

Audit Report on Huayou Cobalt

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Due Diligence on responsible cobalt supply chain

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1 INTRODUCTION

LG Chem. Ltd. ('LG Chem.') has commissioned DNV GL Business Assurance Korea, Ltd. ('DNV GL') to carry out an audit on Zhejiang Huayou Cobalt Company Limited ('Huayou') to assess the extent of implementation of the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas. This audit assesses both qualitative and quantitative information provided by Huayou and their underlying management systems. The engagement was made in accordance with the relevant audit standards detailed in Section 3.1. An audit report ('Report') has been prepared by DNV GL summarising the findings of this audit, as well as areas identified for improvement.

The audit team was provided with collaborative access to Huayou employees and premises. Relevant documents and records were made available to the audit team when requested. The on-site audit of Huayou was conducted from 11-12 July 2017 by 2 DNV GL auditors, and the audit process included document review, interview of management and various persons-in-charge, and site inspection. The audit is based on the assumption that the statement made by management and persons-in-charge, and that data and information provided during the audit were provided in good faith by Huayou

Due to confidentiality reasons, the Report was reviewed by Huayou prior to the release to LG Chem. to ensure that any business confidential information, if included, had been provided with Huayou's consent. This sequence of review has been formally approved by LG Chem. This, however, does not affect DNV GL's conclusion on the audit findings and the Report.

The audit team has strictly complied with DNV GL Code of Ethics and adhered to the audit principles addressed in ISO 19011:2011.

2 SCOPE OF WORK

2.1 Audit process



DNV GL has conducted the audit as described in the diagram above:

The overall focus of DNV GL's audit was on the assessment of the extent to which Huayou has implemented the OECD Due Diligence Guidance, in particular adherence to the 5 steps approach and review of the effectiveness of the relevant processes in place.

The audit team has carried out the audit in the schedule as follows;

Activity	Dates	Remark
Document Review	6-7 July 2017	Reference document review
On-visit audit	11-12 July 2017	Zhejiang Huayou Cobalt in Tongxiang, China
Reporting	17-19 July 2017	
Technical review	21 July 2017	Review of audit process and report by independent reviewer
Client review	24-26 July 2016	Review of confidential information in the report
Report issue	26 July 2017	Report is issued to LG Chem.

2.2 Audit team and Impartiality

Role	Name	DNV GL Office	Impartiality
Lead auditor	Seung Hyun Kwak	Korea	OK
Auditor	Liao Jie	China	OK
Technical Reviewer	Seung Young Lee	Korea	OK
Approver	In-Kyoon Ahn	Korea	OK

DNV GL did not provide any services to Huayou from 2016 till completion of the assessment which would otherwise conflict with the independence of our work. DNV GL ensures the selection of qualified individuals based on an appraisal of their qualification and experience. The team conducting the assessment is multi-disciplinary and has extensive experience in assessments.

2.3 Disclaimer and Liability

The audit is based on the assumption that the statement made by management and persons-in-charge, and that data and information provided during the audit were provided in good faith by Huayou. The information contained in this Report is the view of the independent auditors of DNV GL and does not explicitly represent the views of Huayou, LG Chem. or any other 3rd party. The auditor's opinion is that the information provided in the Report is reliable and accurate, but it is furnished without warranty of any kind. The audit process is based on samples of the available information and statements from the interviewees. There is an element of uncertainty in auditing, and those acting upon the audit conclusion should be aware of the uncertainty inherent in the audit process as addressed in ISO 19011:2011 (Guidelines for Auditing Management Systems).

This Report is based upon the application of professional judgment to certain facts with resulting subjective interpretations. However, for assessment of the specific situation, we are dependent upon the quality and completeness of the information provided to us during the investigation. Professional judgments expressed herein are based upon the facts currently available within the limits of the existing data, scope of work, the budget and time schedule.

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3 AUDIT PROCESS

3.1 Audit standard

- 1) OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas Third Edition (OECD)
- 2) Chinese Due Diligence Guidelines for Responsible Mineral Supply Chains, China Chamber of Commerce of Metals, Minerals & Chemicals Importers & Exporters (CCCMC)
- 3) ISO 19011:2011, Guidelines for auditing management systems (ISO)

3.2 Principle of auditing

The audit team has adhered to following principles as set forth in ISO 19011:2011;

- 1) Integrity: the foundation of professionalism
- 2) Fair presentation: the obligation to report truthfully and accurately
- 3) Due professional care: the application of diligence and judgement in auditing
- 4) Confidentiality: security of information
- 5) Independence: the basis for the impartiality of the audit and objectivity of the audit conclusions
- 6) Evidence-based approach: the rational method for reaching reliable and reproducible audit conclusions in a systematic audit process

In addition, the audit team has complied with DNV GL Code of Ethics during the audit engagement.

3.3 Audit details¹

1) OECD Due Diligence Guidance: Step 1 – Establishment of strong Company Management System

- A) *Company should adopt, and clearly communicate to suppliers and the public, a company policy for the supply chain of minerals originating from conflict-affected and high-risk areas. This policy should incorporate the standards against which due diligence is to be conducted, consistent with the standards set forth in the model supply chain policy in Annex II.*

Huayou has in place a responsible mineral sourcing policy (Zhejiang Huayou Cobalt Co., Ltd. Due Diligence Policy for a Responsible Global Supply Chain of Cobalt) that was revised in January 2017. This policy is endorsed by the company's top management, President Mr. Chen Hong Liang. The policy

¹ The statements written in Bold and Italic are taken from OECD Due Diligence Guidance.

is publicly available from Huayou's website². Huayou expresses its commitment to adopt the Chinese Due Diligence Guidelines for Responsible Mineral Supply Chains and the OECD Due Diligence Guidance. It also states that the Policy will be disseminated and incorporated into contracts and/or agreement with suppliers. The content of the Policy is in general consistent with the standards set forth in the model supply chain policy in Annex II. However, Huayou could further emphasize on their commitment to refrain from any action which contributes to the financing of conflict and the commitment to comply with relevant United Nations sanctions resolutions or domestic laws implementing such resolutions, where applicable. The scope of the policy could be clarified further by indicating if Huayou Cobalt referred to Zhejiang Huayou Cobalt Company, Huayou New Energy Technology (Quzhou) Co., Ltd., and/or its subsidiaries (Congo Dongfang Mines; CDM), or all.

Additionally, Huayou has established two more policies that shows the requirements for responsible sourcing of cobalt.

- Supplier Code of Conduct
- Supplier Standard for responsible sourcing of Cobalt

B) Company should structure internal management to support supply chain due diligence.

On 9 May 2017, Huayou's Corporate CSR implementation committee led by the Chairman of Huayou was renewed. The Vice Chairman of the committee is the President of Huayou. The committee consists of 24 members from various departments and its subsidiaries. The committee plays the key role of the highest governance body to push the supply chain due diligence.

In addition, a task force led by Huayou's CSR Director implements the CSR Strategy, Policy and relevant activities for the subsidiary such as CDM, etc.

C) Company should establish a system of controls and transparency over the mineral supply chain. This includes a chain of custody or a traceability system or the identification of upstream actors in the supply chain. This may be implemented through participation in industry-driven programs.

Raw materials are supplied from Huayou's subsidiary (Congo Dongfang Mining International, 'CDM') in Democratic Republic of Congo, international LSMs and international traders. To prevent use of child labor in ASMs (Artisanal and small-scale minings) in D.R. Congo, Huayou has taken actions to mitigate this risk, such as by introducing the 'Model Mines Program (Responsible ASM mines

² <http://en.huayou.com/shehui/downloadcategoryid=10&isMode=false.html>

program)³ under CDM. Two ASMs are selected and controlled by CDM to ensure there is no identified risk. A tracking system is implemented for each truckload of raw cobalt delivered from the responsible ASM sites to CDM. Seals with unique identification numbers are applied to each truckload from the ASMs to CDM, and this tracking identification number is passed on to CDM, which will help CDM ensure that the cobalt has been sourced from a “Model Mines Program – Responsible ASM Mine”. It was noted that the volume of cobalt ore from these Model Mines Programs is small fraction compared to the total volume of cobalt processed by CDM. The Chain of Custody to trace each cobalt shipment from the point of origin can be partially implemented, however the smelting process involves this cobalt from Model Mines Program to be mixed later on with the cobalt ore from CDM’s own LSMs (Large-scale mines) and other local LSMs, thus there is a limitation in the traceability of origin of source. Huayou currently targets to ensure the traceability of cobalt from ASMs to CDM, however Huayou has expressed the challenges and difficulties in establishing a Chain of Custody to trace the shipment from international LSMs and traders, from the point of origin at the site of mining to the point of export and to the smelter and refinery unless other majority stakeholders have also agreed upon a common Chain of Custody system that will be implemented industry-wide.

The audit team visited the warehouse of Zhejiang Huayou Cobalt in Tongxiang, China. The Warehouse Manager stated that the origin of cobalt material received could be traced with shipment documents, as well as the seal and tag on each cobalt bag. The shipment documents could be verified against the seals and tags in samples of cobalt bags which were randomly sampled during the audit. Huayou does not maintain a traceability system during the production process (e.g. bags used for respective production lots), however, mass balance of cobalt materials was maintained by Huayou, who tracks the volume of cobalt used for input, processing, output, and the final closing volume.

After reviewing the current systems in place for raw material traceability, the audit team is of the opinion that the systems in place are neither sufficiently robust for an effective Chain of Custody nor an effective traceability system for cobalt in Huayou.

D) Company should strengthen company engagement with suppliers. A supply chain policy should be incorporated into contracts and/or agreements with suppliers. Where possible, assist suppliers in building capacities with a view to improving due diligence performance.

³ Details of Model mines program is available from the presentation material 'Responsible Cobalt Supply Chain (Updates on actions and control on the ground)' presented at the RCI, 5 May, Paris. (<http://en.huayou.com/shehui/downloadcategoryid=10&isMode=false.html>)

Huayou has developed the management system⁴ as per OECD Due Diligence Guidance and CCCMC Guideline with the support from RCS GLOBAL and has implemented this since February 2017. With only 5 months since its implementation, it would be too early to evaluate the effectiveness of the management system.

Various policies (Due Diligence Policy, Supplier Code of Conduct, and Supplier Standard for Responsible Sourcing of Cobalt) were communicated to its 1st tier suppliers such as LSM and Traders⁵ by e-mail in February and April 2017. A sample e-mail to these suppliers was verified during the audit. The purpose and importance of responsible sourcing was described in the e-mail with attachments providing additional information;

Letter from Huayou Cobalt;

- Due Diligence policy for a responsible global supply chain of Cobalt;
- Supplier code of conduct;
- Supplier standard for responsible sourcing of cobalt;
- Know your supplier questionnaire for international trader/LSM Supply Chains;
- Cobalt supply chain mapping questionnaire;
- Responsible minerals checklist for suppliers;

Suppliers were requested to review the documents and email an acknowledgement of receipt and compliance declaration by signing on two documents - Supplier code of conduct and Supplier standard for responsible sourcing of cobalt.

CDM which is a subsidiary of Huayou, also provided Due Diligence training to its suppliers in April 2017 to help the suppliers building capacity⁶ in this area of responsible sourcing of cobalt.

Currently, the declaration documents received from suppliers are stored in the office and and/or electronic documents are saved in the computer of the person responsible. To ensure proper retention of these documents, it would be important for Huayou to consider establishing a central repository to keep documents

To ensure that the supply chain map is up to date, Huayou should review the frequency of obtaining supplier information as well as the mechanism in which suppliers update Huayou should there be a change in the supply chain map.

E) Company should establish a company-level, or industry-wide, grievance mechanism as an early-warning risk-awareness system.

⁴ Zhejiang Huayou Cobalt Company Due Diligence Program for Responsible Supply Chains

⁵ Huayou explains that many international traders have their own mine and smelter.

⁶ Due Diligence Management System Training Conducted in DRC

The grievance mechanism in Huayou Cobalt is described in 'Zhejiang Huayou Cobalt Co., Ltd. Due Diligence Program for Responsible Supply Chain'. (4. Establish strong company management system).

The Huayou responsible explained that currently main grievance channel in Huayou is by phone or email to the corporate office. The contact information for the corporate office can be found on the company's website in English and Chinese. The corporate address and phone number, respective department phone numbers, fax numbers and e-mail addresses of respective departments are indicated in the website under the menu, 'Contact'. Anyone can submit a grievance by phone or e-mail.

The audit team has observed some areas for improvement, such as clarifying the grievance channels and grievance mechanisms for all employees, suppliers and other stakeholders. This should be publicly available and easily accessed on the company website. The grievance policy of Huayou needs to be clearly stated on their website as well;

- Who will be responsible for handling grievance submitted;
- E-mail, phone number and address of the Responsible;
- How the acknowledgement of grievance receipt will be made;
- Acceptability of the grievance;
- The process to anonymously report grievances without fear of reprisal or intimidation;
- The process to protect the grievance reporter.

The grievance policy could be provided in 3 languages, Chinese, English and French which is the official language in D.R. Congo.

2) OECD Due Diligence Guidance: Step 2 – Identification and Assessment of risk in the supply chain

A) *Company should identify risks in their supply chain as recommended in the Supplements.*

B) *Company should assess risks of adverse impacts in light of the standards of their supply chain policy consistent with Annex II and the due diligence recommendations in this Guidance.*

The Suppliers have submitted 3 questionnaires with which Huayou has established a supply chain map and conducted supply chain risk assessment. The 3 questionnaires are:

- i) Know your supplier questionnaire for international trader/LSM Supply Chains
- ii) Cobalt supply chain mapping questionnaire
- iii) Responsible minerals checklist for suppliers. Information obtained in i) Know your supplier questionnaire and ii) Cobalt supply chain mapping questionnaire, helps Huayou determine countries of origin of the cobalt, countries through which the cobalt has been transported and countries of operation

of suppliers and other known upstream companies. Huayou also gathers the information from suppliers' website and its subsidiary (CDM).

The CSR director explains that Huayou has conducted the initial risk assessment with the information obtained in the questionnaires and information provided by international institutions such as Fragile State Index, Corruption Perception Index, Heidelberg Institute's Conflict Barometer and Global Peace Index.

Suppliers who have not responded to the questionnaires are highlighted in Red in the supplier list and identified for follow up. Huayou has plans to request for new suppliers to sign the supplier code of conduct and supplier standard during the contracting process. This contracting process is currently being revised to integrate the new documentation requirements.

Tier 1 suppliers are rated and priority risk areas are identified accordingly. Priority risk areas defined by Huayou are aligned with risks of significant adverse impacts defined in OECD Due Diligence guidance.

List of priority risk areas identified by Huayou	OECD Due Diligence guidance, ANNEX II
The worst forms of child labor	
Systematic or widespread human rights abuses associated with the extraction, transport or trade of cobalt	Serious abuses associated with the extraction, transport or trade of minerals
Direct or indirect support to non-state armed groups or public or private security forces	Direct or indirect support to non-state armed groups public or private security forces
Bribery and fraudulent misrepresentation of the origin of cobalt	Bribery and fraudulent misrepresentation of the origin of minerals
Money laundering	Money laundering
Non-payment of taxes, fees and royalties due to governments	The payment of taxes, fees and royalties due to governments
Life threatening occupational health and safety conditions	

During the audit, Huayou also made available risk assessment reports for international traders / LSM supply chains for DNV GL to review.

3) OECD Due Diligence Guidance: Step 3 – Design and implementation a strategy to respond to identified risk

A) *Company should report findings of the supply chain risk assessment to the designated senior management of the company.*

The CSR Director stated that CSR team responsible for the due diligence program directly reports to the Chairman. Any issues relating to the upstream supply chain are normally reported to the Chairman and

senior management during the monthly meeting (Cobalt Responsible Supply Chain Management Committee Meeting). The 3rd party Due Diligence Report on CDM is also reported the Chairman. Huayou could review the frequency of the management review process and consider conducting it at least once per year so that the effectiveness of the Due Diligence Program, 3rd party and/or 2nd party audit findings and other relevant management system issues are reviewed by the top management regularly and necessary corrective actions can be taken in a timely manner to improve the Due Diligence Program. For this, documented process on corrective and preventive actions and regular management review on the management system can be further developed or existing process can be adopted where appropriate.

- B) Company should devise and adopt a risk management plan.***
- C) Company should implement the risk management plan, monitor and track performance of risk mitigation efforts and report back to designated senior management.***
- D) Company should undertake additional fact and risk assessments for risks requiring mitigation, or after a change of circumstances***

The following risk management plans have been approved by Huayou top management and are being implemented – Huayou/CDM Cobalt supply chain Due Diligence Risk Mitigation Plan dated 12 May 2017 and Huayou Cobalt supply chain Due Diligence Risk mitigation plan for LSM & international traders dated on 17 June 2017.

Relevant KPIs have been developed and are monitored. The KPIs include the following:

- Number of on-site visit to mining area in DRC by 30 September
- Number of communication with stakeholder by 30 September
- Completion of supply chain map by 30 July
- 3rd party audit by 30 July (done already by Lizmuller)

Huayou's risk management strategy is addressed in the Due Diligence Program for Responsible Supply Chains. The steps to be taken are;

- Continuation of business relationship during mitigation efforts (this includes at a minimum instances of child labor (excluding worst forms of child labor)
- Suspension of business relationship during mitigation (this includes at a minimum any risk defined in the Huayou Due Diligence policy, the supplier Chain of Custody, the supplier standards, any and all risks related to the worst form of child labor.

- Termination of relationship with a supplier after failed attempts at mitigation or where Huayou reasonably deems risk mitigation is not feasible or presents an unacceptable risk as defined in the Due Diligence Policy and the supplier Chain of Custody.

Huayou could develop an in-depth Due Diligence audit on international traders/LSMs based on their supply chain risk assessment report, the purchasing volume, nature of business relations, etc. The in-depth Due Diligence could include the validation of questionnaires submitted and 2nd party or 3rd party audit reports. Where recycled resources are concerned, Huayou needs to further develop the methodology of risk-based assessments to assess the likelihood of raw materials from conflict areas being sold as recycled products to conceal or hide its origin. Huayou could also consider having their Tier 1 suppliers implementing a similar system so that Tier 2 suppliers are also required to acknowledge and sign the CoC.

4) **OECD Due Diligence Guidance: Step 4 – Independent third-party audits of supply chain due diligence at identified points in the supply chain**

Companies at identified points (as indicated in the Supplements) in the supply chain should have their due diligence practices audited by independent third parties. Such audits may be verified by an independent institutionalised mechanism.


Huayou commissioned independent 3rd party audits on its subsidiary (CDM) in D.R. Congo in May 2017 and on itself in July 2017⁷.

Huayou has not implemented any type of 3rd party due diligence audits on their suppliers yet. This is an area that Huayou could consider improving, in particular, commissioning regular, annual, independent 3rd or 2nd party audit on suppliers who are considered to have high risk. Should the risk of supplier become lower (after several audits) and the level of supply chain management gets more mature, the audit interval can be adjusted to a longer period. Mitigation measures should be taken against risk and non-conformance identified from these supplier audits.

5) **OECD Due Diligence Guidance: Step 5 - Report on supply chain due diligence**

Companies should publicly report on their supply chain due diligence policies and practices and may do so by expanding the scope of their sustainability, corporate social responsibility or annual reports to cover additional information on mineral supply chain due diligence.

⁷ The due diligence reports on CDM and Zhejiang Huayou Cobalt were not reviewed during this audit.



Huayou discloses in its website the key documents associated with Cobalt supply chain management;

- Huayou Due Diligence Policy for a Responsible Global Supply Chain of Cobalt;
- Suppliers' Code of Conduct of Zhejiang Huayou Cobalt Co., Ltd.;
- Zhejiang Huayou Cobalt Co., Ltd. Supplier Standard for Responsible Sourcing of Cobalt;
- And other relevant information.

The Corporate Social Responsibility Report is published on a yearly basis and summarises Huayou's efforts in managing the Cobalt supply chain.

Apart from the Corporate Social Responsibility Report, Huayou could consider publicly disclosing their own Due Diligence report, its supplier or subsidiaries, and also could provide upon request, their Due Diligence reports to interested stakeholders.



4 CONCLUSIONS

On the basis of the work undertaken, the audit team has noted that Huayou has established a Due Diligence Program and begun to implement the program. As the program is still in its early stages, it would be too early to evaluate its effectiveness. The audit team recommends that Huayou further implement the Due Diligence Program, conduct regular internal audits and take corrective actions as appropriate to improve the management system.

In the section 3.3, details of audit as per OECD Due Diligence Guidance, ANNEX I Five-Step Framework for Risk-Based Due Diligence in the Mineral Supply Chain, are addressed. The observations and opportunities for improvement provided in section 3.3 do not affect the conclusions of this audit and are provided to encourage continual improvement.

5 APPENDIX

5.1 Persons interviewed

Name	Title	Organization in Huayou
Mr. Binghai Zhang	Vice President	Zhejiang Huayou Cobalt Company Limited.
Mr. Bryce Lee	Director	CSR Department / Zhejiang Huayou Cobalt Company Limited.
Mr. Shengyuan Michael Li	CSR Specialist	CSR Department / Zhejiang Huayou Cobalt Company Limited.
Mr. Jia Shen	CSR Specialist	CSR Department / Zhejiang Huayou Cobalt Company Limited.
Mr. Zhu Jingfeng	Sales manager	Sales Department / Huayou New Energy Technology (Quzhou) Co., Ltd.
Mr. Wen Xue Simon	Vice Manager	Marketing promotion Department / Zhejiang Huayou Cobalt Company Limited.
Ms. Maggie Yuan	Vice Manager	Raw Material Procurement Department / Zhejiang Huayou Cobalt Company Limited.
Mr. Shen Jianrong	Manager	Warehouse / Zhejiang Huayou Cobalt Company Limited.
Ms. Jiang	Management system responsible	Quality Department / Zhejiang Huayou Cobalt Company Limited.

5.2 Documents/Records reviewed

- 1) Zhejiang Huayou Cobalt Co., Ltd. Due Diligence Policy for a Responsible Global Supply Chain of Cobalt
- 2) Suppliers' Code of Conduct of Zhejiang Huayou Cobalt Co., Ltd.
- 3) Zhejiang Huayou Cobalt Co., Ltd. Supplier Standard for Responsible Sourcing of Cobalt
- 4) Zhejiang Huayou Cobalt Co., Ltd. Due Diligence Program for Responsible supply chain
- 5) Huayou Cobalt 2016 Corporate Social Responsibility Report
- 6) Responsible Cobalt Supply Chain, Updates on actions and controls on the ground, Presentation material at the RCI, 5 May, OECD, Paris
- 7) Record of Due Diligence Management System Training conducted in D.R. Congo
- 8) Huayou/CDM Cobalt supply chain DD Risk mitigation plan and Huayou Cobalt supply chain DD Risk mitigation plan for LSM & International trader
- 9) Due Diligence Management System Training Conducted in DRC
- 10) DD Risk Assessment Report



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