RockTech Lithium

Code of Conduct

Rock Tech Lithium

31 January 2023

Dear colleagues,

We aspire to become a leading cleantech company powering the electric mobility revolution. We plan to supply the automotive and power storage industries with high quality lithium products. Our goal is to permanently reduce emissions with every gram of lithium sold. We will produce lithium hydroxide with the lowest possible impact on the environment, using commodities extracted with full respect for human rights, social and environmental standards and the involvement of all our stakeholders. You, our employees, deliver on this promise every day, thanks to your commitment and know-how.

Rock Tech Lithium Inc. including its affiliates, does not only stand for sustainability, innovation and professional competence. The identity of our company depends as much on how we treat and respect each other, our business partners and also the local communities and stakeholders with whom we engage. This Rock Tech Code of Conduct therefore formulates binding guidelines for our actions. Corruption and non-compliant behaviour have no place at Rock Tech. We apply the principle of "zero tolerance" - at all levels of our company.

The principles of integrity described in the Code of Conduct apply to all employees worldwide, regardless of where they work and regardless of their level of hierarchy and activity. They are designed to help people make the right decisions in their daily business.

The integrity of our company is the foundation of our business success. Our customers, business partners and stakeholders measure us by our actions. By acting with integrity at all times, we therefore make a significant contribution to Rock Tech's sustainable success, allowing us to be proud of our company.

Thank you for your support!

Dirk Harbecke — Chairman & CEO

Sonja Rossteuscher — Group CFO

RockTech Lithium

Content

INTRODUCTION 1

1. PRINCIPLES 1

1.1. RESPONSIBILITY FOR EMPLOYEES 2

1.2. RESPONSIBILITY FOR CORPORATE CULTURE 2

2. INTEGRITY 2

2.1. CORPORATE GOVERNANCE 2

2.2. ANTI-CORRUPTION 2

2.3. AVOIDANCE OF CONFLICTS OF INTEREST 4

2.4. MONEY LAUNDERING BAN 4

3. OUR RESPONSIBILITY TO SOCIETY AND THE ENVIRONMENT 5

3.1. RESPECT FOR HUMAN RIGHTS 5

3.2. SOCIETY AND COMMUNITY 5

3.3. ENVIRONMENT 6

4. HANDLING OF ASSETS AND INSIDER INFORMATION 6

4.1. HANDLING OF INTELLECTUAL PROPERTY AND PHYSICAL ASSETS 7

4.2. INSIDER INFORMATION AND INSIDER TRADING BAN 7

5. COMPETITIVE CONDUCT 8

5.1. DEALING WITH SUBCONTRACTORS AND SUPPLIERS 8

5.2. FAIR COMPETITION 8

6. EMPLOYEES 9

6.1. HEALTH AND SAFETY AT WORK 9

6.2. FAIR WORKING CONDITIONS 9

7. FURTHER GUIDANCE 10

7.1. INFORMATION AND CONTROL 10

7.2. REPORTING OF VIOLATIONS AND CONCERNS 10

INTRODUCTION

This Code of Conduct applies to Rock Tech Lithium Inc. including all its affiliated companies (together "**Rock Tech**"). It summarizes the basic principles and rules that are binding for all employees of Rock Tech. This includes the members of the board of directors and its chairperson, as well as the officers, such as the Chief Executive Officer, the Chief Financial Officer, the Chief Operating Officer (the "**Management**") and all other employees of the company (together the "**Employees"**[1]).

Based on this, several guidelines and processes have been developed, which are also available on the Rock Tech intranet. Those guidelines deal in depth with important topics and provide additional guidance. We as Rock Tech Employees familiarize ourselves with the values and contents laid down in this Code of Conduct and undertake to comply with them.

1. PRINCIPLES

Rock Tech requires the highest standards of ethics and integrity from every employee in the performance of his or her job. Even in actions that are lawful or not restricted by law, we should always ensure that our actions are honest and ethical.

We observe applicable law, take responsibility for our actions and ensure that we always act in accordance with internal guidelines and processes. In the event of questions or ambiguities, we seek internal advice. If there is a suspicion that rules have been or are being violated, we act immediately. In this way, we enable measures to be taken to clarify the situation and prevent a recurrence.

We act in the interest of the company. Our customers are our first priority. We respect, promote and protect the company values. Conduct with integrity towards customers and Employees is the foundation of Rock Tech's corporate culture.

OUR CORPORATE MISSION STATEMENT

The protection of the climate and the environment as well as the sustainable and careful use of natural resources play a central role in all corporate processes at Rock Tech. Being an internationally active cleantech company also means bearing global responsibility. Sustainably preserving and protecting the natural environment in all its diversity is a global challenge. We work in this awareness every day. We are working towards achieving CO2-neutral production of lithium hydroxide and pursue the long-term goal of avoiding waste as far as possible.

As a company and employer, Rock Tech also bears social responsibility. Rock Tech uses its innovative strength, technical knowledge and know-how, influence and presence worldwide to make a sustainable contribution to positive social and humanitarian developments.

We actively promote respect for human rights and the environment throughout our supply chain. The lithium hydroxide supplied by Rock Tech shall come from mines certified by the Initiative for Responsible Mining Assurances ("IRMA").

[1] For reasons of better readability, the language forms male, female and diverse (m/f/d) are not used simultaneously. All personal terms apply equally to all genders.

1.1. RESPONSIBILITY FOR EMPLOYEES

The commitment of our Employees is what makes Rock Tech successful. In our daily work together, we share our knowledge and create an inclusive, fair and diverse working environment in which everyone can develop to the best of their abilities. We promote the abilities of our Employees and treat each other with respect, tolerance, fairness and loyalty. Individual differences should be recognized, appreciated and respected. They should be addressed by colleagues in a way that fully develops and uses the talents and strengths of each individual.

1.2. RESPONSIBILITY FOR CORPORATE CULTURE

As an employer, Rock Tech promotes an understanding of sustainable corporate integrity. Rock Tech informs, trains and supports its Employees accordingly. An essential part of the role of Rock Tech's managers is to live the corporate culture and communicate it clearly and transparently to Rock Tech's Employees. Demanding and promoting integrity is the responsibility of our managers. They respond to questions or comments from their Employees. Respectful and trusting cooperation is a high priority. Our managers ensure that the relevant rules in the respective work environment are known and observed. They inform their Employees about the importance of correct behaviour and the consequences of acting contrary to the rules.

2. INTEGRITY

WE AT ROCK TECH:

- adhere to generally accepted principles of corporate governance
- are committed to conducting our business with integrity
- design our business processes transparently
- avoid situations that could lead to conflicts of interest
- do not engage in or condone criminal activity

2.1. CORPORATE GOVERNANCE

The term corporate governance describes the various management and control systems that contribute to the successful and sustainable management and control of Rock Tech as a company. These include, for example, business management principles and guidelines as well as internal and external audit processes and control mechanisms. Such systems are indispensable for responsible corporate governance. They form an essential basis for customers, Employees, capital markets and the public to trust Rock Tech.

OUR PRINCIPLES

We are guided by the generally accepted principles of responsible corporate governance and ensure value-oriented and sustainable management and control of our company. We comply with legal requirements, internal policies and other Rock Tech rules. Our reputation depends on delivering what we promise. We establish a corporate culture based on integrity and take responsibility for our actions.

2.2. ANTI-CORRUPTION

Corrupt behaviour is contrary to our values. Corruption undermines business relationships, distorts competition and exposes companies and individuals to law enforcement and reputational risks. Every country in the world has passed anti-corruption legislation. Rock Tech's Anti-Corruption Policy

fleshes out and reinforces the basic anti-corruption rules outlined below. We actively take measures to keep our national and international business activities free of any form of corruption. If you have a specific suspicion of corruption, please contact your manager, or our General Counsel & Chief Compliance Officer immediately.

OUR PRINCIPLES

Bribery and corruption are prohibited. Our position on this is very clear: we do not promise or grant money or other economic advantages, directly or indirectly, to our customers, suppliers or other business partners in order to influence their decisions or obtain improper advantages. This principle also applies in the reverse case: no one acting on behalf of or for Rock Tech may allow themselves to be corrupted by accepting unfair economic advantages from business partners. If you have a specific suspicion of corruption, please contact your line manager or the General Counsel & Chief Compliance Officer.

Facilitation payments, i.e. small payments to secure or expedite a routine official act, are considered bribes and are equally prohibited.

When we support organisations and projects through donations, we do so for a public benefit. We neither expect nor accept anything in return.

Our sponsorship activities are designed to increase awareness of the Rock Tech brand and contribute to image building. They must never be used to gain improper commercial advantage.

In business, it is quite common to occasionally give gifts or provide hospitality and entertainment. However, we never consider this as a way to influence decisions or obtain improper benefits from a public official[2] or other business partner. As Employees, we must always be cautious and assess whether and what is expected in return. Binding guidance is provided in Rock Tech's Gifts, Entertainment and Hospitality Policy (available at).

Insofar as we deal - both directly and indirectly - with public officials around the world, it must be taken into account that the legal systems of many countries provide for strict rules, such as the prohibition of granting benefits to public officials or the obligation to disclose relationships with public officials. We therefore expect our Employees to exercise particular care in their dealings with public officials and to ensure that they always act in accordance with the applicable laws and regulations as well as our own guidelines.

Rock Tech does not donate to political organisations, parties or individual politicians. Employees are prohibited from using Rock Tech assets to support a political party.

Proper accounting is an essential part of our corporate integrity and critical to our business success. It forms the basis for our corporate decisions and the direction of our business, and it is essential to meeting our disclosure obligations. For this reason, all business transactions and expenses are to be recorded fully, transparently and in accordance with applicable legal requirements and Rock Tech's internal accounting and reporting policies and processes.

[2] The term ”public official” is defined very broadly in current law and includes all employees of governments, ministries, agencies or equivalent bodies, as well as international organisations and persons acting in an official capacity or on behalf of any of the aforementioned institutions.

2.3. AVOIDANCE OF CONFLICTS OF INTEREST

Even the appearance of a conflict of interest is problematic for Rock Tech, as such an appearance creates the impression that a person's objectivity or independence may be compromised. We therefore pay particular attention to constellations in which the risk of conflicts of interest exists or is imminent.

OUR PRINCIPLES

As a Rock Tech employee, you must ensure that you always act in the best interests of our company. Therefore, you must avoid any situation where your own social, financial, political or other personal interests conflict or could potentially conflict with Rock Tech's business interests.

Such conflicts of interest may also be indirectly created by the actions of a family member, persons in the household or others with whom we are close. Care should therefore be taken to ensure that even such persons do not have a financial or other interest in a person or company that they know or suspect is doing or wishes to do business with our company or that company is a competitor of our company.

Our Employees are prohibited from soliciting, accepting or making any salary, fee, commission or other form of remuneration or loan or credit from or to such persons or entities.

Employees who wish to take on a second job or a management position in another organisation must inform Rock Tech of this activity in advance and obtain the appropriate approval.

Significant shareholdings of an employee in another company that could give rise to conflicts of interest, in particular also in a competing company, in customers or in subcontractors company, must be reported to Rock Tech and require prior approval.

The Company permits its Employees ownership of less than 1% of the publicly traded shares or other equity of any company with which Rock Tech has an actual or potential competitive relationship. Employees are prohibited from directly or indirectly influencing the decisions of such competing companies for their personal or financial benefit, or serving on the boards or other governing bodies (e.g., supervisory board memberships) of competing companies. If in doubt about the interpretation or if you have any questions in this regard, please contact your line manager or the General Counsel & Chief Compliance Officer.

2.4. MONEY LAUNDERING BAN

Money laundering is the term used to describe financial and economic transactions by which illegally acquired funds are channeled into the legal economic cycle in order to conceal the origin of the money. Money laundering is a criminal offence in almost all countries where Rock Tech operates.

OUR PRINCIPLES

Rock Tech only accepts money from clean sources. Employees shall inform themselves sufficiently about the business environment of the business partner, the business partner himself/herself and the purpose of the business he/she intends to conduct, especially before a major business transaction. Particularly in the case of new customers and business partners, attention should be paid to warning signs related to money laundering.

These include unusual payment channels (e.g. via third parties), trust accounts, tax havens[3] and unclear beneficial owners. In cases of doubt and if you have a concrete suspicion of irregularities, please contact your line manager or the General Counsel & Chief Compliance Officer immediately.

3. OUR RESPONSIBILITY TO SOCIETY AND THE ENVIRONMENT

WE AT ROCK TECH:

- respect human rights
- take our responsibility for society and community seriously
- consider sustainability, environmental and climate protection as an essential part of our corporate culture and a prerequisite for long-term success

3.1. RESPECT FOR HUMAN RIGHTS

Based on our values and beliefs, and in accordance with internationally recognized standards of conduct, we advocate respect for human rights wherever we operate. We fully support the principle that every human being is to be treated with dignity, fairness and respect.

In accordance with the United Nations Universal Declaration of Human Rights and the UN Global Compact initiative, we are fully committed to respecting human rights.

We respect the dignity, freedom and rights of our Employees, our business partners and the social environment in which we live and work. Our respect is for all individuals with whom we have a relationship through our activities. We do not tolerate any form of discrimination, harassment, assault, child or forced labour.

3.2. SOCIETY AND COMMUNITY

We want to create value for society that goes beyond providing jobs.

OUR PRINCIPLES

We are aware that we can influence and positively change society through our economic performance, our human resources policy, our environmental behaviour and many other factors. Rock Tech uses its power as an employer, its presence in many locations and its technical knowledge to make an individual contribution to social development.

Donations and sponsorships that are in line with our values are part of our social commitment and public service responsibility. Rock Tech encourages its Employees to become personally socially involved.

[3] EU list of non-cooperative countries and territories for tax purposes, published at: https://www.consilium.europa.eu/en/policies/eu-list-of-non-cooperative-jurisdictions/.

3.3. ENVIRONMENT

We are committed to creating good living conditions for future generations and to setting a positive example in environmental and climate protection.

OUR PRINCIPLES

We are aware of our responsibility for the environment. We want to continuously reduce the negative environmental impact of our business activities and actively contribute to environmental and climate protection as well as to the conservation of natural resources. Our demands go beyond the fulfilment of legal requirements. Rock Tech pursues the long-term goal of avoiding waste as far as possible. We therefore commit to the following specific goals in our Rock Tech mission statement:

- SUSTAINABLE MINING AND COMMODITY SOURCING: We will source or extract our own lithium raw materials in compliance with international standards and practices. The raw materials for the lithium hydroxide supplied by Rock Tech will be sourced from mines certified by the Initiative for Responsible Mining Assurances (IRMA) for compliance with human rights and environmental standards. In the long term, we want our Georgia Lake project to be considered best-in-class for sustainable mining in Canada.

- RECYCLING: We will substantially reduce the consumption of natural raw materials through urban mining. In the long term, we aim to cover our raw material requirements from raw materials obtained through battery recycling. In the long term, 50 % of the raw materials needed for our converter in Guben will come from recycling.

- CLIMATE-NEUTRAL LOGISTICS: We avoid the use of resource-intensive means of transport to the best of our ability, we shorten delivery routes and continuously strive for climate-neutral logistics. We want to achieve 100% CO2-neutral logistics in our supply chain. Where necessary, we work together with certified offset programs.

- GREEN ENERGY: We want to achieve that all our converters are powered by locally generated renewable energy in the long term.

- IMPROVING THE CO2 BALANCE: We are continuously working to minimize the carbon footprint of our facilities in terms of land use, as well as water and waste management, thus minimizing the carbon footprint of our product.

- LIFECYCLE-PRODUCT-TRACKING: In the long term, we want to achieve that each of our products remains traceable throughout its entire life cycle until the point of recycling. With the help of the data thus obtained, we will accelerate the development towards more sustainable battery production.

4. HANDLING OF ASSETS AND INSIDER INFORMATION

WE AT ROCK TECH:

- protect the assets and intellectual property of the company
- undertake to comply with the provisions of data protection law
- maintain business secrets and comply with the rules on disclosure and transfer of company information
- we do not participate directly or indirectly in insider trading

4.1. HANDLING OF INTELLECTUAL PROPERTY AND PHYSICAL ASSETS

Intellectual property includes intangible assets and proprietary confidential information. Intellectual property is also an asset of significant economic importance to Rock Tech. This can be registered property rights (e.g. patents) or unregistered property rights (e.g. trade secrets or know-how). These include, for example:

- trademarks, patents, utility models, copyrights
- business, financial and production information
- research and development information, including know-how and innovations
- business-related records and documents
- customer and supplier information

Physical assets are tangible assets that have a direct economic equivalent value, such as cash, equipment, inventory or real estate and land owned by Rock Tech.

OUR PRINCIPLES

Rock Tech expects its Employees to take responsibility for the Group's assets and to protect them from theft, misuse, embezzlement and waste.

We protect the privacy of our customers and others and take necessary steps to ensure the accuracy and security of data (e.g. in connection with confidential customer data, as well as health data or social security data of our Employees).

We act prudently when sharing sensitive information. When sharing, we adhere to the designated business, communication and disclosure processes and take appropriate precautions to ensure information security where necessary. We only share confidential information with third parties if they clearly need the information for business purposes and have previously signed a confidentiality agreement.

We must communicate accurately and consistently. For this reason, only those authorized to do so may share information about the company with external parties on behalf of Rock Tech. Communications with the media, investors, financial analysts and public bodies or institutions are conducted only through our Communications and Investor Relations departments, legal department and responsible management. For further details, please refer to Rock Tech's Disclosure Policy.

4.2. INSIDER INFORMATION AND INSIDER TRADING BAN

Insider information is material information about our company that is not generally available and the disclosure of which may have a material effect on Rock Tech's share price. Such information is material if investors would consider it relevant in deciding to trade shares or other securities.

Insider trading refers to trading in shares or securities of a listed company by persons who have inside information of the company. In most countries, trading on the basis of insider information is illegal because it gives the insider an unfair advantage.

OUR PRINCIPLES

Trading in Rock Tech shares or securities on the basis of inside information is strictly prohibited for Employees. The same applies to the disclosure of inside information to outside third parties. Binding and detailed rules on insider trading issues are contained in Rock Tech's Insider Trading Policy.

5. COMPETITIVE CONDUCT

WE AT ROCK TECH:

- commit to ensuring that our subcontractors and suppliers meet the requirements of integrity to which we also align our own actions
- stand for fair competition and prevail due to the quality of our product
- reject any form of anti-competitive behaviour and do not engage in such behaviour under any circumstances

5.1. DEALING WITH SUBCONTRACTORS AND SUPPLIERS

We focus on long-term and cooperative relationships with our business partners. Together with them, we create innovative solutions for our customers and design continuous, efficient supply chains. We ensure that our suppliers' procurement, manufacturing and delivery processes are sustainable, environmentally sound and responsible. It is particularly important to us that our subcontractors and suppliers share our values, especially human rights and environmental standards, and comply with all applicable laws.

OUR PRINCIPLES

Our supplier selection is based on transparent criteria and procedures. Compliance with high humanitarian and environmental standards applies in particular at the beginning of the value chain with the selection and monitoring of our raw material sources (e.g. for spodumene). Our Supplier Code of Conduct requires all subcontractors and suppliers to act in accordance with its principles and generally accepted standards and to comply with applicable laws and regulations. We also ask our suppliers to ensure that their own subcontractors and suppliers also follow these principles.

If there are reasonable grounds to believe that a subcontractor or supplier is not meeting our expectations and requirements, we will review whether we wish to continue to do business with that company and, if necessary, terminate the business relationship in the event of serious violations.

5.2. FAIR COMPETITION

Free competitive markets can only function if market participants adhere to the principles of fair competition. For this reason, many countries have enacted laws prohibiting anti-competitive behaviour. If Rock Tech engages in anti-competitive behaviour, it can have serious negative consequences that can result in financial losses, heavy fines, loss of reputation and loss of market share.

Examples of anti-competitive behaviour include:

- the exchange of data and information with Rock Tech's competitors, e.g. pricing, market conditions, customers, sales, production capacity (raw material) suppliers, production capacities),
- collusion with competitors on the allocation of customers, markets, products or services,
- price fixing with competitors (so-called horizontal agreements) in any form,
- bid rigging in the context of tenders

OUR PRINCIPLES

Rock Tech is always committed to fair competition. We do not engage in activities that may be construed as anti-competitive, abusive or unfair. Cooperative agreements, bidding consortiums, joint ventures or consortia are subject to the prior review and approval of the Rock Tech Legal Department. We do not engage in competitive intelligence gathering (such as industrial espionage, bribery, theft, eavesdropping) or make materially false or misleading statements about our competitors or their services.

6. EMPLOYEES

WE AT ROCK TECH:

- ensure safety at our operating and working sites and promote the health of our employees
- value diversity and tolerance, respect each other and provide fair employment conditions
- ensure that employee rights, the rights of works councils and trade unions are respected
- encourage Employees to get involved in social projects
- share our knowledge and create an inclusive as well as diverse and innovative work environment

6.1. HEALTH AND SAFETY AT WORK

Rock Tech is committed to providing optimal working conditions. We place the highest value on health and safety in the workplace. Managers are committed to actively promoting health and safety and leading by example. We have also embedded this attitude in our Health, Safety and Environment (HSE) programs.

OUR PRINCIPLES

We attach great importance to occupational safety in all areas of the Group - also with customers and suppliers. Through joint efforts, we want to achieve the goal of "Zero Harm". To this end, we continuously invest in programs that raise awareness of occupational safety and contribute to the further development of our safety culture.

We care about the health of our Employees and protect them from work-related illnesses. That's why we regularly inspect workplaces and conditions.

Rock Tech is a drug-free workplace. Employees are not allowed to consume intoxicants during working hours. The consumption of alcohol at the workplace and the way to work is also prohibited.

6.2. FAIR WORKING CONDITIONS

Attracting qualified, committed Employees, retaining them and developing them are key factors for the success of our business. As an international and diversified company, Rock Tech relies on Employees who bring a wide range of experience, qualifications and perspectives to the table and whose individual skills help us innovate to meet business challenges.

OUR PRINCIPLES

We develop our Employees' skills, encourage their work performance and treat each other with respect, fairness and loyalty.

At Rock Tech, we value cultural diversity. There is no room for discrimination at our company. Every employee has equal opportunities in hiring, promotion, compensation and advancement, regardless of origin, gender, sexual orientation, world view, possible disability or age.

Rock Tech actively combats all forms of illegal employment and unfair labour practices. We comply with international employment standards and uphold human rights at all our sites.

Rock Tech respects the rights of its Employees and gives them the legal right to have a say.

7. FURTHER GUIDANCE

7.1. INFORMATION AND CONTROL

The Management is responsible for the Group-wide dissemination of this Code of Conduct. It ensures that managers are able to provide qualified information and guidance to their Employees. Our entire company ensures that the provisions of this Code of Conduct are implemented worldwide.

Employees acknowledge that they have received and read the Code of Conduct. Furthermore, the provisions contained in the Code of Conduct are the subject of regular staff appraisals and, where applicable, staff remuneration schemes.

This Code of Conduct is regularly reviewed and updated based on lessons learned.

7.2. REPORTING OF VIOLATIONS AND CONCERNS

Each of us is encouraged to report known or suspected violations of the principles and contents of this Code of Conduct, other Rock Tech policies and processes, and applicable laws.

Rock Tech fosters an environment and culture where Employees can raise violations and concerns directly at any time. These reports may be made confidentially and, to the extent permitted by law, anonymously. Individuals who make reports in good faith and in accordance with the principles set out in the Code of Conduct will not be subject to reprisal or retaliation.

If you are involved in or become aware of a violation of the requirements of this Code of Conduct, Group policies or processes, or of any law, you may contact any of the following in confidence:

- your line manager,
- General Counsel & Chief Compliance Officer,
- a trusted person at Rock Tech,
- our whistleblowing system including a whistleblower-hotline.

Rock Tech takes seriously every tip that is given to the best of our knowledge. Reports are investigated for possible unethical or illegal conduct in relation to applicable law and our internal policies and processes. If necessary, appropriate action will be taken to remedy the situation. Every employee is required to cooperate with such investigations.

Further details of our whistleblowing system are set out in Rock Tech's Whistleblowing-Policy.

Rock Tech does not tolerate violations of this Code of Conduct, its policies and processes. Violations will have serious consequences and will result in disciplinary action, up to and including termination of employment and, if appropriate, reporting to the appropriate authorities.

ADVICE AND FURTHER INFORMATION

This Code of Conduct cannot cover or anticipate every conceivable situation you may face as an employee of our company. Although Group policies and procedures provide further guidance, questions may remain.

Therefore, always ask if you are in doubt. Contact your manager, or our General Counsel & Chief Compliance Officer if you wish to discuss a particular matter outside your immediate work environment.