



## **CORPORATE PRINCIPLES AND CODE OF CONDUCT**

### **1. Overview & Purpose**

Mineral Commodities Ltd (“MRC” or “the Company”) has adopted a Code of Conduct for all directors and employees. The Code of Conduct reflects MRC’s standards and values, and sets the standard of conduct expected of all of those who are a part of MRC.

The directors of MRC believe that the Code of Conduct is a vital part of ensuring the success of our business and maintaining effective relationships with the people we do business with. The Code of Conduct highlights for directors and employees the way MRC expects its people to conduct themselves to ensure that MRC continues to achieve sustained success.

Set out below is a summary of some of the key features of MRC’s Code of Conduct.

### **2. Commitment to the Code of Conduct**

Individually and collectively, each of our employees across all levels today reaffirms commitment to these Corporate Principles that guide us in the conduct of our business and people relationships.

#### **2.1 Employees: People Build Our Group's Success**

- We believe that our people provide us with the cutting edge. They help us deliver value for our shareholders, our customers and the communities in which we work. Our people are our strength. We respect the individual rights and dignity of all people.
- We believe in the inherent potential of employees and are fully committed to people development processes in the Company in a fair, equitable and transparent manner. We encourage employees to grow professionally and personally to their highest capabilities, regardless of nationality, religion, colour or gender. We strive to provide an environment that promotes achievement orientation and self-esteem. We view merit as the sole criterion for all employee related decisions.
- A recognised responsibility is to ensure that all of our policies, forward looking initiatives and goals are fully communicated and that all employees understand and relate to these.
- Integrity, trust, fairness and honesty are the basics that guide our strategies, our behaviour and the relationships we build with people both internally and externally. Each of us will exercise the highest level of ethical and professional behaviour.

#### **2.2 Customer. The customer is the focus of everything we do.**

- We are committed to our customers, to fulfilling their present needs and anticipating their future needs.
- We strive to always be a good corporate citizen.

#### **2.3 Modern Slavery. MRC is committed to open, fair and transparent employment, procurement, logistics and supply chain functions. The Company sources a range of goods and services through its global supply chain. It is recognised that there is a potential for modern slavery to exist in the form of:**

Slavery – where ownership is exercised over an individual.

Forced labour – all work or service, not voluntarily performed, which is obtained from an individual under the threat of force or penalty.

Debt bondage – work or service which is exacted from any person under the menace of any penalty and for which the said person has not volunteered.

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Human trafficking – arranging or facilitating the travel of another with a view to exploiting them.

Child labour – whilst not always illegal in the jurisdiction in which it takes place, child labour involves the employment of children that is exploitative or is likely to be hazardous to or interfere with a child’s education, health (including mental health), physical wellbeing or social development.

All forms of modern slavery involve the deprivation of a person’s liberty in order to exploit them for commercial or personal gain and amount to a violation of an individual’s fundamental human rights. The Company is committed to the eradication of these circumstances wherever they may exist.

MRC seeks to prevent or mitigate any negative human rights impacts in connection with its operations or activities. MRC also provides safe and fair working conditions for all its employees and ensures that no child labour is utilised, in line with minimum age laws. The Company expects the same standards from its contractors, suppliers and stakeholders and expects that its suppliers will uphold the same standards throughout their own procurement and supply chain processes.

**2.4 The Government**

- We respect the government, laws and institutions in the nations where we operate. While participating in democratic processes, we remain apolitical.

**2.5 Environment, Health & Safety**

- Respect for the environment forms part of everything we do. Our ongoing endeavour is to manufacture our products through processes that have as little impact on the environment as possible. We maximise ways to preserve the environment through state-of-the-art technology and a personal commitment to reduce waste in all forms.
- We strive to protect the environment, the health and safety of employees and are committed to the development of the communities in which we operate.

**3. Accountabilities with the Code**

**3.4 Responsibilities of Directors and Employees**

All directors and employees are expected to be familiar with the contents of the Code of Conduct. Employees must also have a detailed understanding of Company business practices and policies that directly relate to their job. It is every employee's responsibility to comply with the Code of Conduct. Employees should seek assistance from a manager or supervisor, or another source of advice identified in the Corporate Principles and Code of Conduct if they do not fully understand how it should be applied.

**3.5 Responsibilities of Managers and Supervisors**

Managers and supervisors must take all reasonable steps to ensure that MRC’s employees and where appropriate, consultants, contractors and partners are aware of and comply with the Code of Conduct. They must consult the next level of management if problems occur. Managers and supervisors must also:

- Ensure that all employees have access to Company policies and procedures;
- Respond promptly and seriously to employees' concerns and questions about business conduct issues and seek further assistance if required; and
- Demonstrate exemplary behaviour that other employees can follow.

**3.6 Responsibilities of Senior Management**

Management is responsible to the Board, through the Chief Executive Officer and Managing Director, for the Company's performance under the Code of Conduct.

Under the Chief Executive Officer and Managing Director, the heads of each division and the senior managers who report directly to them have operational responsibility for ensuring compliance with the Code of Conduct.

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#### 4. Breach of the Code

Any individual who breaches the Code of Conduct or any of the guidelines or policies under it, or who authorises or permits any breaches by a subordinate will be subject to disciplinary action including possible dismissal.

The highest standards of corporate conduct are critical to MRC's image and success and therefore employees are encouraged to report any actual or suspected breach of the code and guidelines.

It is MRC's policy that any employee who reports in good faith a breach or suspected breach of legal or ethical standards will not be subject to retaliation, retribution or other recrimination for making that report.

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