additionally, water discharges and wastewater from business activities, industrial processes and sewerage facilities must be monitored, controlled and treated as required prior to the discharge or disposal, in compliance with the applicable laws and regulations.

Management of liquid & solid waste

The Suppliers / Business Partners of MYTILINEOS Group should ensure that they have in place the procedures required to reduce as well as to properly manage and utilise the liquid and solid waste associated with their business activity. As regards the management of waste, they must be able to choose the appropriate disposal method in order to strike a balance between dissimilar environmental impacts. For example, disposal in landfills and recycling result in quite different environmental impacts and residual effects. Most waste minimisation strategies attach particular significance on recovery and recycling methods, where possible.

Greenhouse gas emissions

Greenhouse gas emissions are the main cause of climate change and are subject to the United Nations Framework Convention on Climate Change and to the Kyoto Protocol, which was adopted at a later stage. The Suppliers / Business Partners of MYTILINEOS Group undertake to see to the identification of air emission sources and the control and gradual

reduction of air emissions from their business activity, including energy-related direct emissions, in accordance with the provisions of the applicable laws and regulations. This undertaking can be fulfilled through the adoption of suitable conservation measures in production processes and facility maintenance procedures, as well as through recycling, re-use or replacement of materials.

Environmental compliance and licensing

The Suppliers / Business Partners of MYTILINEOS Group undertake to reduce their environmental footprint by applying the laws and regulations on all environment-related matters (air emissions, liquid waste and solid waste, use of materials, energy, water and biodiversity) in their particular activity area. Furthermore, they should also ensure the acquisition, updating and keeping of registers of all necessary national and local environmental licenses and requirements that govern the business activities which they undertake on behalf of MYTILINEOS Group.

MYTILINEOS Group will view positively the voluntary implementation by its Suppliers / Business Partners of the ISO 14001, EMAS (Eco Management and Audit System) and ISO 14064 standards.

2. Social performance (E-Social criteria-G)

In MYTILINEOS Group, the health and safety of our employees in the work areas of all our subsidiaries is our utmost priority and daily concern. In full compliance with the applicable laws and regulations on occupational health and safety, we work ceaselessly to achieve the target of “ZERO ACCIDENTS AND ZERO OCCUPATIONAL DISEASES” – the only target acceptable to us and a major challenge for the industrial sector. In this context, we expect our suppliers and business partners to share in this commitment, aligning their practices to ensure compliance with the law and developing a work culture in which both the company and its employees will share responsibility in order to create jobs with dignity that will be free from all safety and health risks.

In addition, the respect for our people and the acknowledgement of our responsibility regarding the protection of and respect for Human Rights – not only in our companies’ work areas but also in the broader area of our business activity – are fundamental principles that define the way in which we operate. Our key expectations from our supply chain in this area are represented by the Ten Principles of the United Nations Global Compact and the Declaration of the International Labour Organisation (ILO) on the fundamental principles and rights at work.

Health & Safety

Safety at work

The Suppliers / Business Partners of MYTILINEOS Group undertake to ensure the safety and health of their employees with regard to every aspect required by their work. They must also be able to establish protection means and measures that involve prevention, information and training initiatives for their employees, primarily in order to: (a) avoid risks or manage risks that cannot be avoided; (b) give appropriate instructions to employees, promoting common protective measures; and (c) adapt working conditions, equipment and working methods, taking into account technical developments. The protection means and measures should be adapted in cases where the working conditions change.

Work accidents and occupational diseases

The Suppliers / Business Partners of MYTILINEOS Group undertake to apply systems and processes for properly identifying, classifying, handling and investigating work accidents and occupational diseases in their work areas, which will also help them take corrective actions and eliminate the relevant causes, in order to prevent conditions which could lead to a relapse from arising. They also undertake to provide their employees with the necessary medical treatment in the event of an accident and to facilitate their return to

work. Finally, they state that they are against their employees being the subject of any form of disciplinary sanctions expressing their concerns about health and safety in the workplace.

Personal protective equipment

The Suppliers / Business Partners of MYTILINEOS Group undertake to supply their employees, if required and free of charge, with suitable personal protective equipment (face masks and other appropriate protective clothing), when the latter carry out tasks that involve activities such as dyeing, glossing, smoothing or the application of chemicals or solvents etc. All chemical substances used must be safe and must not involve any short-term or long-term risk to the safety of employees. Additionally, in tasks where work may give rise to injury risk, employees must in all cases obtain and wear suitable protective equipment (e.g. eye protection gear, safety gloves, welding masks, safety helmets, suitable footwear, individual overalls, hearing protection equipment etc.), as well as any other protection material foreseen depending on the nature of the particular work, at no charge to employees.

Readiness and emergency response systems

The Suppliers / Business Partners of MYTILINEOS Group undertake to have in place and be able to implement emergency response plans seeking to forecast, identify and assess emergencies and extraordinary events and to minimise their impact on their human resources. They also undertake to implement appropriate response procedures, including reporting of extraordinary events, written notifications to employees, evacuation procedures, employee training, first aid provision, appropriate fire-detection systems including the necessary equipment, adequate emergency exits from the facilities and recovery plans.

Physically demanding work

The Suppliers / Business Partners of MYTILINEOS Group undertake to identify, evaluate and control the exposure of their employees to arduous and physically demanding tasks, including handling materials, lifting heavy objects or structures and tasks involving repetitive movements and prolonged or permanent standing.

Sanitation and employee living quarters

The Suppliers / Business Partners of MYTILINEOS Group must ensure that they provide their employees with access to clean and safe toilet facilities, potable water and, if required, highly sanitary conditions in food storage facilities. Where employees are in addition provided with living quarters, these must be kept clean and safe and must be adequately heated and fitted out, so as to cover all the basic needs of the employees.

MYTILINEOS Group will view positively the voluntary implementation by its Suppliers / Business Partners of recognised national and international Health and Safety Standards such as the ELOT 1801 and OHSAS 18001 standards on Occupational Health and Safety Management Systems.

Working Conditions & Human rights

Wages and benefits

The Suppliers / Business Partners of MYTILINEOS Group must be able to demonstrate that working hours comply with the applicable national laws or with the standards of their business activity sector and undertake to pay to all their employees a wage or salary that is equal to or exceeds the minimum legally mandated one and to also extend to them all benefits stipulated by the law (leave periods, holiday time etc.). Furthermore, they undertake to ensure that their employees are paid for overtime at the rate stipulated by the applicable laws and regulations and they also declare that they do not employ wage deductions as a disciplinary measure. Finally, they declare that they pay their employees' wages in a timely manner and that they can demonstrate clearly the basis on which such payments are made.

Fair treatment of employees

The Suppliers / Business Partners of MYTILINEOS Group undertake to ensure the continuous improvement, problem-free provision and sustained availability of a work environment that will allow their employees to perform their duties free from moral pressures or harassment of any kind. Human resources should be treated with respect and dignity, in accordance with the national laws and the principles of the International Labour Organisation, while all forms of harsh or inhumane treatment, including sexual harassment, corporeal punishment, mental coercion, physical coercion, verbal abuse as well as all types of unreasonable restrictions regarding any employee's entry into or exit from the company's facilities, shall not be tolerated.

Prohibition of discrimination

The Suppliers / Business Partners of MYTILINEOS Group prohibit all types of discrimination against their employees that are based on race, colour, age, gender, sexual orientation, nationality, disability, religion, political affiliation, union membership, ethnicity or marital status and are directly or indirectly related to corporate procedures and practices regarding recruitment and employment, promotions, determination and payment of wages, health and safety, access to education and training, evaluation, work assignments, the extension of benefits and the termination of the employment relation.

Prevention of child labour

The Suppliers / Business Partners of MYTILINEOS Group declare that they oppose the unlawful use of Child Labour which leads to the exploitation of children. They also undertake to prevent and eliminate all conditions which might encourage its occurrence in their work areas of their facilities in the territories where they operate and take steps to make sure that the work contracts they enter into with their partners (suppliers, business partners etc.) contain clauses that ensure the protection of children from unlawful work practices. The Suppliers / Business Partners of MYTILINEOS Group should comply strictly with the minimum legal working age limits applicable in the countries where they operate, while where such a minimum age is not mandated by law, this will be considered to be set at a minimum 15 years of age. Furthermore, minors aged between 15 and 18 should not be hired for dangerous work or for work that is incompatible with their personal safety, health and development.

Freedom to choose employment

The Suppliers / Business Partners of MYTILINEOS Group declare that they oppose all forms of compulsory or forced labour and undertake to prevent and eliminate all conditions which might encourage its occurrence in the work areas of their facilities in the territories where they operate. They should also ensure that employees select jobs of their own free will and that every employee hired is in possession of the proper work documents as required. Furthermore, they should protect the right of all employees to resign from work if they so wish or to interrupt work without being subject to penalties, provided they give an advance notice allowing for a reasonable period of time. Finally, they are prohibited from requesting employees to hand over to them any public documents, such as identification cards or passports, as a condition of employment.

Freedom of Association

The Suppliers / Business Partners of MYTILINEOS Group undertake to respect their employees' rights regarding the freedom of association, including their right to join trade unions or similar organisations if they so wish and to communicate openly with the Management in for negotiating work conditions as well as for defending their acquired rights or interests without fear of reprisals, intimidation or harassment of any type, in accordance with the applicable laws and regulations.

MYTILINEOS Group will view positively the voluntary participation of its Suppliers / Business Partners to the United Nations Global Compact initiative.

3. Governance (E-S-Governance criteria)

Whether expressed centrally or through our subsidiaries, in MYTILINEOS Group our business activity is marked by our full compliance with the applicable laws and our adherence to market rules, with honesty and integrity in transactions serving as the cornerstone of all our business relations. Furthermore, the strategic choice to strengthen transparency through the open dialogue that we maintain with our key Stakeholder groups is a core commitment for MYTILINEOS Group, in full alignment with the Values and Principles that govern its operation. We believe that we share the same ethical values and principles with our Suppliers / Business Partners and we seek to establish constructive relations with them as part of our ongoing effort for continuous business improvement and sustainable growth.

Business Ethics & Integrity

Strengthening transparency

The Suppliers / Business Partners of MYTILINEOS Group undertake to ensure and uphold the highest possible standards of integrity in all their business transactions. They should have in place and be able to implement a zero-tolerance policy regarding conditions or incidents involving any form of bribery, corruption, extortion and abuse in their activities, which should be combined with fair business practices in advertising, sales and competition. The Suppliers / Business Partners of MYTILINEOS Group should not offer or accept gifts or facilitation payments or other unfair payments and should not offer any type of entertainment or gifts to political persons or make any direct or indirect political contribution or payment in order to secure an unfair advantage for MYTILINEOS Group. They should also ensure that they comply with the applicable national laws and regulations and the international anti-corruption conventions, as in force and to the extent to which the relevant provisions apply to the work that they provide on behalf of MYTILINEOS Group. Finally, the Group retains the right to discontinue any type of cooperation with a supplier or business partner found to be unable to comply with the applicable anti-corruption laws and regulatory provisions in the countries where it operates .

Fair competition

Fair competition between businesses promotes economic efficiency and sustainable growth. The Suppliers / Business Partners of MYTILINEOS Group undertake, in line with the legal provisions governing competition in the country or countries where they operate, to refrain from all unfair competition acts and from their involvement in circumstances which might encourage acts likely to result in unfair associations with a view to creating barriers to entry in the sector for other companies, in unfair business practices, in the abuse of their market position, in anti-competitive mergers, in price-fixing, as well as in any other acts that impede fair business activity, especially so when they are involved in transactions on behalf of MYTILINEOS Group.

Protection of intellectual property

The Suppliers / Business Partners of MYTILINEOS Group undertake to protect effectively their customers' information and to respect intellectual property rights in connection with the latter's business activities, financial situation or any other information considered to be confidential. Additionally, the transfer of technology, services and know-how should take place in a manner that safeguards the respective intellectual property and data protection rights. This information may be disclosed only in accordance with the guidelines determined in the framework of each association, which is governed by a non-disclosure agreement or a privacy policy, as provided for by the applicable laws.

Protection of privacy

The Suppliers / Business Partners of MYTILINEOS Group should be able to protect the personal data of their employees, suppliers, customers and partners in a legitimate and equitable manner. They should also ensure that in collecting, storing, processing and disseminating such information they comply with the applicable requirements of the law.

Disclosure of information

The Suppliers / Business Partners of MYTILINEOS Group should be able to communicate accurately and in full all information required in connection with their business activity, structure and financial situation and performance in accordance with the applicable regulations and the prevailing business practices. Any falsification of records, distortion or misrepresentation of information and practices by the Suppliers and Business Partners of MYTILINEOS Group shall not be tolerated.

Contribution to local communities

MYTILINEOS Group contributes actively to the efforts to address a number of social issues in the communities where its business activities are based, seeking to support their efforts for development and prosperity. It assists the implementation of local infrastructure works by contributing financial, technical and other resources, supports initiatives of significant social interest taken by local social and environmental organisations and helps strengthen local cultural life and education. To this end, MYTILINEOS Group urges its Suppliers / Business Partners to contribute to the efforts to achieve sustainability made by the local communities where they operate, assessing the issues that arise at the community level and acting in accordance with the standards of their activity sector and helping promote local social and economic development and sustainability.

Management

Legal & regulatory compliance

The Suppliers / Business Partners of MYTILINEOS Group should be able to ensure their compliance with all international, national and local legal and regulatory provisions and regulations governing their operation.

Quality and safety of the products and services offered

All MYTILINEOS Group companies place particular emphasis on the quality of the products they manufacture and of the services that they offer. Although in most cases the clients of the Group are not the end users of its products, the everyday concern of all Group

companies is to ensure that all projects or products they place in the market will fully meet the statutory requirements and the expectations of the end users. The Suppliers / Business Partners of MYTILINEOS Group undertake to fulfil quality and safety requirements generally acknowledged under international and national laws as well as any specifically agreed ones, both in implementing the projects and in providing the products and services that address the needs of the Group.

Risk assessment & management

The Suppliers / Business Partners of MYTILINEOS Group undertake to implement procedures and corresponding mechanisms for the identification, assessment, monitoring and management of risks in all areas covered by the present Code of Conduct as well as in connection with all applicable laws and regulations governing their operation.

Conflict of interests

The Suppliers / Business Partners of MYTILINEOS Group undertake to avoid all conditions or circumstances which may arise and be considered as conflicts of interests, thus safeguarding their reliability and their loyalty to the Group. To this end, they undertake to notify the Group of all cases where any employer or other business partner of the Group, in the framework of a professional agreement, may have or has an interest in, a benefit from or a business tie of any type to, their activity. MYTILINEOS Group accepts no gifts or entertainment services whatsoever from any existing or future supplier and business partner.

Corrective action process

The Suppliers / Business Partners of MYTILINEOS Group should have in place a procedure for taking corrective action for addressing in a timely manner any deficiencies which may result from the conduct of in-house or independent audits, evaluations, surveys, inspections or reviews in connection with their Environmental and Social performance and with the standards governing the administration of their business.

Documents & records

The Suppliers / Business Partners of MYTILINEOS Group must obtain, maintain and keep up to date records of the documents concerning the operating licences for their businesses as well as the permits and licenses required to properly perform the project or service they have undertaken on behalf of MYTILINEOS Group, as required by the applicable laws and regulations. It is also recommended that they develop the necessary documents and records based on which they will be able to demonstrate that they embrace and follow the key ethical behaviour standards, values and principles of Corporate Social Responsibility described in the present Code. These documents may be subject to regular checks by MYTILINEOS Group, always in the framework of a mutually acceptable agreement concluded with the corresponding supplier or business partner.

Education and capacity building

The Suppliers / Business Partners of MYTILINEOS Group should be able to take the necessary education and training initiatives that will allow their management executives and employees to establish appropriate levels of knowledge, understanding and implementation capacities regarding the policies and corresponding procedures for all matters discussed in the present Code, as well as regarding the relevant statutory regulations and internationally recognised standards.

Promotion of the Code in the supply chain

The Suppliers / Business Partners of MYTILINEOS Group should have in place and implement procedures for communicating the requirements of the present Code to their direct and indirect suppliers with which they cooperate at the level of products or services on behalf of MYTILINEOS Group and for ensuring their compliance with them.

Continuous improvement

The Suppliers / Business Partners of MYTILINEOS Group are expected to continuously improve their Environment and Social performance in accordance with the ESG criteria included in the present Code, by implementing suitable measures identified as a result of the relevant self-evaluation and risk assessment and management procedures.

COMPLIANCE

The relation of MYTILINEOS Group with its key Suppliers / Business Partners relies on mutual trust and respect. Key to succeeding in maintaining and further bolstering the Group's successful evolution is to ensure that the principles of sustainable development are promoted in and implemented by the Group's supply chain.

To this end, the Group encourages its key Suppliers / Business Partners to designate appropriate personnel (single individuals or teams) which will be tasked with monitoring the fulfilment of their contractual obligations and of the expectations of the present Code. Furthermore, the Group urges its key Suppliers / Business Partners to conduct regular reviews of their compliance with the present Code.

Alternatively, the Group's key Suppliers / Business Partners may establish their compliance with the ESG criteria of the present Code through their own Code of Conduct or through relevant policies which they implement and which meet the respective specifications.

However, MYTILINEOS Group may request its Corporate Centre or its subsidiaries to confirm the compliance of its key Suppliers / Business Partners with the ESG criteria described in the present Code in one of the following ways and to take corrective action should there be any reason for concern:

Evaluations:

The Group's key Suppliers / Business Partners may be requested to complete a questionnaire on the coverage of the above ESG criteria.

On-site verifications:

MYTILINEOS Group representatives or an authorised business partner of the Group acting on its behalf may contact the Group's key Suppliers / Business Partners to request permission to visit their premises in order to verify on-site the level of coverage of the ESG criteria.

Compliance certificates:

The Group's key Suppliers / Business Partners may be requested to produce relevant certificates or other official documents confirming their compliance with the ESG criteria of the present Code.