

# CODE OF CONDUCT

## Corporate Governance, Ethics & Compliance Framework

### 1. Purpose & Statement of Commitment

Metal Bridge S.M.P.C. (“the Company”) is committed to conducting business with the highest levels of integrity, professionalism, transparency, and accountability. This Code of Conduct (“the Code”) establishes the ethical, legal, and compliance standards governing the behavior of all employees, managers, directors, contractors, suppliers, agents, and business partners.

Metal Bridge is dedicated to:

- Operating in compliance with all applicable laws and international regulations.
- Promoting a culture of honesty, fairness, and responsibility.
- Ensuring ethical business practices across global operations.
- Protecting human rights, the environment, and the communities we impact.

This Code is binding for all individuals and entities associated with Metal Bridge. No exceptions are permitted.

---

### 2. Scope of Application

This Code applies to:

- All employees, officers, and directors.
- All external consultants, contractors, intermediaries, and agents.
- All suppliers, service providers, logistics partners, and subcontractors.
- Any party acting on behalf of Metal Bridge.

Compliance with this Code is a condition for employment, cooperation, or contractual engagement.

## **3. Compliance With Laws & International Standards**

Metal Bridge conducts business in full compliance with:

### **International Laws & Frameworks**

- OECD Anti-Bribery Convention
- UN Convention Against Corruption
- UN Guiding Principles on Business and Human Rights
- FATF Anti-Money Laundering Recommendations

### **EU and National Regulations**

- EU AML Directives (AMLD5, AMLD6)
- EU environmental and waste regulations
- EU and UN sanctions programs
- GDPR (General Data Protection Regulation)
- National labor, safety, tax, trade, and corporate laws

### **Industry Standards**

- ISO 14001 (Environmental Management)
- ISO 45001 (Health & Safety)
- International scrap metal classification and quality standards

All employees must uphold these regulations at all times.

---

## **4. Zero Tolerance for Corruption & Bribery**

Metal Bridge enforces a strict zero-tolerance policy toward any form of corruption.

Prohibited behavior includes:

- Offering, giving, or accepting bribes or kickbacks
- Requesting or accepting improper payments
- Providing facilitation payments
- Manipulating procurement processes
- Offering gifts, hospitality, or favors intended to influence decisions

- Concealing or falsifying financial records

Employees and partners must:

- Reject any unethical request
- Report suspicious activities immediately
- Maintain transparent and accurate documentation

No employee shall suffer retaliation for refusing to engage in corrupt practices.

---

## 5. Conflicts of Interest

A conflict of interest exists when personal interests interfere with the interests of Metal Bridge.

Examples include:

- Undisclosed financial interests in suppliers or customers
- Hiring or contracting with relatives without approval
- Accepting benefits from business partners
- Conducting private business competing with Metal Bridge
- Using company assets or information for personal gain

Employees must:

- Avoid all conflicts
  - Disclose potential conflicts immediately
  - Follow management's instructions to resolve or mitigate them
- 

## 6. Gifts, Hospitality & Business Courtesies

Gifts and hospitality may only be offered or accepted when:

- They are modest in value and frequency
- They comply with local laws and industry norms
- They cannot reasonably be interpreted as influencing a business decision

Strictly prohibited:

- Cash or cash equivalents

- 
- High-value gifts or luxury items
  - Travel, accommodation, entertainment not linked to legitimate business
  - Any benefit offered during tenders, negotiations, or contract decisions

All allowed gifts/hospitality must be transparent and properly recorded.

---

## 7. Confidentiality & Data Protection

Employees must protect all confidential and sensitive information, including:

- Business strategies and financial data
- Customer and supplier information
- Internal processes, pricing, and contracts
- Intellectual property and proprietary know-how
- Personal data regulated under GDPR

Unauthorized disclosure, copying, distribution, or misuse is strictly forbidden.

Obligations continue even after employment ends.

---

## 8. Human Rights, Dignity & Labor Standards

Metal Bridge is committed to respecting human rights and maintaining fair and ethical labor practices. The Company prohibits:

- Forced or compulsory labor
- Child labor
- Human trafficking
- Discrimination based on race, religion, gender, nationality, disability, or orientation
- Harassment, bullying, or violence

We uphold:

- Freedom of expression and dignity
- Equal opportunity and inclusion
- Fair and competitive compensation
- A safe, respectful, and supportive workplace

Suppliers must follow the same principles.

## 9. Health, Safety & Environment (HSE)

Metal Bridge prioritizes a safe workplace and responsible environmental management.

Employees must:

- Follow all safety procedures
- Report accidents, hazards, or unsafe conditions
- Use equipment and protective gear responsibly
- Minimize environmental impact

The Company is committed to:

- Reducing emissions, waste, and pollution
- Ensuring responsible handling of scrap and raw materials
- Upholding ISO 14001 and ISO 45001 practices
- Complying with EU waste and recycling legislation

Environmental violations are taken extremely seriously.

---

## 10. Responsible Sourcing & Product Integrity

Metal Bridge ensures that all materials traded or processed are:

- Legally sourced and documented
- Traceable to their origin
- Free from illegal waste streams
- Compliant with environmental and customs regulations
- Not associated with conflict zones, sanctions, or unethical practices

The Company strictly prohibits:

- Undocumented scrap metals
  - Falsified certificates of analysis or origin
  - Misdeclared shipments
  - Participation in illegal waste exports
  - Transactions with suppliers who cannot demonstrate lawful sourcing
-

## **11. Trade Compliance, Export Controls & Sanctions**

Metal Bridge fully complies with all international trade controls and sanctions.

We will not engage with:

- Sanctioned individuals, companies, vessels, or governments
- Third parties acting on behalf of sanctioned entities
- High-risk jurisdictions without enhanced due diligence
- Concealed or opaque ownership structures
- Goods subject to export control restrictions without authorization

All partners undergo sanctions and PEP screening before onboarding.

---

## **12. Supplier & Partner Obligations**

Suppliers must:

- Comply with this Code of Conduct
- Operate ethically and transparently
- Maintain accurate documentation
- Provide full cooperation in audits and inspections
- Reject corruption and unethical practices
- Comply with environmental, labor, and trade regulations

Metal Bridge may suspend or terminate suppliers for violations.

---

## **13. Whistleblowing & Reporting Misconduct**

Metal Bridge encourages employees, suppliers, and partners to report:

- Unethical conduct
- Corruption or bribery

- Fraud or financial irregularities
- Safety or environmental violations
- Harassment or discrimination
- Any breach of this Code

Reports may be made confidentially or anonymously.

**Retaliation of any kind is strictly prohibited.**

The Company investigates all reports fairly and promptly.

---

## 14. Enforcement & Disciplinary Action

Violations of this Code may result in:

- Written warnings
- Mandatory training
- Suspension or reassignment
- Termination of employment or contract
- Legal action
- Reporting to regulatory authorities

Suppliers may be permanently removed from Metal Bridge's approved network.

---

## 15. Monitoring, Audits & Continuous Improvement

Metal Bridge conducts:

- Regular internal compliance audits
- Supplier audits and on-site inspections
- Sanctions and AML screenings
- Annual reviews of policies and procedures
- Continuous improvements of ethical and compliance practices

The Company commits to maintaining world-class governance standards.

# FINAL STATEMENT

Metal Bridge conducts its business with integrity, transparency, and responsibility. This Code of Conduct is the foundation of our corporate identity and governs all relationships with employees, suppliers, partners, and stakeholders.

By working with Metal Bridge, every individual and organization agrees to uphold these standards.