

Supplier Code of Conduct

| August 5, 2024

Dear Business Partner,

5N Plus is committed to being a trusted global supplier of advanced materials that enable the performance of essential technology and everyday products. Integral to this commitment is ensuring that the resources, and other products and services, used in our own processes and products are responsibly managed and sourced.

As a valued supplier, you are a critical partner in our commitment to responsible sourcing, which is reflected in the corporate values which guide our behavior and the high ethical standards we hold ourselves to, all of which are outlined in this Supplier Code of Conduct.

In this Code, we outline the principles and standards that we hold not only ourselves to but that we also expect our suppliers and their representatives to comply with when doing business with us. This includes as it regards safeguarding confidential information and intellectual property; human rights and workplace standards; modern slavery and child labour; compliance with applicable laws and acting with integrity, among other key topics. We are also counting on you to extend these standards to your own suppliers and subcontractors.

Your continued shared commitment to social responsibility and the values and principles outlined in this Supplier Code of Conduct are key to our mutual success and long-term sustainability.

Thank you for your continued partnership.

Gervais Jacques
President and Chief Executive Officer

OUR VALUES

As a global leader in specialty semiconductors and performance materials, our mission is to be critical to our customers, valued by our employees and trusted by our shareholders. Our values are at the very heart of our daily activities and constitute the essence of our corporate culture. Our values, as listed below, are all of equal importance.



Commitment: Transforming our vision into reality is possible only through the commitment and effort of our employees. We aim to develop a stimulating work environment that values teamwork and excellence.



Continuous Improvement: We promote excellence in everything we do, with the ultimate goal of being recognized as the industry leader. We continually seek to improve our skills, along with the quality of our products and services.



Customer Focus: Our goal is to exceed customer expectations by delivering outstanding services and products shaped by the needs of our customers. To achieve this, we have the confidence and resourcefulness to propose solutions that establish lasting relationships of trust.



Health and Safety: Employee health and safety guides all our operations. We act responsibly to minimize risks and promote prevention, with the goal of continually improving our health and safety performance.



Integrity: We adhere to the highest standards of integrity, which means keeping our word, complying with the letter and spirit of the law, and treating every person with whom we do business with respect and dignity.



Sustainable Development: We encourage individual and corporate initiatives that help to protect the environment. This includes promoting — both internally and with clients and suppliers — the recycling of products and industrial waste and setting objectives that reduce our environmental footprint.

1. INTRODUCTION

The Supplier Code of Conduct of 5N Plus Inc. (the “**Code**”) sets out the principles and expectations that suppliers, service providers, independent contractors, including their employees and representatives (each a “**Supplier**”, collectively the “**Suppliers**”), must comply with when conducting business with, or providing goods and services to, and all persons acting on behalf of or in partnership with 5N Plus Inc. (the “**Company**” or “**5N+**”). Suppliers are expected to adhere to the principles and standards outlined in this Code and to ensure that their suppliers and subcontractors do the same.

In the case of non-compliance with this Code, Suppliers are expected to promptly take corrective actions to address identified deficiencies or violations. Failure to comply may result in the termination of the business relationship with 5N+.

Obeying the Law

In all their activities, Suppliers must ensure they conduct business in compliance with this Code and with all applicable laws and regulations, including, without limitation, employment, labour, non-discrimination, health and safety, privacy, antitrust, competition, securities, transportation, and environmental laws of the jurisdictions in which they operate, as well as associated requirements and industry standards.

2. REPORTING CONCERNS

5N+ will not tolerate threats or acts of retaliation against any of its employee or any Supplier whenever reports are made, even if the report is mistaken (provided it was made in good faith) or who, in good faith, assists in the investigation of a reported violation. We expect our Suppliers to do the same. As much as we encourage honest reporting, 5N+ does not tolerate knowingly false reports. A false accusation, lie to investigators or refusal to cooperate in an investigation, may also violate the Code.

The identity of anyone reporting a suspected violation or participating in an investigation will remain confidential. Concerns or suspected violations can be reported in English or French:

- at globalcompliance@5nplus.com

Furthermore, the reporting party may report a suspected violation anonymously, should they wish to do so at: www.5nplus.com/en/whistleblower-form.

3. SAFERGUARDING INFORMATION

Confidential Information

The definition of confidential information provided by 5N+ includes, but is not limited to, personal data (information about an identified or identifiable individual), all trade secrets, inventions, discoveries, know-how, data, drawings, methods, processes, software, diagrams, technical and professional knowledge, reports, suppliers, clients, financial information, prices, evaluations, business objectives, plans, business opportunities and market studies. Whether or not information is identified as being confidential or exclusive does not affect its status as confidential information.

Suppliers must protect confidential information belonging to 5N+ that they have access to or obtained in confidence from a third party and covered by a non-disclosure agreement.

Confidential information may be disclosed to others if 5N+ authorizes the disclosure by signing a confidentiality agreement or if the disclosure is a legal requirement, provided that prior notice is given to 5N+ of the disclosure required by law.

Privacy Laws

5N+ respects the privacy of all its employees and business partners and expect its Suppliers to:

- comply with applicable data privacy and data protection laws and regulations;
- limit access to the information to those on a need-to-know basis;
- act in accordance with any relevant contractual obligations;
- collect, use and process such information only for legitimate business purposes.

For additional information, see 5N+'s Privacy Policy at www.5nplus.com/privacypolicy.com

Insider Trading

Suppliers who become aware of material non-public information considered to be privileged information regarding 5N+ should not purchase or sell shares in 5N+, nor communicate it to other persons who may use it to purchase or sell securities of 5N+.

“Privileged information” is defined in the Québec Securities Act as any information that has not been disclosed to the public and that could affect the decision of a reasonable investor to purchase or sell shares.

Any person who has important privileged information is deemed to be an insider. An insider who performs a transaction in violation of the provisions set out above may be subject to legal action and a substantial fine.

Media and Advertising

Suppliers must not make any public statements, speak to the media, issue press releases or distribute any marketing materials referencing 5N+, or 5N+ trademarks or logos, without the prior written consent of 5N+.

4. WORKPLACE

Respect for Human Rights

5N+ is committed to respecting and promoting human rights in all aspects of its operations, and business activities as stated in its Human Rights Statement.

5N+ does not tolerate discrimination on the grounds of race, colour, ethnic or national origin, age, gender identity or expression, sexual orientation, religious belief, social conditions, political convictions or any other characteristic protected by law.

Recruitment, training, compensation and advancement must be attributable to performance, qualifications, skills and experience without distinction on any of the grounds of discrimination. We also ensure gender pay equity across the organization.

Our suppliers are expected to uphold the human rights of all individuals, ensuring fair treatment and non-discrimination in their own operations, supply chain and business activities and to promote diversity, inclusion, equality and fairness within their workforce.

Modern Slavery and Child Labour

Our suppliers must have zero tolerance for any form of child labour, forced labour, sexual exploitation or abuse, modern slavery or human trafficking, or activities that encourage human trafficking, including any use of forced, enslaved, compulsory, bonded or prison labour whether in their operations and supply chains, or in the communities in which they operate.

Our suppliers must ensure that worker contracts clearly convey the conditions of employment in a language understood by the workers. All labour must be voluntary, with workers having the right to terminate employment with reasonable notice and without penalty. Moreover, during employment, there shall not be any unreasonable restrictions on the worker's freedom of movement in the facility and for entering or exiting the facility and suppliers may not withhold workers' original government-issued identification and travel documents.

Our suppliers must not provide employment to anyone under the minimum legal age for employment in their jurisdiction and must take steps to ensure that such persons are not employed in their supply chains.

Harassment-Free

5N+ does not tolerate any form of harassment and is committed to providing everyone with a workplace that is respectful, safe, and free of all forms of violence as well as verbal, physical, psychological and sexual threats. 5N+ will not tolerate sexual advances or comments, racist or sexist jokes, or any other conduct that creates or encourages an offensive or intimidating work environment.

With integrity as one of our core corporate values, it is essential that our Suppliers be committed to a workplace free from all forms of harassment and discriminatory conduct.

Wage and Benefits

Suppliers must meet all legal requirements relating to wages and benefits, including those relating to minimum wage and overtime hours. Wage deductions must not be used as a disciplinary measure.

Freedom of Association and Collective Bargaining

Suppliers shall respect the rights of workers to freely join labour unions, seek representation and join workers' councils in accordance with local laws, and to bargain collectively.

Health and Safety

The health and safety of all workers and employees in our supply chain is a top priority, with a strong emphasis on preventative measures above all else.

We expect our suppliers to:

- provide and maintain a safe work environment and integrate effective health and safety management practices into their businesses;
- provide training, procedures and guidance in a language that employees understand;
- ensure access to necessary safety equipment and provide appropriate personal protective equipment;
- comply with applicable health and safety laws, regulations and industry requirements, including health and safety permits.

When working at 5N+ facilities, Suppliers must adhere to 5N+'s emergency procedures and report any incidents promptly, and work with 5N+ to meet responsibilities for a healthy and safe workplace.

Emergency Preparedness and Response

Suppliers must identify and assess potential emergency situations and events based on their activities and local geographic, geological and meteorological conditions, and minimize their impact by implementing emergency plans and response procedures including emergency reporting, employee notification and evacuation drills with knowledge or maps of the locations of emergency exits, signs and equipment.

5. SUSTAINABLE DEVELOPMENT

5N+ inscribes itself to sustainable development through its initiatives and business model. From upcycling our own waste and transforming the by-products of other industries into useful products to adopting sustainable procurement practices, we continue to integrate circular economy principles wherever possible.

Suppliers should conduct their business in an environmentally responsible manner and have the appropriate management procedures in place to comply with all environmental laws. Where appropriate, Suppliers must support 5N+'s efforts to reduce its environmental impact.

5N+ expects its Suppliers to:

- prevent pollution and implement response procedures to reduce damage from environmental incidents;
- report promptly any environmental incidents involving or affecting 5N+ in accordance with local procedures and contracting requirements;
- reduce their environmental impact by minimizing waste, emissions, the use of hazardous substances and resource consumption;
- report on environmental performance and progress toward sustainability goals.

6. INTEGRITY

5N+ is committed to conducting business with integrity, honesty and respect, and to complying with all applicable laws enacted to combat corruption and bribery in all its forms. We expect our Suppliers to do the same.

Bribery

Suppliers must never offer, grant, accept, promise or give anything of value (financial or otherwise) to anyone to influence action in return for a preferential treatment or to obtain an improper advantage, including public officials or private partners.

Gifts and Entertainment

Suppliers must never offer or accept any gift or entertainment of more than modest value that could be perceived as an attempt to influence their professional impartiality or to place them in a position of indebtedness. Suppliers must never offer gifts or entertainment of any kind during a sensitive time such as a procurement process or contract negotiation.

Suppliers must never offer or accept gifts, entertainment or other business courtesies on behalf of 5N+ without getting prior documented authorization from 5N+.

Money Laundering

Suppliers must never engage or assist others in concealing illicit funds or other suspicious activities, such as attempts to make large payments in cash, payments by someone who is not a party to the contract or requests to pay more than provided for in the contract. 5N+ expects Suppliers to comply with applicable anti-money laundering and counterterrorism financing laws.

Accuracy of Records and Reports

Suppliers must ensure that all records and reports provided to 5N+ are comprehensive, accurate, timely, and compliant with applicable legal and financial standards. Suppliers must never misstate facts, omit critical information, or modify records or reports in any way to mislead or assist others in doing so.

Antitrust and Fair Competition

5N+ believes in vigorous yet fair competition. Suppliers must carry out their business activities in compliance with applicable antitrust and competition laws. In particular, Suppliers shall not engage in the following anti-competitive behaviours and practices:

- price-fixing or price control;
- monopolistic behaviour in restraint of trade or competition;
- divide or allocate markets.

Actual or Apparent Conflicts of Interest

Suppliers shall avoid placing themselves in a position that could call into question their judgement or objectivity or could adversely affect the business relationship. We expect our Suppliers to have policies or processes to manage conflicts of interests and to report any situation that may create an actual or perceived conflict of interest.

Trade Compliance Laws

5N+ is committed to complying with the laws and regulations that govern international trade. All transactions must comply with export and customs laws in the countries where business is being conducted by Suppliers.

Responsible Sourcing

5N+ requires Suppliers to ensure that materials used in the products they supply do not contain conflict resources such as metals derived from minerals that originated from a conflict region that directly or indirectly benefits armed groups. Suppliers must adopt policies and management systems with respect to conflict minerals and require their suppliers to adopt similar policies and systems. 5N+ expects suppliers to establish their own due diligence program to ensure conflict-free supply chains.

7. COMPANY PROPERTY

Intellectual Property

Intellectual property is one of the Company's most valuable assets. Suppliers shall comply with applicable laws governing intellectual property rights, including disclosure protections, patents, copyrights and trademarks.

Protection and Use of Assets

5N+ expects Suppliers to safeguard our assets used in the course of performing their work and make every effort to protect them. Theft, misuse or damage of 5N+ assets, whether physical theft such as unauthorized appropriation of goods, equipment or information belonging to 5N+, or transmission of intentionally falsified reports of hours worked or expenditures, may lead to sanctions as well as legal action.

8. CODE OF CONDUCT COMPLIANCE

5N+ expects that Suppliers will actively audit and monitor their day-to-day management processes concerning the Code. Suppliers shall ensure their employees, subcontractors and suppliers working on 5N+ matters understand and comply with the contents of this Code, the applicable laws and regulations and generally recognized standards.

5N+ may conduct audits or assessments to ensure the compliance of Suppliers with this Code. 5N+ will be entitled to request information from Suppliers as to their compliance with the obligations and principles of the Code and Suppliers are expected to cooperate during any such audits or investigations.

If any non-compliance is found or is brought to the attention to 5N+ through any other means, 5N+ will direct the Supplier on which corrective actions need to be taken to ensure compliance and continuation of the business relationship. Failure to do so within the specified timeframe may lead to immediate termination of the business relationship with 5N+.

Questions and Additional Resources

Please contact globalcompliance@5nplus.com to report any violations of this Code, allegations, or if you have questions about any provision of this Code.

Adopted by the Board of Directors on August 5, 2024



Supplier Code of Conduct Certification Form

Supplier Name (Legal Name of Entity):	
Contact Name:	
Address:	
Contact e-mail address:	

Supplier Declaration:

I have read the Supplier Code of Conduct of 5N Plus Inc. and hereby agree to adhere by the Supplier Code of Conduct of 5N Plus Inc.

Supplier Certification: (To be signed by Authorized Representative of the Supplier)

I hereby certify that I have the authority to sign this certification on behalf of the company.

Signature:		Date:	
Print Name:		Title:	