



## Supplier Code of Ethical Conduct

Canada Fluorspar Inc. is committed to excellence and integrity in all its endeavors. In this way, Canada Fluorspar Inc. will maintain the trust and confidence of its shareholders, staff, vendors and the Burkina Faso public. Canada Fluorspar Inc.'s reputation is one of its most valuable assets. Persons or entities (hereinafter vendor's /service providers) that do business with Canada Fluorspar Inc. are expected to carry out their business with Canada Fluorspar Inc. with diligence and professionalism and to comply with the highest standards of honesty, integrity, and fairness. This includes, but is not limited to, being respectful of the rights of others and forthright in all dealings with members of Canada Fluorspar Inc. as well as third parties; protecting the privacy of confidential information; and compliance with all applicable laws, rules, and regulations.

### PURPOSE

Canada Fluorspar Inc. has upheld and will continue to uphold the highest levels of ethics and integrity in all its affairs. To this end, this Supplier Code of Ethical Conduct serves to emphasize Canada Fluorspar Inc.'s commitment to ethical conduct and compliance with the law and to set forth basic standards of ethical and legal behavior. Given the variety and complexity of ethical questions that may arise in the course of carrying out business with Canada Fluorspar Inc., this Supplier Code of Ethical Conduct serves only as a general guide, confronted with ethically ambiguous situations, **Vendors / Service Providers** should keep in mind Canada Fluorspar Inc.'s commitment to the highest ethical standards and seek advice from appropriate sources so as to ensure that this commitment is honored at all times.

### ETHICAL STANDARDS

#### **1. Conflicts of Interest**

Employees of Canada Fluorspar Inc. serve the company and are required to fulfill their responsibilities with care and loyalty and for the sole purpose of advancing Canada Fluorspar Inc.'s best interests. The integrity of Canada Fluorspar Inc. must be protected at all times, and the fiduciary relationship employees have to Canada Fluorspar Inc. must be honored in both actuality and appearance. A conflict of interest exists when a representative's direct or indirect personal interests are inconsistent with or interfere with the best interests of Canada Fluorspar Inc. To avoid such conflicts, Vendor / Service Providers shall disclose to Canada Fluorspar Inc. **(i) any direct or indirect personal interests in a Vendor / Service Provider held by any employee of Canada Fluorspar Inc.; and (ii) any family relationship between employee of Canada Fluorspar Inc. and any Director, officer or employee of the vendor / service provider.**

#### **2. Fair Dealing**

Vendors /Service Providers are required to **act honestly, in good faith, and with professionalism.** No vendor / service provider may take unfair advantage of another person through harassment, manipulation, abuse of privileged information, misrepresentation of material facts, or any other unfair practice. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or wrongfully inducing such disclosures by past or present employees of Canada Fluorspar Inc. or any other organization is prohibited.

### 3. Employment Standards

Vendors / Service Providers will maintain fair and non-discriminatory work environments where all employees are treated with respect and dignity, but also with Canada Fluorspar Inc.'s commitment to the highest ethical standards in all aspects of its business practices, including employment.

### 4. Confidentiality

Vendors / Service Providers must maintain the confidentiality of confidential information entrusted to them, except when disclosure is authorized by an appropriate officer of Canada Fluorspar Inc. or required by law. Confidential information includes all non-public information that might be of use to competitors or other third parties or harmful be to Canada Fluorspar Inc. or its constituencies if disclosed; it also includes information that third parties have entrusted to Canada Fluorspar Inc. The obligation to preserve confidential information continues even after a vendor's /services providers' business relationship with Canada Fluorspar Inc. ends.

### 5. Protection and Proper Use of Canada Fluorspar Inc.'s Assets

Vendors /Services Providers should protect Canada Fluorspar Inc.'s assets and ensure their proper and efficient use. Theft, carelessness, and waste have a direct impact on Canada Fluorspar Inc.'s operations. Any suspected incident of fraud or theft should be immediately reported for investigation. The obligation of vendor's / service providers to protect Canada Fluorspar Inc.'s assets includes, but is not limited to, its proprietary information. Proprietary information includes intellectual property such as patents, trademarks, and copyrights, as well as business plans, databases, records, employment information, and any unpublished financial data and reports. Unauthorized use or distribution of this information violates Canada Fluorspar Inc.'s policy and may also be illegal and result in criminal and/or civil liability.

### 6. Compliance with Laws, Rules, and Regulations

Obeying the law, both in letter and in spirit, is the **foundation on which Canada Fluorspar Inc.'s ethical standards are built**. In conducting business with Canada Fluorspar Inc., vendor's /service providers must comply with applicable laws, rules, and regulations at all levels in which vendor's / service providers does business. Vendors / Service Providers will have to attend quarterly / by annual / annual / vendors / service provider review meetings. The review meeting will cover the following but not limited to; Standard Statement of Transaction, Vendor / service provider past performance, Canada Fluorspar Inc.'s performance.

### 7. Timely and Truthful Reporting

Vendors / Service Providers involved in the preparation of financial, sales or payment reports and documents (and information included therein) submitted to Canada Fluorspar Inc. in connection with a vendor's /service provider's relationship with Canada Fluorspar Inc. are required to make disclosures that are full, fair, accurate, timely, and understandable. They may not knowingly conceal or falsify information, misrepresent material facts, or omit material facts necessary to avoid misleading Canada Fluorspar Inc. The same standards apply to other public communications made by the vendor's / service providers which reference Canada Fluorspar Inc.

**This document is the Supplier Code of Ethical Conduct applicable to Canada Fluorspar Inc.**

**Signature** Date  
CHIEF EXECUTIVE OFFICER CANADA FLUORSPAR INC.

**Signature** Date  
CHIEF FINANCE OFFICER CANADA FLUORSPAR INC.

**Signature** Date  
PROCUREMENT AND LOGISTICS MANAGER CANADA FLUORSPAR INC.

**Signature** Date  
VENDOR CHIEF EXECUTIVE OFFICER

**Signature** Date  
VENDORE CHIEF FINANCE OFFICER