



Code of Conduct Guidance





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Preamble

RHI Magnesita¹ stands for leading refractory services and products enabled by outstanding employees. But this alone is not enough. To achieve sustainable growth, we are committed to responsible management. Our intention is not only risk mitigation by compliance with relevant laws, but to go beyond that for ethically sound practice for the sake of RHI Magnesita and all our stakeholders. Integrity, honesty, reliability, as well as a respectful contact with employees and business partners, are the basis of our daily activities. Both our achievements and our values, are essential for the trust and confidence our customers, partners, investors and the public place in us, leading us to success.

This Code of Conduct aims to communicate our values and visions and, as a result, the fundamental rules — in a legal and ethical sense — which should be self-evident to us all. It is our goal that these values and rules are respected, internalized, and applied in our daily work.

We, the Executive Management Team of RHI Magnesita, fully support this Code of Conduct and state our commitment to its values and visions with our signature and our actions. We expect the staff and managers of RHI Magnesita, to follow our example. Likewise, we look to our business partners and encourage them to adopt the same high standards of corporate responsibility and compliance.

¹RHI Magnesita being the group of companies comprising, RHI Magnesita N.V. and its subsidiaries

03

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Our Code of Conduct at a glance

- We adhere to ethical business principles, and conduct our business with respect and appreciation, honesty and integrity, reliability, and responsibility.
- We uphold international standards with respect to human and civil rights, as well as labour laws and social legislation of the countries in which we operate.
- We consider a safe and healthy working environment as a fundamental right of our employees.
- We engage actively in environmental protection and sustainable management.
- We stand for correct and fair business and have zero tolerance for corrupt practices.
- Gifts and invitations can be an expression of appreciation and respect towards business partners, but we do not tolerate any abuse for undue influence.
- We aim to continuously develop and implement social projects that have a positive impact in our communities and create mutual value.
- We clearly separate business from private interests and avoid conflicts of interests.
- We are committed to fair competition and conduct our business in full compliance with anti-trust and competition laws.

- We support the fight against criminal and terroristic activities and adhere to applicable sanctions, export control and anti-money laundering regulations.
- We take steps to prevent insider trading and other forms of market abuse to ensure the integrity of financial markets.
- We respect the right of privacy and other data protection principles and process personal data for a legitimate and limited purpose only.
- We respect and protect intellectual property, trade secrets and copyrights and use such assets within the specified terms of use only.
- It is our obligation to protect RHI Magnesita and its resources from theft and fraud, and to provide a true and fair representation in financial and other reports.
- We communicate in an honest and respectful manner internally and externally, regardless of the form and media used.
- We hold our hands up to violations of applicable laws, external or internal regulations, including this Code of Conduct, and take steps to prevent or stop any misconduct immediately.

The principles of ethical conduct

Human and labour rights

- Human Rights Policy
 Anti-Discrimination and Anti-Harassment Policy
- Diversity Charter

We require from our managers, employees and contracted staff that they conduct our business with respect and appreciation, honesty and integrity, reliability and responsibility.

Full compliance with the applicable laws of the countries in which we operate is a matter of course and goes without saying. RHI Magnesita is committed to upholding international standards such as the principles of the United Nations Global Compact and the documents it is based on, like the International Labour Organization's Declaration on Fundamental Principles and Rights at Work, the Rio Declaration on Environment and Development, the United Nations Convention against Corruption or the United Nations Universal Declaration of Human Rights. The same we expect from our business partners along the supply chain. We require our suppliers to follow our example and commit to the same principles, as outlined in our Supplier Code of Conduct.

At RHI Magnesita, it is our conviction that respect for human and civil rights has to be the foundation of our society as a whole. Our human rights approach is consistent with internationally recognized principles and takes into account legal requirements, such as those of the UK Modern Slavery Act 2015. We reject and do not tolerate any form of human trafficking, forced, compulsory or child labour, discrimination based on race, colour, religion, sex, age, origin, nationality, disability, sexual orientation or on any other grounds, or any form of (sexual) harassment, insults, aggression, hurtful or indecent behaviours.

We are committed to providing equal opportunities and fair $treatment for all\,employees\,in\,all\,employment-related\,decisions$ such as recruitment, promotion, training and development, compensation, and termination of employment, and we comply with applicable labour laws and social legislation, including the recognition of the right to collective bargaining and freedom of association, in accordance with local laws.



Our key document Quality, Health & Safety, Energy and Environment (IMS) Policy

Health and Safety

At RHI Magnesita, we consider health and safety as an integral part of our corporate culture, and not simply a legal obligation. Healthy, safe, happy, motivated, and committed employees are key for the long-term success of our business.

We have implemented comprehensive Health & Safety policies and procedures as well as regular inspections and training courses at all our locations around the world.

Each and every employee needs to bear their responsibility for the implementation of occupational safety and health.

Any accident or emergency at a (production) site runs the risk of personal injury, damage to the environment or personal property and can harm the reputation of RHI Magnesita, especially when there is no appropriate response.

Our site managers are responsible for adequate and prompt incident response in accordance with our global and local crisis and emergency procedures, as well as for the continuous improvement of our Health & Safety management system and performance. They also ensure that all relevant persons are aware of these procedures and receive periodic training.

Protection of the environment

Compliance with legal and other requirements relating to avoidance of negative environmental impact is a matter of course at RHI Magnesita. The production of refractory products is inherently energy-intensive and a cause of emissions, however, we engage actively in environmental protection and sustainable management to minimize the negative environmental impacts of our operations. We take great efforts to work as cautiously as possible with respect to energy and natural resources, and we pay particular attention to the aspect

of recycling of residual materials in the development of new and the improvement of existing products.

By worldwide cooperation of internal and external experts, raw materials and additives are utilized according to ecological criteria and their potential negative environmental impact is reduced to a minimum and, as part of our continuous improvement process, subject to regular reviews and assessments.

Bribery and corruption

Our key document Anti-Corruption Policy

RHI Magnesita stands for correct and fair business conduct and succeeds solely with the expertise of its staff and the quality of its products and services. It goes without saying, therefore, that we do not tolerate any form of bribery or corruption and that we adhere to applicable laws and regulations, in particular, but not limited to, the UK Bribery Act and the US Foreign Corrupt Practices Act.

Bribes are not only cash payments but can take numerous forms, for instance money transfers to fictitious accounts or shell companies, payment of counterfeit or inflated invoices, granting of excessive discounts or commissions, valuable gifts and generous invitations, providing free services or arrangement of job offers.

It is strictly prohibited to all our employees, agents, contractors and other staff working on behalf of RHI Magnesita to offer, promise or grant, directly or indirectly, any advantage with the objective of obtaining an unlawful consideration.

Likewise, demanding or accepting an advantage for oneself or for a third party for the provision of an unlawful consideration is prohibited. Even the appearance of any undue influence must be avoided

The offence of bribery is not only limited to politicians and public officials or to certain countries, but also applies to business partners in the private sector and to all countries worldwide, even if committed not directly, but rather through third-party intermediaries.

This prohibition includes facilitation payments, even if they may be allowed in some jurisdictions. These are usually small amounts given to expedite or secure the performance of a routine government action, e.g. obtaining permits or licenses, processing governmental papers, such as visas and work orders, providing phone service, power and water supply, police protection, or actions of similar nature.



Gifts and invitations

Our key document
Gifts and Invitations Guideline

Distribution or acceptance of gifts with a symbolic value, or invitations within a reasonable scope of hospitality commonly accepted by the business community as an expression of appreciation and respect towards business partners, may be considered unobjectionable and in line with our corporate values.

Invitations and gifts beyond a symbolic value require prior approval in accordance with our guidelines and internal procedures, regardless of whether they are to be given or accepted.

In many jurisdictions strict rules apply to public officials and employees of federal, regional or local authorities or employees of public-sector enterprises. In such cases, we ensure correctness in advance and refrain from granting any benefit if in doubt.

In any case, invitations or gifts which might have an influence on business decisions or official actions, such as the award of a contract or a government permission, or which may be considered discriminatory or non-reputable, or which otherwise leave the impression of dishonesty or being unethical are prohibited, no matter whether actively granted or passively accepted.

Our communities

RHI Magnesita strives to be an integral part of the communities where it operates. We are committed to develop and implement social projects that have a positive impact in our communities. We encourage employees' engagement in volunteering and community work.

We regularly engage and consult with our stakeholders, seeking to understand their interests and concerns, and by this identify the areas of priority. We seek to partner with local NGOs to work in a collective effort to build a robust framework for our initiatives, thus enabling a long-lasting, sustainable impact.

Community investments (donations, social projects) and sponsorship, as well as other voluntary benefits, must be made independently of our business activities without correlation between a business transaction and the beneficiary.

Community investments must be made voluntarily, unselfishly and without any consideration. Sponsoring, on the other hand, is done in return for the right to use the sponsored person or organization for marketing and public relations activities. The allocation of funds requires prior approval and transparent documentation in accordance with our guidelines and internal procedures.

Our key document

Community Investment Guideline

Contributions to political organizations or persons, authorities and civil servants are not allowed. Contributions to organizations which are non-compliant with the values of RHI Magnesita as well as contributions which might be used to influence a business or government decision or otherwise violate applicable laws are strictly prohibited.

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Anti-trust and fair competition

Our key document

Anti-trust and Fair Competition Policy

National and international regulation ensures that fair competition takes place in the markets and no participant generates an unlawful advantage

over competitors by any agreement or mutual understanding whatsoever. RHI Magnesita is committed to fair competition and business conduct with integrity.

We comply with the applicable anti-trust and competition laws in all relevant areas like sales and marketing, purchasing, production or research and development.

Any activities that decrease or abandon competition are therefore strictly prohibited. This includes but is not limited to:

entering into agreements, aligning behavior, or exchanging information with competitors about prices, terms and conditions, production or sales costs and quantities, sales strategies, segmentation of customers or markets, non-provision of products and services.

provision of fictitious offers, crimination of customers or suppliers, obtaining competitive knowledge through industrial espionage, theft, eavesdropping, or other illegal activities, or deliberately disseminating incorrect information about competitors.

determination of resale prices or strategies and certain forms of exclusive

arrangements with resellers.

Sanctions and export control

regulations

trafficking, organized crime and money laundering. They impose numerous sanctions and embargos against

individuals, import and export restrictions for particular goods and technologies, as well as prohibition of certain services and financial transactions.

RHI Magnesita adheres to all applicable sanctions and export control regulations. We have established a robust business partner due diligence check, which is

carried out during the onboarding and throughout the business relationships with third parties. To our knowledge, we only maintain relationships with business partners whose funds have reputable and legal sources and who do not support any criminal or terrorist activities to comply with anti-money laundering regulations.

• Sanctions, Export Controls and Business Partner Due Diligence Policy

• Sanctions, Export Controls and Business Partner Due Diligence Guideline

Many countries, and supranational bodies such as the United Nations or the European Union, have enacted laws and regulations to fight against terrorism, violation of human rights, human and drug

countries, organizations, companies and



Our key document Inside Information Policy

RHI Magnesita N.V. is a company listed on the Premium Segment of the London Stock Exchange, with a secondary listing in Vienna. As a consequence, RHI Magnesita N.V., its employees and other persons acting on its behalf are subject

to extensive regulations in order to prevent market abuse, to ensure the integrity of financial markets, and to enhance investor protection and confidence in those markets.

Inside Information means any information:

 ∇ of a precise

which has not been made public

relating, directly or indirectly, to RHI Magnesita or its Securities (e.g. shares)

which, if it were made public, would be likely to have a significant effect on the price of the shares

Engaging in insider dealing and the unlawful disclosure of Inside Information constitute, inter alia, abuse of Inside Information and are strictly prohibited.

Inside information and other non-public information linked to the RHI Magnesita Group is to be considered strictly confidential and shall be protected through appropriate organizational measures.

More detailed information on this subject is provided in the Inside Information Policy, which is amended from time to time, and is made available to all employees and other persons concerned.



Our key document
Global Data Protection and Privacy Policy

In order to enable our business processes and to fulfill related duties, RHI Magnesita needs to process not only business data but also data related to individuals, mainly our employees but also data related to other persons we work with.

We respect the right of privacy and other data protection principles and are committed to processing personal data lawfully, fairly, in a transparent manner and for a legitimate and limited purpose only.

We comply with applicable privacy and data protection regulations, such as the provisions of the EU General Data Protection Regulation (GDPR). In particular, we ensure that the collection, processing and use of personal data are carried out exclusively within the legally permitted and operationally necessary scope and to protect such data from unauthorized disclosure, use, or modification.

All employees are required to adhere to the respective principles and to handle information and IT systems conscientiously and carefully. Careless handling may cause significant damage to RHI Magnesita, our employees, or to third parties.



- Information Security Policy
- Guidelines on specific information security topics

Information represents an essential success factor in everyday operations and in competition. The use of modern information systems and digitalization enables efficient and professional work. However, they also bear risks for data security and privacy. The protection of personal and business-related data, including confidential customer data, is of key importance to RHI Magnesita. Ensuring the functionality and integrity of our information and communication systems are therefore top priorities.

All data and information created, stored, sent, or received within the context of working with RHI Magnesita are the property of RHI Magnesita and are not to be considered private data or communication. All such data and information, both physical and electronical, must be labeled and treated in accordance with our rules on information classification.

If not explicitly designated otherwise, all information is considered for internal use only and must not be disclosed to third parties. The obligation to confidentiality applies even after termination of employment with RHI Magnesita.

Business partners, consultants and former employees of RHI Magnesita must be considered external persons in this context. They may not receive any internal or confidential information. If they do require such information to fulfill their duties on behalf of RHI Magnesita, formal authorization and a confidentiality agreement in accordance with the applicable policies and procedures have to be obtained before any information is made



 $RHI\,Magnesita\,and\,its\,employees\,respect\,and\,protect\,intellectual$ property, trade secrets and copyrights. We use such assets within the specified terms of use only and treat them confidentially to ensure compliance with the applicable laws and license terms and to protect our rights. This also applies to such information which RHI Magnesita was entrusted with by customers, suppliers or other business partners.

RHI Magnesita only allows software on its computers which is approved by the IT Department and properly licensed for commercial use to RHI Magnesita.

We do not tolerate copying, downloading, or distributing of software or other copyrighted material beyond the agreed upon scope. The use of so-called "freeware" or "shareware", i.e. programs and files that are available free of charge on the Internet, is generally not allowed.

Most information, such as books, magazines, websites, music or video recordings, etc., that is also copyright protected, is protected from unauthorized use. Unless explicit permission is given by owner of the copyright, any reproduction, distribution or electronic storing is prohibited.

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RHI Magnesita resources

It is an obligation of all our managers, employees and contracted staff to protect RHI Magnesita and its resources from internal and external threats like theft and fraud and to ensure a true and fair representation in the financial statements and other reports.

The use of RHI Magnesita resources is designated for business-related tasks. Any equipment, tools and other resources provided by RHI Magnesita shall be treated in a careful, preservative and cost saving manner.

RHI Magnesita acknowledges that employees may exceptionally use RHI Magnesita equipment or communication devices for private purposes. This is generally tolerated, provided the use is limited in duration and scope, does not adversely affect work performance, or result in a significant load on central resources or in a significant cost increase for RHI Magnesita, and does not violate relevant RHI Magnesita policies.

RHI Magnesita reserves the right to restrict and/or to monitor the usage of working and communications equipment, including the use of computers, software, e-mail, Internet, instant messaging, text messaging, voice mail, conference equipment, mobile phones, office supplies, etc., in accordance with applicable laws and existing labor agreements.

Internal and external communication

RHI Magnesita expects honest and respectful behaviour in all forms of internal and external communication, regardless of form and media used. We do not tolerate any offensive content, discriminatory or harassing text or pictures, derogatory references to age, disability, ethnic origin, marital status, national origin, colour, religion, sex or sexual orientation, pornographic, criminal or terroristic content, political agitation, or any other type of questionable content. This applies to personal interaction, all forms of written

or electronic communication, as well as to Internet platforms and social media. Accessing Internet pages with content listed above by means of RHI Magnesita-owned equipment or communication lines is also prohibited.

External presentation of RHI Magnesita is reserved to the governing bodies and authorized functions, the Board, the Executive Management Team, the Regional Presidents, Corporate Communications, and Investor Relations.

Publishing professional articles and lecturing are generally permitted but shall be reported in advance and in accordance with our internal guidelines and procedures to avoid any potential conflict of interests if they are related to the employment at RHI Magnesita.

All private activities of our employees, including but not limited to social media postings, shall be clearly separated from RHI Magnesita activity and must not impair the reputation of RHI Magnesita.

Applicability and implementation

This Code of Conduct is applicable to all employees, executives of RHI Magnesita worldwide, regardless of their position or type of employment.

It summarizes the most important principles of ethical behaviour. Further details and specific regulations applicable to all or only particular business units or geographical areas are contained in separate policies, process descriptions, or guidelines. Such documents will be integrative and binding, together with this Code of Conduct

While every RHI Magnesita employee is required to comply with this Code of Conduct, significant responsibility for compliance lies with our management and executives. It is one of their foremost duties to guide and to supervise their staff and team members in daily operations and to act as a role model.

their staff and team members in daily operations and to act as a role model.

RHI Magnesita provides trainings on various topics covered in this Code of Conduct to help employees better

understand our internal policies,

In order to ensure the correct and consistent application of this Code of Conduct and adherence to applicable laws and regulations at RHI Magnesita worldwide, the Internal Audit, Risk & Compliance team will conduct periodic reviews and identify improvement potential. We expect our business partners (customers, suppliers, consultants, etc.) to adhere to similar compliance standards.



Reports and complaints —

Our key document Speak Up Guidance

The RHI Magnesita Compliance Helpline

If you have knowledge of, or suspect a serious violation of applicable laws and regulations, this Code of Conduct or other policies, report the incident — Do not look the other way!

RHI Magnesita provides multiple channels to raise concerns, which are also open to external stakeholders. As a general rule, questions, proposals, problems, and grievances should be clarified with the direct supervisor first. In some situations this may not be effective or you might feel uncomfortable in addressing your concerns directly. If you recognize ethical misconduct do not hesitate to report it. Employees of RHI Magnesita are obliged to report serious cases.

The RHI Magnesita Compliance Helpline enables you to report cases of suspected misconduct and to obtain advice, at any time and regardless of where you are. It is operated by People Intouch B.V., www.speakup.eu, an independent and specialized service provider, and guarantees full anonymity, if you prefer.

You can reach the Compliance Helpline easily by telephone or via a web portal on the Internet under www.speakupfeedback. eu/web/7eswuk/. Alternatively, you may direct your concerns via e-mail to Compliance-Helpline@rhimagnesita.com or, if you prefer a personal contact, just get in touch with the Internal Audit, Risk & Compliance team directly, we will be happy to assist you.

Raising a concern or speaking up can take courage, and sometimes what holds us back is fear of the reaction from our colleagues and managers. RHI Magnesita is committed to maintaining a culture in which our employees feel comfortable raising concerns about potential violations of the Code of Conduct or other policies. RHI Magnesita will not tolerate any adverse employment action against an employee who raises a concern in good faith. Any employee who retaliates or participates in retaliating against another employee for raising a compliance concern will be subject to disciplinary measures, up to and including termination of employment.

When reporting an incident, describe the facts in question, as well as all relevant circumstances as clearly and precisely as possible. The more information we get, the better and faster we can respond. All information you provide will be treated confidentially and is subject to diligent evaluation. Please understand that we will not be able to react to reports without sufficient information.

Be aware that rogue messages or false accusations against others are not only unethical but may also be punishable and cause sustainable damage. Such behaviour is not permitted and constitutes a serious abuse of our reporting channels.

More information on raising concerns as well as on internal and external reporting channels are provided in our internal policy, as well as on the RHI Magnesita website and Intranet.

Internal Audit, Risk & Compliance team

♥ Kranichberggasse 6, 1120 Vienna, Austria

+43 502 13-0

LOCATION	FREE PHONE NUMBER	ACCESS COD
Albania	008000010 Wait for the tone or instructions, and then dial: 8008761871	33551
Argentina	08006660078	75742
Armenia	*N/A	17641
Australia	1800452051	89725
Austria	0800295175	57430
Bahrain	80004518	50424
Bangladesh	*N/A	29315
Barbados	18009868632	53498
Belarus	882000730010	78350
Belgium	080071365	04823
Bermuda	18887990983	17350
Brazil	08008919678	11663
Bulgaria	008001194474	63431
Cambodia	1800208759	87658
Canada	18668181239	14680
Cayman Islands	*N/A	68103
Chile	12300202775	99291
China	4009901434 If you are calling with provider Netcom: 108007440179 If you are calling with provider Telecom: 108004400179	42824
Colombia	018009440692	13124
Congo	*N/A	78221
Costa Rica	08000440029	19358
Croatia	0800223069	84915
Cyprus	80091182	72707
Czech Republic	800900538	83102
Denmark	80885638	59525
Dominican Republic	18556775588	05054
Egypt	0800000615	54799
Estonia	8000044208	16435
Finland	0800113031	86486
France	0800908810	76983

 $^{{}^*\}text{N/A}-\text{you can still reach the Compliance helpline on the Internet under} \textbf{www.speakupfeedback.eu/web/7eswuk/}.$

LOCATION	FREE PHONE NUMBER	ACCESS CODE
Germany	08001801733	49214
Ghana	 Dial the AT&T code O-2424-26-004 and wait for the tone or instructions Dial the free phone number 888-799-0983 Enter access code 	03129
Greece	0080044142695	45794
Hong Kong	800963161	56289
Hungary	0680981359	64935
Iceland	8008809	13000
India	0008004401221	14091
Indonesia	If you are calling with provider Indosat: 001803440559 If you are calling with provider Telkom: 007803440559	85678
Ireland	1800552136	27172
Israel	1809444260	04795
Italy	800787639	81839
Japan	0120774878	86816
Jordan	080022868	28377
Kazakhstan	88003332641	77726
Kenya	0800733255	69701
Korea (South)	007984424261	69131
Kuwait	22282084	97230
Kyrgyzstan	*N/A	64501
Latvia	80002490	22756
Lithuania	880090006	15382
Luxembourg	80021048	44659
Malaysia	1800884307	55723
Malta	80062460	65433
Mexico	8001234618	22972
Monaco	0800908810	94789
Morocco	*N/A	13061
Namibia	*N/A	07650
Netherlands	08000222931	13765
New Zealand	0800450436	30126
Nigeria	07080601488	61797
Norway	80018333	01436
Oman	80070101	03105
Pakistan	0080090044214	59974

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^{&#}x27;Although there is comprehensive coverage, it may depend on your telecom provider whether the freephone numbers are available. If you cannot reach them, please use the cost numbers or the web portal instead. For more information, please visit the RHI Magnesita Website or Intranet.

LOCATION	FREE PHONE NUMBER	ACCESS CODE
Paraguay	0098004410063	40041
Peru	080052767	12699
Philippines	180014410215	66398
Poland	008004411739	49264
Portugal	800831528	11377
Puerto Rico	18008761871	29806
Qatar	8000162	18115
Romania	0800894540	29881
Russia	81080026269902	41365
Saudi Arabia	8008442726	65979
Serbia	0800190078	54928
Singapore	18008232206	24528
Slovakia	0800004529	98653
Slovenia	080080806	19454
South Africa	0800991526	27643
Spain	900973174	67595
Sri Lanka	2424612	11474
Sweden	020798813	01342
Switzerland	0800561422	56697
Taiwan	00801444317	42191
Tajikistan	*N/A	O4881
Tanzania	*N/A	41971
Thailand	0018004414284	85559
Trinidad and Tobago	18887990983	34844
Turkey	00800448824369	91463
Uganda	*N/A	65060
Ukraine	0800502206	15941
United Arab Emirates	80004412727	49434
United Kingdom	08001693502	55052
United States	18662506706	31651
Uruguay	0004044014	48812
Uzbekistan	008001201253	19955
Venezuela	0058212-7202008	26006
Vietnam	120852140	89088
Zimbabwe	*N/A	03286
*N/A — you can still reach the Con	npliance helpline on the Internet under www.speakupfeedback.eu/web/7eswuk.	<i>1</i> .



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