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赣州腾远钴业新材料股份有限公司
供应商行为守则
Ganzhou Tengyuan Cobalt New Material Co., LTD
Supplier Code of Conduct

一、目的 Objectives

赣州腾远钴业新材料股份有限公司（以下简称“腾远钴业”）根据中国五矿化工进出口商会（CCCMC）制定的《中国负责任矿产供应链尽责管理指南》以及与 RCI（关键矿产责任倡议）与 RMI（负责任矿产倡议）联合编制的《钴冶炼厂供应链尽责管理标准》，并参考经济合作与发展组织（OECD）的《关于来自受冲突影响和高风险区域的矿石的负责任供应链尽责管理指南》，制定了本公司“矿产供应链尽责管理政策”（以下简称“政策”），同时也要求腾远钴业的供应商采取一致的政策和行动并因此制定了本“供应商行为守则”（以下简称“守则”），以达到管理和减缓在矿产供应链运营实践中的风险的目的。

Based on the <Chinese Due Diligence Guidelines for Responsible Mineral Supply Chain> by CCCMC and <Cobalt Refiner Supply Chain Due Diligence Standard> developed in collaboration by Responsible Critical Mineral Initiative(RCI) and Responsible Minerals Initiative (RMI), as well as <OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas>, Ganzhou Tengyuan Cobalt New Material Co., Ltd. (hereinafter referred to as Tengyuan Cobalt) developed the <Due Diligence Policy for Supply Chain of Minerals> (hereinafter referred to as Policy). At the same, it also requires that all suppliers of Tengyuan Cobalt shall apply consistent policies and actions. Therefore, this Supplier Code of Conduct (hereinafter referred to as Code) is developed to manage and mitigate risks of mineral supply chain in the practice.

二、范围 Scope

本守则适用于为腾远钴业提供矿产原料、矿产加工产品和服务的供应商，既包括直接供应商，也包括供应链上所有间接供应商，同时也包括外包商。

This Code applies to suppliers providing mineral raw materials, processed products and services for Tengyuan Cobalt, including direct suppliers and all indirect suppliers in the supply chain, as well as outsourcers.

三、要求 Requirements

腾远钴业制定了面向供应商的矿产供应链尽责管理要求，要求供应商开展尽责管理来预防、评估和减缓以下风险：

Tengyuan Cobalt has formulated due diligence management requirements for suppliers in the mineral supply chain, requiring suppliers to conduct due diligence management to prevent, assess and mitigate the following risks:

（一）严重侵犯人权的行为/Serious human rights abuses

在开展矿产原料开采、交易、处理、出口等经营活动中既不容忍，也不以任何方式直接或间接支持以下行为：

In the process of extraction, trade, handling and export of mineral raw materials, the company neither tolerates nor directly or indirectly supports the following actions in any means:

1、任何形式的酷刑、残暴、不人道和有辱人格的待遇；

Any form of torture, cruel, inhuman or degrading treatment;

2、任何形式的强迫或强制劳动，包括任何形式的人口贩运、抵债劳动和监狱劳动；

Any form of forced or compulsory labor, including any form of human trafficking, bonded labor and prison labor;

3、不使用童工，尤其是最恶劣形式的童工；

Do not use child labor, especially the worst forms of child labor;

4、其他严重侵犯和践踏人权的行為；

Other serious violations and abuses of human rights;

5、战争罪、反人类罪、种族灭绝罪或其他严重违反国际人道法的行为。

War crimes, crimes against humanity, genocide or other serious violations of international humanitarian law.

(二) 非国家武装团体/Non-state armed groups

在矿产原料开采、运输、交易、处理及出口等经营活动中不容忍任何通过矿产资源开采、运输、交易、处理或出口为非国有的有组织武装团体提供直接或间接的支持。通过矿产资源开采、运输、交易、处理或出口为非国有的有组织武装团体提供“直接或间接的支持”，包括且不限于从非法的有组织武装团体或其关联方购买资源、向其付款，或以其他方式向其提供后勤支援，这些武装团体或者关联方：

The company does not tolerate any direct or indirect support to non-state organized armed groups through the extraction, transport, trade, handling or export of mineral resources. “Direct or indirect support” to non-state organized armed groups through the extraction, transport, trade, handling or export of mineral resources includes, but not limited to, procuring resources from, making payments to or otherwise providing logistical assistance to illegal organized armed groups or their affiliates who:

1、非法控制矿区，或以其他方式对运输路线、矿产资源交易地以及供应链的上游行为主体进行控制；

Illegal control extraction sites or otherwise control transportation routes, points where mineral resources are traded and upstream actors in the supply chain;

2、在矿区入口、矿区运输路线、矿产资源交易地等进行非法征税、勒索钱财或掠夺资源；

Illegally tax or extort money or mineral resources at the points of access to extraction sites, along transportation routes or at points where mineral resources are traded;

3、对中间商、出口企业或国际贸易商非法征税或勒索。

Illegally tax or extort intermediaries, export companies or international traders.

(三) 公共或私人安全武装/Public or private security forces

高风险区域的矿区及周边地区、运输道路沿线的公共或私人安全武装的作用仅是依法保障权益，包括保护矿工、维护设备和设施安全、保护矿区合法运营及运输路线不受非法干扰。

The role of public or private security forces at the extraction sites and/or surrounding areas and/or along transportation routes at high-risk areas should be solely to protect rights and interests in accordance with the law, including providing security to workers, maintaining equipment and facilities, protecting the extraction site or transportation routes from interference with legitimate extraction and trade.

支持或采取措施不予录用已确认实施过严重侵犯人权行为的公共或私人安全武装，同时与当地政府、国际组织和民间组织开展合作，避免或最大限度地降低本公司雇佣的公共或私人安全武装给当地社区或弱势群体带来的不利影响。

The company commits to support or take steps to adopt screening policies to ensure that individuals or units of security forces that are known to have been responsible for human rights abuses will not be hired. Meanwhile, the company will engage with local authorities, international organizations and civil society organizations to avoid or minimize the adverse impacts on local communities or vulnerable groups due to the employment of public or private security forces.

(四) 腐败、洗钱和向政府支付的各项费用/Corruption, money laundering and fees paid to the government

不提供、承诺、给予或索要任何贿赂，并且抵制索贿，不会为了掩盖或伪造矿产资源原产地，虚报矿产资源开采、交易、处理、运输、出口等活动应向政府缴纳的税收、费用和特许开采费而行贿。

The company will not offer, promise, give or demand any bribes, and resist the solicitation of bribes to conceal or disguise the origin of mineral resources, to misrepresent taxes, fees and royalties paid to governments for the purposes of mineral resources extraction, trade, handling, transport and export.

禁止一切业务活动和交易中的贿赂行为，包括代理方和其他第三方的贿赂行为，为馈赠、收受礼物制定标准与审批程序；尽最大努力促进与所有业务伙伴间负责任的商业实践。

The company prohibits bribery in all business practices and transactions, including those of agents and other third parties. The company will set standards and approval procedures with respect to the offer or acceptance of gifts; and uses the greatest efforts to promote responsible business practices with all business partners.

防止卷入洗钱或为恐怖主义融资。公司将确保向政府支付所有与矿产资源开采、交易、出口相关的合法税收、费用和特许费。

The company commits to take effective measures to prevent the involvement in money laundering or financing of terrorism. The company will ensure that all legal taxes, fees and royalties related to the mineral resources extraction, trade and export are paid to the government.

(五) 人身安全与职业健康/Personal safety and occupational health

在从事矿产原料开采、运输、交易、处理及出口等经营活动中，不会直接或间接支持、参与和关联任何存在严重威胁人身安全和严重职业健康的行为。

The company commits that it will not directly or indirectly support, participate in and associate with any activities that seriously threaten personal safety and occupational health in the process of mineral material extraction, transport, trade handling and export.

应采取有效措施，保持员工、承包方和其他相关方在工作中的身心健康，防止由于不当的工作条件，包括不安全的建筑、化学品和机械设备等造成健康伤害，并持续改善工作环境。

The company commits to take effective measures to maintain the physical and mental health of employees, contractors and other interested parties at work, and to prevent health damage caused by improper working conditions, including unsafe construction, chemicals and machinery, and to continue to improve working environment.

(腾远钴业的供应商需签署下文“声明和承诺”并在规定时间内发送或邮寄给腾远钴业)

(Suppliers of Tengyuan Cobalt shall sign the following Declaration and Commitment and send it back (via post or email) to Tengyuan Cobalt within the specified time.)

赣州腾远钴业新材料股份有限公司

2023年9月12日

Ganzhou Tengyuan Cobalt New Material Co.,Ltd

12-September-2023

赣州腾远钴业新材料股份有限公司 供应商声明和承诺

Ganzhou Tengyuan Cobalt New Material Co., LTD. Suppliers Declaration and Commitment

作为赣州腾远钴业新材料股份有限公司的供应商，我们承诺将遵守本《供应商行为守则》所述条款和内容，我们了解不遵守本《供应商行为守则》将会对与赣州腾远钴业新材料股份有限公司的合作关系带来不利影响，我们因此声明并作出以下承诺：

As a supplier of Ganzhou Tengyuan Cobalt New Materials Co.LTD., we are committed to comply with the terms and contents of this Supplier Code of Conduct. We understand that failure to comply with this Supplier Code of Conduct will cause adverse impact on the cooperation relationship with Ganzhou Tengyuan Cobalt New Materials Co., LTD. We therefore declare and make the following commitments:

1. 了解并同意遵守腾远钴业“矿产供应链尽责管理政策”和“行为守则”的要求，并采取尽责管理措施预防、评估和减缓上文所述矿产供应链各项风险。

We understand and agree to comply with the requirements of Tengyuan Cobalt's Due Diligence Policy for Supply Chain of Minerals and Code of Conduct, and take due diligence management measures to prevent, assess and mitigate above mentioned risks along the mineral supply chain.

2. 加强与腾远钴业的沟通和合作，提升持续改进的能力。本公司了解和采纳中国五矿化工进出口商会（CCCMC）《中国负责任矿产供应链尽责管理指南》以及经济合作与发展组织（OECD）《关于来自受冲突影响和高风险区域的矿石的负责任供应链尽责管理指南》中推荐的尽责管理“五步法”，并建立尽责管理相应程序以提升供应链管理能力。

We will strengthen communication and cooperation with Tengyuan Cobalt to enhance the ability of continuous improvement. We understand and adopt the "Five-step" due diligence management approach recommended by the Chinese Due Diligence Guidelines for Responsible Mineral Supply Chains (CCCMC) and OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, and establish due diligence management procedures to improve supply chain management capabilities.

3. 了解并同意配合腾远钴业关于矿产供应链尽责管理信息搜集工作。本公司同意以填报《供应商问卷（KYS）》等形式向腾远钴业提供矿产产品及材料的相关尽责管理信息，且当供应链发生变化时提前与腾远钴业沟通并提供相关信息。

We understand and agree to cooperate with Tengyuan Cobalt to collect responsible management information of the mineral supply chain. We agreed to provide Tengyuan Cobalt with relevant due diligence management information for mineral products and materials through filling the Supplier Questionnaire (KYS), and communicate with Tengyuan Cobalt in advance and provide relevant information when the supply chain changes.

4. 了解并同意将本“行为守则”传递给与腾远钴业供应链相关的供应商，并清晰传达腾远钴业对矿产供应链尽责管理的要求。

We understand and agree to communicate this Code of Conduct to suppliers related to the Tengyuan Cobalt supply chain and clearly communicate due diligence management requirements of Tengyuan Cobalt to the mineral supply chain.

5. 了解到腾远钴业在识别到“警示信号”的情况下或将对相关供应商开展实地评估，并同意腾远钴业和/或外部评估机构对本公司有关工厂进行现场评估并根据要求提供相关信息。

We understand that Tengyuan Cobalt will conduct on-the-spot assessment of relevant suppliers in the case of identifying "warning signals" and agree that Tengyuan Cobalt and/or external evaluation agencies will conduct on-site assessment of relevant factories of our Company and provide relevant information as required.

6. 了解到如果本公司或者供应链出现上述重大风险事件，或者未能配合腾远钴业开展尽责管理措施，或将面临与腾远钴业终止合作关系的可能性。

We understand that if the above-mentioned major risk events occur in our company or the supply chain, or fail to cooperate with Tengyuan Cobalt to carry out due diligence management measures, it may face the possibility of terminating the cooperative relationship with Tengyuan Cobalt.

公司名称（盖公章）/Company name (stamp):

公司代表（签字）/Company representative (signature):

签署地点与日期:/Signing place and date: