

ACG Metals Limited

Anti-Bribery and Corruption Policy

7 April 2026

Introduction

ACG Metals Limited and its group companies (collectively "ACG Metals" or the "Company") is committed to conducting its business responsibly, with integrity and upholding the highest ethical standards. It is our policy to conduct all of our business in an honest and ethical manner. We take a zero-tolerance approach to bribery and are committed to preventing bribes being paid on our behalf.

We uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. In particular, we are bound by the UK Bribery Act 2010 ("the Bribery Act"), in respect of our conduct both in the UK and overseas and both in the public and private sector.

This Policy does not cover every issue that may arise, but it sets out basic principles that you must comply with and which will guide you in the course of performing your duties and responsibilities to ACG Metals. There is no substitute for using your common sense.

If you have any questions or believe there is a conflict between your local law and this Policy, contact Head of Legal and Compliance. Although laws and regulations may differ from country to country, our values and the requirements of this Policy apply to our business globally.

There are areas within our practice which carry a degree of risk of bribery. Our compliance policies are designed to combat those risks. The areas of particular risk are:

- (a) Giving and receiving gifts and hospitality;
- (b) Engaging agents and other third parties on behalf of ACG Metals;
- (c) Authorising payments to agents and other third parties; and
- (d) Working with public officials.

This Policy should be read and applied together with our wider set of compliance policies which provide further detail, guidance and instruction on these topics.

Scope

This Policy applies to all directors, officers and employees of ACG Metals, wherever located, as well any person or company acting on behalf of ACG Metals, whether as an associate, contractor, consultant, agent, or otherwise (together "Relevant Persons"). All Relevant Persons are expected to work together with us to uphold our commitment to doing business without compromising ethical standards.

We also expect the suppliers and third parties that we work with (but may not control or supervise) to abide by the same standards. We should lead by example and encourage them to adopt a similar approach.

Identifying Bribery

A bribe can take the form of anything with value which is offered, promised or received in return for someone doing something improper or to facilitate routine government action. A bribe may be monetary or non-monetary and can take the form of:

- Payments of money
- Gifts or entertainment
- Rebates or kickbacks
- Overpayments to business partners
- Use of assets at a discount or free of charge
- Sponsorships, charitable donations and community investments
- Employment or internships
- Information or assistance
- Facilitation or "grease" payments to public officials

Given that it is not always obvious that something is corrupt or a bribe, we must all be vigilant to bribery and corruption risks and consider what the intention behind a request or offer may really be.

Examples of bribery might include:

- Paying a public official for the award of a contract or to circumvent planning or safety controls
- Payment of small bribes either directly or indirectly to customs officials to expedite passage of goods through customs
- Employing a close relative of a business partner or supplier to influence the retention or enhancement of a contract
- Providing excessive gifts and hospitality to customers or partners to influence them improperly to favour ACG Metals over another company
- A procurement executive requesting a 'kickback' (e.g. a portion of the contract fee) from a supplier as part of the decision to award or retain a contract
- An employee accepting lavish gifts and hospitality from a competitor in return for giving out confidential information about the business
- An employee accepting lavish gifts and hospitality from a supplier in return for a contract extension or increase in contract value

Policy

ACG Metals does not engage in or condone bribery or corruption in any form. Our stance is one of zero tolerance. We do not pay bribes to anyone whether in the public or private sector and we do not make facilitation (or "grease") payments to government officials.

We all have an obligation to make it clear to our agents and sub-contractors that we have a zero tolerance policy on bribery and that no bribes should be paid by them when carrying out services for us or on our behalf.

The consequences of being involved in bribery and corruption are very serious. Individuals who commit bribery offences can be subject to up to 10 years' imprisonment and/or unlimited fines. Companies that

commit an offence may, as well as facing serious reputational issues, face significant fines. It is not acceptable for you (or someone on your behalf) to:

- Offer, promise or give a bribe;
- Request, agree to receive or accept a bribe;
- Offer, promise or give a payment, gift or hospitality to a government official to "facilitate" or expedite a routine procedure;
- Offer, promise or give a payment to an agent if you suspect that the payment will be used to "facilitate" or expedite a routine government procedure;
- Offer, promise or give employment or work experience with ACG Metals (even on a temporary basis) as a condition of doing business;
- Solicit or accept inflated or fictitious fees from any agent, intermediary or sub-contractor;
- Purchase goods or services from a third party as a condition of doing business;
- Make donations to any political party or to any individual who either holds public office or is a candidate for public office;
- Make donations to any charity on behalf of the Company or in connection with the Company's business unless the donation has been pre-authorised by the Charities Committee (see Sponsorship and Charitable Donations Policy); or
- Give or receive cash or lavish gifts or hospitality (see Gifts and Corporate Hospitality Policy).

Record keeping

In order to ensure that all payments and requests are recorded and monitored appropriately, Relevant Persons must ensure the following record keeping requirements are followed at all times:

- Financial records which evidence the business reason for making all payments to third parties are complete.
- Claims relating to expenses and disbursements are submitted in accordance with our accounting policies which can be obtained from the finance team.
- All relationships (with a Relevant Person or their family), financial or otherwise with a third party that performs services for the Company are disclosed to the finance team who will keep a register of interests.

ACG Metals will never make payments "off-book" or in physical cash (or equivalent, such as gift cards).

Monitoring and Reporting

ACG Metals is committed to open communication and encourages requests for guidance if you have questions about payments made or requests for payments that appear to be bribes. Equally, it is important that you tell the Company's Head of Legal and Compliance as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are under pressure to commit any other form of unlawful activity.

We will periodically review our policies and procedures to ensure their effectiveness. Relevant Persons are encouraged to report any concerns related to bribery. You will not face any retaliation for raising

concerns, even if the concern isn't substantiated, as long as you have not knowingly made a false report. Please see our Whistleblowing Policy for further details.

Accountability

We are each accountable for ensuring that we meet our commitment to good governance, ethics and compliance. We must all make sure that we read, understand and comply with this Policy and attend any relevant training that we are invited to.

The consequences of failing to adhere to this Policy are potentially significant.

This Policy supports our values and commitment to ethical business practices. Accordingly, all suspected breaches of this policy will be taken seriously and investigated. Depending on the severity of the breach, disciplinary action may result and consequences may range from a warning to termination of employment. If the breach involves a criminal offence we may pass relevant details to the police or relevant enforcement body.

This Policy does not form part of your terms and conditions of employment and can be amended at any time.

Contact Details

If you have any questions about this policy, please contact Head of Legal and Compliance .

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Schedule A

Potential risk scenarios: "red flags"

The following is a list of possible red flags that may arise during the course of you working for us and which may raise concerns under various anti-bribery laws. The list is not intended to be exhaustive and is for illustrative purposes only.

If you encounter any of these red flags while working for us, you must report them promptly to the Chief Legal Officer.

- (a) You are offered an unusually generous gift or offered lavish hospitality by a third party in connection with the business of the Company.
- (b) You become aware that a third party engages in, or has been accused of engaging in, improper business practices.
- (c) You learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with government officials.
- (d) A third party insists on receiving a commission or fee payment before committing to sign up to a contract with us, or carrying out a government function or process for us.
- (e) A third party requests payment in cash and/or refuses to sign a formal engagement letter, or to provide an invoice or receipt for a payment made.
- (f) A third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business.
- (g) A third party requests an unexpected additional fee or commission to "facilitate" a service.
- (h) A third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services.
- (i) A third party requests that a payment is made to "overlook" potential legal violations.
- (j) A third party requests that you provide employment or some other advantage to a friend or relative.
- (k) You receive an invoice from a third party that appears to be non-standard or customised.
- (l) A third party insists on the use of side letters or refuses to put terms agreed in writing.
- (m) You notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided.
- (n) A third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us.