



TRINITY
METALS

GROUP POLICY

ANTI-BRIBERY & CORRUPTION

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INTRODUCTION

1. Purpose

Due to the major shareholding of Techmet, who have registered offices in Ireland, Trinity Metals is subject to the Criminal Justice (Corruption Offences) Act 2018. Trinity Metals is also subject to and will comply fully with all anti-bribery and corruption legislation in Rwanda, as set out in law N°54/2018 of 13/08/2018 on fighting against corruption.

2. Application

This policy applies to Trinity Metals and all affiliated companies (Trinity Metals Group). It applies to all personnel of the Trinity Metals Group, whether Directors, Employees, Consultants or Contractors, and whether working part-time or full-time on Trinity Metals business ("Trinity Metals personnel").

3. Commencement

This policy applies from September 2022.

4. Authority and Management

The Board of Directors approved this policy and will review it periodically, not less than every two years or any other time deemed necessary.

POLICY

1. Bribery is Prohibited

Bribery is a criminal offence under the Irish Criminal Justice (Corruption Offences) Acts 2018, Rwandan law 54/2018, on fighting against corruption and in various other jurisdictions worldwide and is strictly prohibited by the Trinity Metals Group.

Bribery includes offering, giving, requesting or receiving payment or something of value (including nominal value) to unfairly influence a decision or get a party to perform their job improperly.

Trinity Metals personnel must never pay, offer, accept, and agree to accept or ask for bribes.

Trinity Metals personnel must never authorise nor allow any third parties that work with or for Trinity Metals, such as contractors or joint venture partners, to pay bribes on Trinity Metals' behalf.

Trinity Metals' personnel must never pay or permit third parties to pay "facilitation payments". Facilitation payments are unofficial payments, usually of small sums, to government officials, including entry-level officials, which may be asked to speed up a process or perform a task they are supposed to do anyway, such as the issue of a visa or work permit.

2. Reporting of Bribes

Trinity Metals personnel must report any bribes, suspicions of bribes or requests for bribes to the Company's appointed Anti-Bribery Officer as soon as they become aware of them. This includes bribes or suspicions concerning payments by third parties, e.g. contractors working on Trinity Metals' behalf.

Please refer to Section 7 of this Policy for more information about the Company's Anti-Bribery Officer.

3. Hospitality and Gifts

The underlying premise is that the recipient of a gift or hospitality could feel beholden to the giver.

Trinity Metals prohibits any hospitality or gifts given to improperly influence a third party to provide Trinity with Metals' business or offer Trinity Metals any form of favouritism. Likewise, hospitality or gifts given after the event as a reward for business or favour are prohibited.

However, Trinity Metals recognises that subject to the above, the provision or receipt of hospitality is a normal part of doing business, and those gifts are customary in certain countries/situations. For that reason, Trinity Metals permits hospitality and gifts given to/received from third parties provided the hospitality/gift is:

- given to establish or improve good business relations, promote Trinity Metals' business or image, or for some other bona fide reason; and
- reasonable and proportionate in amount and scale to the status and seniority of both the persons giving and receiving them, i.e. not lavish; and
- not to a public official, in which case the prior consent of the Anti-Bribery Officer or Trinity Metals CEO is required; and
- within the financial limits prescribed by the Trinity Metals CEO from time to time; and
- in compliance with the local laws of the country in question; and
- not involving unhealthy or illegal substances or excessive alcohol content; and
- recorded in Trinity Metals' gift and donation register.

The financial limits to be prescribed by Trinity Metals' CEO referred to in section 3 above apply to all gifts and hospitality provided by any individual within Trinity Metals to any third-party individual or received by any individual within Trinity Metals from any third-party individual on any occasion.

Trinity Metals personnel who wish to offer or receive gifts or hospitality outside of the parameters prescribed by Trinity Metals (or in circumstances where any Trinity Metals

Personnel is unsure whether to offer or receive gifts or hospitality), prior approval must be sought from the Anti-Bribery Officer, Trinity Metals CEO or any other delegated officer before giving/accepting the hospitality or gift.

Trinity Metals personnel must notify the Anti-Bribery Officer of any corporate hospitality or gifts given or received by them to/from a third party within three (3) working days of giving or receiving them. Notifications should be in writing and by email. The gifts will also be recorded in Trinity Metals' Gifts and Donation Register.

4. Trinity Metals Contracts

The Ireland Criminal Justice (Corruption Offences) Act 2018 considers it an offence for companies to fail to prevent a bribe from being paid by a third party associated with them on their behalf, regardless of whether the Company knew about the bribe or not. Therefore, when selecting third parties to work with or represent Trinity Metals, great care must be taken.

Only authorised persons may enter contracts with third parties on Trinity Metals' behalf in accordance with Trinity Metals' Delegation of Authority procedures. All contracts that Trinity Metals enters with third parties must be in writing.

5. Financial Records

Bribes can go undetected due to poor financial record keeping, deliberate issues of misleading documentation, or hiding secret accounts.

For that reason, all Trinity Metals' personnel are responsible for ensuring that:

- Trinity Metals' accounting records accurately reflect the transactions to which they relate.
- All books and records fully and fairly reflect all requisitions, receipts and expenditures.
- Documents that do not accurately record the transactions to which they relate are not issued.
- Trinity Metals does not keep undisclosed or unrecorded funds for any

purpose - i.e. no secret funds or accounts.

- No expenses are paid without following appropriate financial and procurement procedures.
- No third party is reimbursed for expenses or other expenditures incurred by them on behalf of Trinity Metals unless full support documents are provided.

6. Political and Charitable Donations

Political and charitable donations must never be used as a “front” for the payment of bribes.

Trinity Metals will not make political contributions of any nature to any political group. All charitable donations, in cash or in kind, will be subject to the CEO’s written approval. All such donations will be logged in the Company’s Gift and Donation Register.

7. Contact Details for the Anti-Bribery Officer

Please e-mail or telephone the Group Legal Counsel, appointed as the Company’s Anti-Bribery Officer, by email or phone if you have any concerns or wish to report a bribe or suspicion of a bribe.

8. Consequences of Breaching this Policy

Any Trinity Metals personnel found in breach of this policy will be managed in accordance with the Company’s Disciplinary Policy, which could include termination of service. The Company may also report the matter to the relevant authorities and pursue criminal charges.

Failure to report a policy breach is considered a breach and will be managed in accordance with the Disciplinary Policy.

Any third party involved in the bribery and corruption of Trinity Personnel will be reported to the relevant authorities, and criminal charges will be pursued. In such an

event, the Company will immediately cease any business relationship with such party.