



## **TEXCHEM RESOURCES BHD VENDOR CODE OF CONDUCT**

Texchem Resources Bhd and its subsidiaries (“Texchem”) are committed to conducting business with the highest ethical standards and in compliance with the laws and Company policies. All our employees, directors and officers are expected to comply with Texchem’s Code of Conduct and Ethics and to work diligently for Texchem to be a respected corporate citizen.

Texchem sees our vendors as the extension of our business and we expect all vendors providing products and/or services to Texchem to comply with all applicable laws, rules and regulations of the countries they operate, as well as the principles set out in Texchem’s Vendor Code of Conduct (“VCoC”).

For purposes of this VCoC, the term “Vendors” refers to any company or individual, including employees, agents and subcontractors of such company or individual that provides products or services to Texchem, or any of our customers for or on behalf of Texchem, whether directly or indirectly.

Texchem strongly encourages Vendors to exceed the requirements of this VCoC and promote best practices and continuous improvement throughout their operations. Texchem will assess Vendors’ compliance with this VCoC from time to time. Any violations of this VCoC may jeopardise the Vendor’s business relationship with Texchem.

### **I. Principles**

#### **1. Compliance with Laws**

- 1.1 All Vendors shall conduct their business activities in full compliance with all of their respective obligations under any agreements with Texchem, as well as with the laws, rules and regulations applicable to them in the country, state and/or locality in which they operate while providing services to, for or on behalf of Texchem.
- 1.2 In addition, all Vendors shall obtain and maintain all permits and/or licences necessary to provide the services and conduct the activities for which they have been engaged by or on behalf of Texchem.

## VENDOR CODE OF CONDUCT

### 2. Healthy and Safe Environment

- 2.1 All Vendors shall uphold a healthy and safe work environment. Vendors shall comply with all laws, regulations and rules governing employee occupational health and safety in the jurisdiction where they operate.
- 2.2 Vendors shall protect workers, and any visitors to their facilities, from exposure to chemical, biological and physical hazards. Vendors shall monitor their workplace for any other safety hazards and provide a safe and secured environment for workers and visitors.
- 2.3 Vendors must treat all workers with respect and dignity. The workplace must be free from harassment, which includes coercive, threatening, abusive or exploitative conduct or behaviour or harassment because of one's race, colour, religion, gender, national origin, age, disability or sexual orientation.

### 3. Environment

- 3.1 Vendors should adhere to environmental laws and practices including but not limited to those related to waste disposal, pollution of all kinds, air emissions etc. Vendors shall at all times be committed to be environmental friendly in their business practices.
- 3.2 Vendors are encouraged to conserve natural resources, to reuse and recycle and to avoid usage of hazardous materials.

### 4. Conflict Materials

- 4.1 Vendors that supply products which include minerals sourced from conflict-affected and high-risk areas must ensure that the sourcing of these minerals does not knowingly contribute, directly or indirectly, to armed conflict, including terrorist financing or human rights violations.
- 4.2 All Vendors are expected to have adequate compliance programs in place as are necessary to satisfy this requirement and to implement appropriate record keeping so that they are able to provide adequate information regarding the origin of conflict materials included in products and/or components supplied to Texchem or its customers. Vendors will, upon request, provide to Texchem such information as Texchem may request to demonstrate compliance with the foregoing requirement, which may include written certifications concerning the origin of the conflict materials.

## VENDOR CODE OF CONDUCT

### 5. Confidential Information

- 5.1 Confidential information consists of any non-public information including, without limitation, laboratory results, opinions, technical, engineering, designs, specifications, processes, manufacturing, financial, sales, marketing, management, quality control, terms and conditions of contracts entered into with Texchem, employee and customer details or other information related to the business operations of Texchem.
- 5.2 Vendors must maintain and protect the confidentiality of all confidential information, whether obtained from or relating to Texchem and/or other third parties having a confidentiality agreement with Texchem. Vendors shall not disclose or use any confidential information for any purpose other than for the intended business purpose.
- 5.3 Vendors shall respect intellectual property rights and manage technology and know-how in a manner that protects Texchem's intellectual property rights.
- 5.4 This confidential obligation shall continue during the entire term of a Vendor's engagement by or on behalf of Texchem and at all times thereafter or in accordance with the terms of the agreement entered between Texchem and the Vendor.

### 6. Conflict of Interest

- 6.1 A conflict of interest occurs when a Vendor's interests interfere or appear to interfere with the best interests of Texchem.
- 6.2 Vendors must avoid any activities that may create real or apparent conflict of interest with their duties to Texchem.
- 6.3 Vendors who are affected by a real or apparent conflict of interest in their business activities in relation to Texchem are obliged to disclose the conflict to Texchem and resolve it promptly.

### 7. Anti-Corruption

- 7.1 Texchem has zero tolerance on all forms of corruption in the course of its business dealings and we require our Vendors to take the same approach.
- 7.2 Vendors shall comply with the anti-corruption laws of all jurisdictions to which they are subject and shall not corruptly give, agree to give, promise, offer, solicit or agree to accept gratification as an inducement or an award in order to achieve business or personal advantages for themselves or Texchem.

**VENDOR CODE OF CONDUCT**

7.3 We expect our Vendors to implement appropriate and adequate procedures for their employees to comply with applicable anti-corruption law.

8. Anti-Money Laundering and Anti-Terrorism Financing

8.1 Vendors shall comply with all applicable anti-money laundering laws and never knowingly participate in a scheme to launder money, under-report the size of a cash transaction or wrongfully avoid tax liability.

8.2 Adequate procedures must be in place to ensure that transactions with third parties do not violate current economic embargoes or regulations of trade, import and export controls or laws and regulations for the prevention of terrorism financing.

**II. Appropriate Communication and Feedback Channels**

Texchem expects each Vendor to promptly report to Texchem on any violation of this VCoC. If a Vendor has reason to believe that any of its employees or its representatives may have violated this VCoC or any applicable law, rule or regulation or otherwise engaged in unethical behaviour, it is the Vendor's responsibility under this VCoC to promptly report the violation to:-

- (i) trb@texchemgroup.com; and
- (ii) the Vendor's primary Texchem contact.