

ECORA RESOURCES PLC

CHARITABLE DONATIONS POLICY

1 About this policy

- 1.1 Ecora Resources PLC (the “**Company**”) is committed to conducting business with integrity and without the use of corrupt practices or acts of bribery. The Company takes pride in its support of charities and good causes and it is committed to conducting itself with the highest standards of probity in continuing to offer such support.
- 1.2 As such, this policy contains controls to minimise bribery and corruption risk in connection with charitable donations. The procedures set out hereunder ensure that all donations are legitimate, properly recorded and do not improperly affect the Company. This policy sits alongside and should be read in conjunction with the Company’s Anti-Bribery, Corruption & Money Laundering Policy (“**ABC Policy**”) and Whistleblowing Policy.
- 1.3 This policy applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or their employees, wherever located (“**personnel**”).
- 1.4 This policy does not form part of any employee’s contract of employment and may be amended at any time. Non-compliance with this policy may expose the Company to complaints, regulatory action, fines and/or reputational damage and any breaches of this policy will be taken seriously, including disciplinary action.
- 1.5 This policy applies to charitable donations only and does not apply to political donations. The Company’s policy on political donations is contained in the ABC Policy. For further information in relation to the Company’s approach to political donations, please refer to the ABC Policy.

2 Charitable donations

- 2.1 A charity means any body of persons or trust established for charitable purposes only.
- 2.2 A charitable donation is a gift made by an individual or company to a non-profit organisation or charity. It can include giving or providing cash, venues, equipment, personnel time or other benefit to a charity or to an individual or organisation nominated by or connected with a charity. Charitable donations are commonly in the form of cash or other assets.
- 2.3 Charitable donations on behalf of the Company will be made to charities registered on a recognised public register of the relevant jurisdiction in which the charity operates (for example, the UK Charity Commission).
- 2.4 Although most charities have no connection with politics and no decision-making role or influence over procurement decisions, there is a risk that bribes may be disguised as charitable donations. Therefore, any donations that the Company makes must go through the approval process set out in this policy. The Company will not use charitable donations as a substitute for political payments.

3 Approval procedure

- 3.1 When considering charitable donations on behalf of the Company, the Company forbids any employee directly or indirectly from making an offer of, or making a donation to, any charitable, non-profit or political organisation in the course of their employment as a way to obtain an advantage in a business transaction or other business matter.
- 3.2 The Executive Committee has authority to approve charitable donations with an aggregate value of up to USD 50,000 and will notify the Board when approving a single donation exceeding USD 5,000. Any requests for approval of charitable donations exceeding USD 50,000 (as a single donation or in aggregate of a series of donations) shall require Board approval.
- 3.3 The Company will exercise its discretion to permit charitable donations through this approval process. To seek approval for a charitable donation to be made by you in your capacity as personnel of the Company, you must submit a request to the Executive Committee, setting out full details of the proposed donation, the charitable or not-for-profit organisation and purpose of the donation.
- 3.4 The Executive Committee will consider, amongst others: (i) whether the applicable laws or the constitution of the recipient allow such a donation; (ii) whether the donation is to influence someone to act improperly; and (iii) if the donation could reasonably be perceived to be corrupt.
- 3.5 Should any concerns emerge during the initial screening, the Company will carry out a more detailed and thorough due diligence process before deciding whether or not to approve the donation request.

4 Due diligence

- 4.1 The Company will conduct due diligence on requests for approval of donations which is considered appropriate and proportionate to the level of risk presented during the initial screening to:
 - 4.1.1 ascertain whether there is any connection between the charity and any business transactions, organisations or individuals with which the Company is involved, or is likely to be involved;
 - 4.1.2 ensure no foreign public official is associated with the body gaining an advantage through the donation;
 - 4.1.3 confirm the donation is appropriate and consistent with the needs of the recipient;
 - 4.1.4 confirm the donation will not be diverted inappropriately; and
 - 4.1.5 determine whether the donation is consistent with any local laws.
- 4.2 Should the due diligence process identify any cause for concern in relation to a donation, we will consider whether it is necessary to engage third parties to assist with further checks and enquiries or whether there is sufficient reason to refuse a request to make the donation.
- 4.3 As with all due diligence, the level of enquiry depends on the circumstances, and will be reasonable and proportionate. The due diligence must be recorded in the charitable donations due diligence form.

5 Recording donations

We will ensure all charitable donations made by, or on behalf of, the Company are accurately recorded in the charitable donations register.

6 Reporting concerns

6.1 Everyone has a responsibility to speak out if they suspect bribery or corruption or are concerned about a charitable donation. Any such concern must be reported in line with the Company's Whistleblowing Policy, which can be done anonymously.

6.2 The Company will investigate all allegations immediately and thoroughly.

7 Compliance with this policy

7.1 The Board has ultimate responsibility for this policy and delegates responsibility to the Executive Committee.

7.2 This policy will be reviewed on a regular basis. Although the Company will provide training on the requirements of the policy, if you have any questions on this policy, please contact the General Counsel or Company Secretary.