

1. Introduction

Resolute and our suppliers operate in diverse locations around the world. As global citizens, we all have an obligation to act responsibly, lawfully and with integrity wherever we do business.

And in accordance with our commitment under the United Nations Guiding Principles on Business and Human Rights (UNGPs), Resolute endeavours to support its suppliers so that they also conduct their business in a manner that respects human rights.

Resolute further recognizes that operating in environments with a multitude of different legal, cultural and business practices and requirements can be challenging.

To avoid any misunderstandings and to provide our suppliers with guidance on Resolute Expectations, all our suppliers are required to adhere to this **Supplier Code of Conduct** as a condition to doing business with Resolute.

To ensure compliance, suppliers may periodically be audited or required by Resolute to certify or provide information relevant to compliance with this Supplier Code of Conduct. Resolute will timely make available revisions of this **Supplier Code of Conduct** to suppliers.

Note that any reference to Resolute includes its subsidiaries and affiliates, including any individual mines that enter contracts with suppliers under their own names.

2. Health and Safety

Suppliers shall provide workers a healthy and safe working environment consistent with Resolute safety standards and internationally recognised standards, whichever is higher.

In particular, suppliers shall:

- Have appropriate health and safety policies,
- Comply with all laws and regulations relating to health and safety,
- Comply with all Resolute health and safety standards, when conducting any on site work,
- Strive for zero harm by controlling hazards and taking the necessary precautionary measures,
- Provide adequate and regular training to ensure that workers are adequately trained on health and safety issues, and
- 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.

3. Integrity

Suppliers shall uphold the highest standards of ethics and integrity in the conduct of all business activities, including not taking unfair advantage of Resolute or other parties through misrepresentation of facts or any dishonest practices.

In particular, suppliers shall:

- Comply with all applicable laws, including import or export laws, human rights and labour regulations anti corruption laws, antitrust and fair competition laws
- Be aware of and perform consistent with Resolute Policy on Anti-Bribery and Anti-Corruption,

- Comply with all Resolute site procedures, regulations and/or standards, when conducting any on site work,
- Have a zero tolerance of corruption, including any offering, paying, soliciting or accepting bribes, kickbacks, or other prohibited payments or activities to or from any person,
- Do not make facilitation payments in support of any contracts with Resolute, and, following the Organisation for Economic Co-Operation and Development's Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, Resolute encourages our suppliers to prohibit and discourage the use of facilitation payments as they have a corrosive effect on sustainable economic development and the rule of law,
- Report any known or potential conflicts of interest of Resolute employees, Be aware of and perform consistent with Resolute Policy on Gifts, Hospitality and Sponsorships,
- Comply with any confidentiality agreements with Resolute. Suppliers also shall not disclose (publicly or to any third parties) any Resolute propriety information. Including but not limited to Resolute business activities, structure, financial situation, performance or employees, without Resolute informed written consent, and shall protect all such information in accordance with local laws. Suppliers shall maintain procedures that reasonably ensure that all confidential information will not be improperly used or disclosed, and
- Not violate intellectual property rights.

Resolute encourages its suppliers to have a comprehensive commitment to eradicate all bribery and corruption including, among other initiatives, maintaining an anti-bribery and anti- corruption policy, maintaining a whistle-blowing hotline or other mechanism for internal reporting, and by encouraging any parties that the supplier works with in supplying goods and services to Resolute to also comply with all applicable legal and ethical standards to prevent bribery and corruption.

4. Human Rights and Labour Standards

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

- Treat workers humanely and not tolerate any form of abuse including, but not limited to, sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse,
- Establish grievance procedures through which workers can report incidents of violations to their rights, and
- Take particular care when 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.

Suppliers shall pay particular attention to the following issues, and shall:

Human Rights

- Respect all human rights as expressed in the International Bill of Human Rights, ILO Declaration on Fundamental Principles and Rights at Work, and standards of international humanitarian law, even when national laws or their application fall short of protecting these rights, and
- Observe working hours in accordance with applicable laws and pay workers in compliance with applicable laws, including those related to minimum wage, overtime and benefits.

Child Labour

- Not engage in any use of child labour and always respect the minimum age of employment in compliance with applicable laws, and
- Where it discovers child labour in its operations, endeavour to explore alternatives to summary dismissal,

such as offering to hire adult members of the family of any child found to be working for the company; or establish apprenticeship programs that ensure the basic education of the child worker, while concurrently providing practical experience and income.

Forced Labour

- 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, and
- Not require workers to lodge deposits of money, travel documents, identity papers or similar personal documents in order to get or keep their employment.

Freedom of Association and Collective Bargaining

- 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, and
- Where trade unions are not allowed by law, or only state authorized organizations are allowed, suppliers shall establish, within the laws of the given country, alternative measures to allow employees to gather independently, including with management to discuss work-related problems.

Non-Discrimination and Equal Opportunity

- Show commitment to equal opportunities by not tolerating any discrimination based on race, colour, gender, religion, national extraction, social origin, sexual orientation, age, or disability, or discrimination against any class protected by applicable law. Note that in all situations and contexts, and in all jurisdictions, we will comply with applicable laws and respect the rule of law.

Resolute suppliers are requested to conduct ongoing human rights due diligence in adherence to the UNGPs or analogous standard, and through that process to identify 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 Resolute is linked directly or indirectly, it must immediately inform Resolute. In addition, if Resolute becomes aware of allegations of violations of this Supplier Code of Conduct (through the notification process discussed above or otherwise), it reserves the right to investigate the allegations. Such investigations may include, but are not limited to, requests for relevant documents, site visits, and/or interviews of supplier employees, such requests not be unreasonably refused by supplier.

5. Community and Safety

Suppliers shall treat the communities where Resolute and the suppliers operate, with respect and dignity, setting out to always do no harm consistent with the principles of the UNGP. Suppliers shall commit to:

- Perform in a manner consistent with Resolute policies and community standards and best practice,
- Perform in a manner consistent with Resolute security framework, including policy, standards and reporting requirements,
- Endeavour to communicate with stakeholders and communities and consult on its activities in a culturally appropriate manner, which respects the values, traditions and cultures of the local and indigenous communities in which they operate,
- Undertake initiatives in partnership with the societies in which they operate with the aim of contributing to a sustainable future for host communities, and

- Where appropriate, establish grievance mechanisms through which it hears, processes, and settles the grievances of local communities.

6. Environmental Standards

Suppliers shall take a precautionary approach towards environmental challenges, undertake initiatives to promote greater environmental responsibility and encourage the development and diffusion of environmentally friendly technologies. Suppliers shall continuously work to minimize their environmental impact.

Suppliers shall:

- 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,
- Act in a manner consistent with the Resolute Environmental policies and standards, and
- In transferring any goods to Resolute, 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.

Suppliers may be asked to supply information necessary for Resolute or its customers to comply with laws and regulations regarding the composition of and substances used in goods furnished. Suppliers shall reasonably cooperate with Resolute to provide such requested information in a timely manner and reasonable format.

7. 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 Resolute reviewed, which could result in the termination of contracts entered into.

I, the undersigned, duly authorised to sign for an on behalf of the Supplier, confirm that I fully understand the requirements of the Supplier Code of Conduct and will ensure that the Supplier and all Supplier personnel will comply with the requirements of the Supplier Code of Conduct.

Signature:		Date:
Name and Surname:		Role:
Company Name:		
Complete Address:		