



## Global Procurement Policy

Tronox Limited Supplier Code of Conduct

The Tronox Limited Supplier Code of Conduct has been established to provide clarity on the company's expectations and the obligations of its suppliers, business partners and their subcontractors.

Tronox values its partnerships with suppliers and fully recognizes that our mutual success is built on open communication and a commitment to common principles and business practices. Accordingly, the company has set high standards for the way it conducts business in the areas of regulatory compliance, social responsibility, and environmental stewardship.

It is the responsibility of each supplier to ensure that its employees and representatives understand and comply with this Code.

### ETHICS AND LEGAL REQUIREMENTS

Suppliers will conduct their business in a legal and ethical manner and act with integrity. Further, they will ensure that all third parties and subcontractors are in full compliance with contractual agreements and compliance requirements. Including:

- *Compliance with Applicable Laws and Regulations*

Meet and document compliance of all applicable regulatory and statutory requirements

- *Avoid Conflicts of Interest*

Avoid any conflict of interest when interacting with Tronox employees

- *No Bribery*

Refrain from engaging in any form of commercial bribery with its suppliers, agents or customers, nor offer any incentive to any Tronox employee or family member of a Tronox employee in order to obtain or retain business

Abstain from any form of governmental bribery with any political, regulatory or other government employee and comply with all applicable laws dealing with the bribery of government officials, including the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act

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- *Fair Competition*

Comply with all applicable laws regarding fair competition and antitrust

- *Protect Information*

Safeguard Tronox's confidential information and act to prevent its misuse, theft, fraud or improper disclosure

- *Identification of Concerns*

Provide means for their employees to report concerns or potentially unlawful activities in the workplace. Treat any report in a confidential manner. Investigate such reports and take corrective action if needed.

## **HUMAN DIGNITY AND LABOR**

Suppliers are expected to protect the human rights of their employees and to treat them with dignity and respect. Including:

- *Child or Forced Labor*

Comply with the applicable child labor laws of the countries in which they operate and a zero tolerance of child labor that are not in accord with local laws

Demonstrate zero tolerance of forced or involuntary labor of any type and the trafficking or involuntary servitude of any worker

- *Nondiscrimination*

Nondiscrimination in hiring practices on grounds of race, creed, gender, religion, national origin, age, disability or sexual orientation or other factors as mandated by the applicable laws of the countries in which they operate

- *Fair Treatment*

Respect for workers, and a zero tolerance for any engagement in corporal punishment, violence or threats of violence, or other forms of physical coercion or harassment

Sexual harassment of employees will not be tolerated

- *Working Hours, Wages and Benefits*

Working hours for suppliers' employees will not exceed the maximum set by the applicable national law. Compensation paid to employees will comply with applicable national wage laws in the interests of providing an adequate standard of living. Employees must be paid in a timely manner in accordance with local laws

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- *Freedom of Association*

In accordance with local laws, respect the rights of employees to associate freely, join labor unions, seek representation, and engage in collective bargaining.

**ENVIRONMENT, HEALTH AND SAFETY**

Tronox’s commitment to sustainability includes efficient use of resources, respect for the environment, and safe and healthy workplaces. The company expects its suppliers to make similar commitments to continuously improve their environmental, health and safety performance. Including:

- *Respect the Environment*

Collaborate to eliminate waste and cost from the supply chain such as programs to reduce emissions and waste, promote the efficient use of energy and natural resources, and encourage responsible management of their products and processes through their entire life cycle, and for their intended end use

- *Protect Health and Safety*

Demonstrate and actively work to advance sustainable business practices and a clear commitment to a safe workplace by complying with the [Tronox LIFE Saving Rules](#)

Health, safety and security must be priorities in product manufacturing and in planning for new products, facilities, or processes

Employees must work in a safe and healthy workplace, with the appropriate controls, training, work procedures, and personal protective equipment.

**QUALITY**

Tronox strives for continuous improvement in quality of goods and services in all facets of operations and expects suppliers to partner in the investment. Suppliers will maintain a documented quality system that utilizes process controls and emphasizes defect prevention rather than defect detection. Including:

- *Communication*

Promptly notify Tronox of changes to goods or services that may adversely impact Tronox’s product usage and/or business relationship

Notify in advance any plans to discontinue goods or services and channel all communications on terms, conditions and pricing through designated Tronox supply chain or departmental representatives

Obtain prior approval before soliciting or reaching out to others in the company

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- *Information*

Give a timely response to requests for information, technical assistance, or corrective actions

Commit to openly share information on all elements of cost and cost improvement initiatives

Share sustainability and related data and, if necessary, cooperate in a sustainability audit

- *Service*

Accept only specifications or requirements that can be met

Pay prompt and professional attention to the highest customer service standards

Comply with purchase order and contract compliance regarding schedules and deliveries for goods and services.

## **INNOVATION**

- *Process Development*

Partner to develop process improvements and new applications, in addition to providing goods, services or innovations that give Tronox a technical, process or service advantage over our competition

- *Productivity Improvements*

Assist with research and the implementation of productivity improvements that result in lower costs every year as well as provide ideas and solutions that will improve the cost of goods and services

- *Effective Use of Electronic Commerce*

Cooperate to improve efficiency of interaction through the utilization of e-Sourcing, e-Invoicing and other web-based electronic tools

Include purchase order numbers and reference numbers, where applicable, on all transaction documents

Participate in the automation of procure-to-pay processes, when applicable, and in the construction of parts catalogs.

## **COMPLIANCE**

This Code is supplemental to any contract between Tronox Limited and its subsidiary businesses and suppliers. To the extent that more specific or stringent terms are agreed in a contract, the contract terms shall control.

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Suppliers are expected to maintain management systems and controls to promote and facilitate compliance with applicable laws and the principles set forth in this Supplier Code of Conduct. Suppliers should also apply these or similar principles to the subcontractors and suppliers they work with in providing goods and services to Tronox.

If you have any questions about this Supplier Code of Conduct, you may contact your local procurement representative.

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