

Raw Material Feed Supplier Code of Conduct

Sherritt subsidiaries purchase cobalt- and nickel-bearing raw material feeds to toll through our joint venture refinery in Canada to make finished nickel and cobalt metal for onward sale to end users and traders.

Subsidiary raw material feed suppliers (“feed suppliers”) are critical partners in Sherritt’s commitment to responsible production and supply. They are an important component of our commitment to operate in a manner that is responsible, transparent and ethical.

This Code of Conduct applies to all Sherritt subsidiaries and shall be applied in turn to subsidiary feed suppliers.

Our Requirements and Expectations

Drawing on internationally accepted standards and our Human Rights and Anti-Corruption Policies, this feed supplier Code of Conduct details the expectations for all Sherritt subsidiaries that acquire feed for refining at any Sherritt 100% owned or joint venture refinery. For the purposes of this Code of Conduct, a feed supplier is any individual, organization or company that provides or sells raw material feed directly to a Sherritt subsidiary.

Sherritt expects that feed suppliers will adhere to this Code of Conduct and, as appropriate, align policies, due diligence management systems and plans with the Organisation for Economic Co-operation and Development (OECD) Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict Affected and High-Risk Areas (“OECD Guidance”).

Sherritt expects that this Code of Conduct will be incorporated, as appropriate, into an equivalent feed supplier code of conduct or standard.

Our Feed Supplier Expectations

Sherritt reserves the right to review and update these expectations when deemed necessary.

Our feed supplier expectations are set across five areas:

1. Human Rights;
2. Ethical Business Practices;
3. Occupational Health and Safety;
4. Environment; and
5. Conflict Affected and High-Risk Areas.

1. Human Rights

As demonstrated by our Human Rights Policy, Sherritt supports and respects internationally recognized human rights as set out in the Universal Declaration of Human Rights, the United Nations (UN) Guiding Principles on Business and Human Rights, and the International Labor Organisation (ILO) Declaration on Fundamental Principles and Rights at Work. We uphold the dignity, fundamental freedoms and human rights of our workforce and the communities in which we live and work and that of others affected by our activities.

We expect our feed suppliers to:

- Demonstrate respect for human rights and the UN Guiding Principles through policies and processes appropriate to their circumstances, including:
 - Documenting commitments in a human rights policy; and

- Implementing due diligence processes to manage any identified human rights risks, such as serious abuses as defined by the OECD Guidance.

- Respect the ILO Core Labour Standards including those related to forced labour and child labour; and
- Where appropriate and as much as possible, align security management practices with the Voluntary Principles on Security and Human Rights.

2. Ethical Business Practices

Sherritt is committed to operating in accordance with strong ethical principles, as detailed in our Anti-Corruption Policy.

We expect our feed suppliers to:

- Comply with all applicable laws and regulations, including requirements relating to:
 - Anti-corruption;
 - Anti-competitive practices;
 - Trade laws; and
 - Anti-money laundering.
- Not solicit, accept, offer, provide or authorize bribes of any sort, either directly or indirectly;
- Respect the applicable labour rights of the workforce; and
- Have appropriate policies and controls to ensure compliance with the above requirements.

3. Occupational Health and Safety

As demonstrated in our Environment, Health, Safety and Sustainability Policy, we believe that workplace fatalities, injuries and occupational diseases are preventable and we expect feed suppliers to our subsidiaries to maintain healthy and safe workplaces.

We expect our feed suppliers to:

- Comply with all applicable occupational health and safety laws, regulations, and codes to ensure a healthy and safe working environment;
- Provide a safe and healthy working environment, including appropriate personal protective equipment, safe operating equipment, and appropriate engineering controls;
- Have appropriate policies and management systems protecting the health and safety of their workforce; and
- Continually improve their health and safety performance.

4. Environment

Sherritt is committed to minimizing its negative impact on the environment and complies with or exceeds relevant regulations.

We expect our feed suppliers to:

- Maintain all legally required and valid environmental permits, licences, approvals and other related certifications;
- Implement management systems to responsibly manage air emissions, water, waste and hazardous materials; and
- Continually improve their environmental performance.

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5. Conflict Affected and High-Risk Areas

Sherritt is committed to implementing responsible sourcing policies and due diligence management systems that align with the OECD Guidance.

As such, we expect our feed suppliers to identify minerals that come from conflict affected and high-risk areas as defined by the OECD Guidance and manage the associated risks in accordance with international standards.

Raising Concerns

We encourage our feed suppliers to ensure their workforce, supply chain and associated communities have access to grievance mechanisms for the confidential raising of concerns without fear of retaliation.

Everybody working for Sherritt or a Sherritt subsidiary must promptly report to a supervisor or manager any situation in which applicable laws or company or employee conduct policies, including this Code of Conduct, appear to be breached. We also encourage other stakeholders who have concerns to raise them with the relevant party.

Where a concern remains unresolved through local channels, or should an employee, contractor, supplier or other stakeholder, for whatever reason and at any time, feel uncomfortable utilizing the local channels to resolve their concerns, the concern can be raised via the Sherritt Whistleblower or Sherritt or subsidiary Grievance Mechanism available [here](#). These mechanisms allow any stakeholder to raise concerns on an anonymous basis.

Sherritt will not tolerate retaliation for reports made in good faith.

Due Diligence and Corrective Action

Sherritt encourages subsidiaries to undertake appropriate due diligence of current and potential feed suppliers, using a risk-based approach, such as:

- Conducting risk assessments of feed suppliers;
- Requiring feed suppliers to complete self-assessments against the standards contained in this Code of Conduct or equivalent standards;
- Requiring third-party verification as needed; and
- Investigating and assessing potential violations of the standards contained in this Code of Conduct (or equivalent standards).

If an unacceptable level of risk is identified, Sherritt and/or the subsidiary may work with the feed supplier to determine appropriate corrective action. The corrective action may be monitored by Sherritt or the subsidiary until all parties agree that the desired outcome has been achieved.

Sherritt expects subsidiaries to suspend, discontinue or terminate relationships with feed suppliers when there is reason to suspect, or it has been confirmed, that the feed supplier:

- Is in material breach of an applicable law;
- Is sourcing from, or is linked to, any party committing serious abuses as defined by the OECD Guidance:

- Serious abuses include but are not limited to torture, inhuman and degrading treatment, forced labour, child labour, gross human rights violations, war crimes or crimes against humanity, and support to non-state armed groups; or

- Refuses or fails to demonstrate reasonable and timely efforts to implement agreed corrective actions required to operate in accordance with these standards.

Sherritt recognizes that local circumstances may pose significant challenges for meeting the expectations outlined in this Code of Conduct. When appropriate, we will seek to support our subsidiary feed suppliers in capacity building and improving their adherence to the expectations set out in this Code of Conduct.

We encourage our subsidiaries to share and apply the expectations detailed in this Code of Conduct with their own supply chain and conduct due diligence on their mineral supply chains.

References

The following policies and standards guide and support this Code of Conduct.

- [Sherritt Environment, Health, Safety and Sustainability Policy](#)
- [Sherritt Responsible Production and Supply Policy](#)
- [Sherritt Human Rights Policy](#)
- [Sherritt Anti-Corruption Policy](#)
- [The Voluntary Principles on Security and Human Rights](#)
- [OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, Third Edition](#)
- [UN Universal Declaration of Human Rights](#)
- [UN Guiding Principles on Business and Human Rights](#)
- [ILO Declaration on Fundamental Principles and Rights at Work](#)

This Code of Conduct is owned by Sustainability and shall be reviewed on an annual basis to ensure continued alignment with applicable standards, regulations and Sherritt expectations.