

## **Code of Ethics and Business Conduct**

Crown Metals CZ (the "**Company**"), or formerly known as Magnesium Elektron (Luxfer), is a Czech based enterprise which specializes in the research and development, recycling and production of Magnesium alloys since 1998. Our mission is to provide excellent quality in products and service and focus on further improvements of new materials in order to meet our customer expectations. We work closely with our suppliers and customers and we focus on continuous innovative solutions in order to protect our health and environment.

The Company is committed conducting its business with honesty and integrity including the ethical handling of conflicts and apparent conflicts of interest and in compliance with the law.

Therefore, the Company has adopted this Code of Ethics and Business Conduct (the "**Code**") intended as guide to appropriate conduct and setting out acceptable behavior for people associated with the Company in conducting the Company's business and acting on behalf of the Company.

In Louka u Litvínova on December 9<sup>th</sup>, 2021

All directors, officers and employees (collectively “**Company Personnel**”) are required to be familiar with the Code, comply with its provisions, and report any suspected violations as described below in Section 8 Reporting and Enforcement. All Company Personnel are expected to comply with all applicable laws and regulations in the Czech Republic and other possibly relevant jurisdictions in which the Company conducts its business. If a provision of the Code conflicts with other applicable law or regulations, then those laws or regulations will always prevail.

#### 1. General Principles, Core Values and Standards of Conduct

- 1.1. Our core values are compliance with applicable laws, industry standards and best practices. We promote the highest standards of integrity by always conducting our affairs in an honest and ethical manner. We are professionals who have excellent know-how in our field and deliver top-quality performance to our customers thanks to our experience, pro-active approach and teamwork.
- 1.2. Company Personnel must act with integrity and observe high ethical standards of business conduct in their dealings in the course of performing his or her job. Directors and officers are expected to promote ethical behaviors and help foster a culture of ethics and compliance.
- 1.3. With our customers, we endeavor to build a partnership that operates in a manner consistent with our core values, including ethical, social and environmental aspects. Satisfaction of needs and expectations of our customers is our first priority, and we avoid actions which could damage our trustworthiness in our customer’s eyes.
- 1.4. We place the same ethical, social and environmental requirements on our Business partners as on ourselves. With our business partners, we establish and develop honest and correct relationships based on mutual trust and abiding to contractual obligations. We prefer long-term business relationships and enter into relationships only with those adhering to applicable laws and using financial resources not coming from illegal activities.
- 1.5. We realize that without the well-being of our Company Personnel we would not be able to meet our standards and deliver the highest quality products to our customers. Therefore, we create a safe working environment built on trust and mutual respect, recognizing and respecting all legitimate rights of our employees. We care about health of our Company Personnel and strictly comply with the applicable laws on healthy and injury-free workplace. Our Company Personnel are provided with fair and competitive wages and their working hours never exceed the maximum set out by labor laws applicable in the Czech Republic.
- 1.6. We recognize the human rights of all people as outlined in the Universal Declaration of Human Rights, the UN Guiding Principles on Business and

Human Rights and the International Labor Organization (ILO) Declaration on Fundamental Principles and Rights at Work. Therefore, we strictly do not engage in use of any form of forced, involuntary, or prison labor. We do not use child labor and strictly do not employ any persons completing their compulsory schooling. All our full-time Company Personnel must be 18 or older. Persons over the age of 15 may be employed only on a part-time basis, strictly adhering to the limitations set out by labor laws applicable in the Czech Republic.

- 1.7. We are committed to conducting business in an environmentally sustainable manner and are going further than just complying with applicable environmental laws and regulations. We follow the best available techniques and are proud to have introduced our waste free production processes.

## 2. Conflicts of Interest

- 2.1. Conflicts of interest should be avoided unless specifically authorized under the conditions set out in this Code.
- 2.2. A conflict of interest occurs when an individual's private interest (or the interest of a member of his or her family) interferes, or even appears to interfere, with the interests of the Company as a whole. A conflict of interest can arise when an employee, officer or director (or a member of his or her family) takes actions or has interests that may make it difficult to perform his or her work for the Company objectively and effectively. Conflicts of interest also arise when an employee, officer or director (or a member of his or her family) receives improper personal benefits as a result of his or her position in the Company.
- 2.3. This also means that, as in all other areas of their duties, the Company Personnel working with customers, business partners, competitors or any other persons cooperating with the Company, shall act in the best interests of the Company to exclude considerations of personal preferences or benefits.
- 2.4. Whether or not a conflict of interest exists or will exist can be unclear. Employees other than directors and executive officers who have questions about a potential conflict of interest or who become aware of an actual or potential conflict should discuss the matter with, and seek a determination and prior authorization or approval from, their supervisor line manager or one of the Executive Directors. A line manager may not authorize or approve conflict of interest matters or make determinations as to whether a problematic conflict of interest exists without first providing the one of the Executive Directors with a written description of the activity and seeking the one of the Executive Directors written approval. If the line manager is himself involved in the potential or actual conflict, the matter should instead be discussed directly with the one of the Executive Directors.
- 2.5. Directors and executive officers must seek determinations and prior authorizations or approvals of potential conflicts of interest exclusively from the General Meeting of the Company.

### 3. Compliance

- 3.1. Company Personnel should comply, both in letter and spirit, with all applicable laws, rules and regulations of the Czech Republic or other states where the Company operates.
- 3.2. Although Company Personnel are not expected to know the details of all applicable laws, rules and regulations, it is important to know enough to determine when to seek advice. Questions about compliance should be addressed to the one of the Executive Directors who will contact outside counsel after complying with the relevant business unit's normal practice and requirements on instructing outside counsel.
- 3.3. Company Personnel are required to comply with the statutory obligations on anti-corruption and antibribery of the Czech Republic as well as of other states where the Company directly or indirectly operates. We do not tolerate corruption, bribery or frauds in any form. No Company Personnel shall directly or indirectly offer, make, promise or transfer anything of value to obtain or retain a business advantage from a public official, or to influence any decision by such public official in their official capacity. Company Personnel are required to report any actual or suspected corruption, bribery and frauds to the one of the Executive Directors.
- 3.4. Company Personnel must comply with all applicable laws on the prohibition and prevention of money laundering and terrorism financing (AML). The Company may not attempt to conceal, or "launder" illegally received funds or make the source of the funds appear legitimate. To avoid engaging in money laundering, all the Company Personnel should be alert for and immediately report any irregular or unusual methods of payments, refund requests, or other suspicious transactions to the one of the Executive Directors.
- 3.5. As we deliver our products and provide services abroad, the Company complies with applicable laws on Export Control, both in the Czech Republic and in the destination countries. As a company based in the European Union, we are cautious not to enter into a business partnership in a jurisdiction / with an entity that is subject to sanctions, embargo or any other export restrictions. The same applies for compliance with anti-boycott regulations. Employees involved in the export or import of products and services are obliged to ensure that Company complies with the applicable laws and regulations and must provide accurate and truthful information about our business to customs and other relevant authorities.
- 3.6. We conduct business honestly and in a fair manner, complying with applicable competition and antitrust laws. Our business is competitive, but it is mostly for our advantage to treat our competitors, suppliers and customers appropriately and fairly, as any violation of competition and antitrust laws may result in severe penalties against the Company.

#### 4. Disclosure

- 4.1. The Company's periodic reports, financial statements and other documents filed with the commercial register or other national bodies must comply with applicable laws, regulation, and rules. All payments made or received by the Company must be accurately recorder in the books.
- 4.2. All Company Personnel who contribute in any way to the preparation or verification of the Company's financial statements and other financial information must ensure that the Company's books, records and accounts are accurately maintained. All Company Personnel must cooperate fully with the financial department employees, as well as the Company's independent auditors and counsel.
- 4.3. Company Personnel involved in the Company's disclosure process must:
  - a) be familiar with and comply with the Company's disclosure controls and procedures and its internal control over financial reporting; and
  - b) take all necessary steps to ensure that all filings with the commercial register and other national bodies and all other public communications about the financial and business condition of the Company provide full, fair, accurate, timely and understandable disclosure.

#### 5. Protection and Proper Use of Company Assets.

- 5.1. All Company Personnel should protect the Company's assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on the Company's profitability.
- 5.2. All Company assets should be used only for legitimate business purposes though incidental personal use may be permitted by their relevant business unit rules. Any suspected incident of fraud or theft should be reported for investigation immediately.
- 5.3. The obligation to protect Company assets includes the Company's proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business and marketing plans, engineering and manufacturing ideas, designs, databases, records and any non-public financial data or reports. Unauthorized use or distribution of this information is prohibited and could also be illegal and result in civil or criminal penalties.

#### 6. Protection of Confidential information

- 6.1. Company Personnel should maintain the confidentiality of information entrusted to them by the Company or by its customers, suppliers or partners, except when disclosure is expressly authorized or legally required. Confidential information

includes all non-public information (regardless of its source) that might be of use to the Company's competitors or harmful to the Company or its customers, suppliers or partners if disclosed. Company Personnel.

- 6.2. Confidential information must be protected, and efforts should be taken to avoid inadvertent communication. Discussions should only be held in private locations where they cannot be overheard, and documents should be kept hidden from public view and secured whenever not actually in use. Company Personnel shall not give anyone access to e-mail messages or computer directories and shall not store confidential information in electronic form in directories, databases or other storage mechanisms (e.g., internet "cloud" storage) with public access.

## 7. Protection of Personal Data

- 7.1. We comply with applicable laws on privacy and data protection, including Regulation (EU) No. 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (GDPR). We collect and retain personal data only to the minimum extent and for proper purposes as required by applicable laws and the Company's operation need. We take all necessary steps to safeguard the data and maintain their confidentiality as required by applicable laws.

## 8. Reporting and Enforcement

- 8.1. As a general rule, any alleged breach of applicable laws, this Code or other Group's internal rules shall be reported to the one of the Executive Directors.
- 8.2. In case of an alleged breach involving any Company Personnel other than Executive Directors, and if Executive Directors determine that a breach of Code has occurred, they shall take such preventative or disciplinary action as it deems appropriate, including, but not limited to, reassignment, demotion, dismissal and, in the event of criminal conduct or other serious violations of the law, notification of appropriate governmental authorities.
- 8.3. In case of an alleged breach involving Executive Directors, the person who has this suspicion, will inform the General Meeting of the Company. If the Company's General Meeting determines that a breach of Code has occurred, they shall take such preventative or disciplinary action as it deems appropriate, including, but not limited to, reassignment, demotion, dismissal and, in the event of criminal conduct or other serious violations of the law, notification of appropriate governmental authorities.
- 8.4. All Company Personnel are expected to cooperate in any internal investigation of misconduct.

## 9. Waivers

- 9.1. Waivers or exceptions to the Code may be granted only in advance and only under exceptional circumstances.
- 9.2. Waivers for any Company Personnel other than Executive Directors may be granted by the Executive Directors of the Company.
- 9.3. Waivers for Executive Directors may be granted only by the General Meeting of the Company.

## 10. Prohibition on Retaliation

- 10.1. The Company does not tolerate acts of retaliation against any Company Personnel who make a good faith report of known or suspected acts of misconduct or other breaches of this Code. It is however a breach of the Code to knowingly make a false accusation, lie to those investigating a breach or interfere or refuse to cooperate with an investigation under the Code. Good faith reporting does not mean you have to be right in raising a concern, you just have to honestly believe that you are providing accurate information.