

# GLOBAL ANTI-CORRUPTION POLICY

Commercial Metals Company and its subsidiaries (collectively referred to herein as “CMC”) are committed to compliance with anti-corruption and anti-bribery laws worldwide. In furtherance of that commitment, CMC has adopted this Global Anti-Corruption Policy (this “Policy”). CMC does not condone, facilitate or support corruption or bribery of any kind. This Policy describes CMC’s expectations of its employees, officers and directors, and of third parties that perform services for or on behalf of CMC (“Third-Party Representatives”).

## Compliance With Anti-Corruption Laws

CMC is subject to multiple anti-corruption laws, including the U.S. Foreign Corrupt Practices Act (“FCPA”) and the U.K. Bribery Act.

For purposes of this Policy, “anti-corruption laws” encompass laws prohibiting the offer, promise, or giving of anything of value to anyone to influence the recipient’s act or decision in order to obtain or retain business, or to secure an improper advantage. “Anything of value” in this context is broadly defined to include, among other things, tangible and intangible benefits, cash, cash equivalents (such as gift cards, gift certificates and merchandise discounts), loans, gifts, entertainment, meals, transportation, lodging, per diems, favors, charitable donations, political contributions, and business or employment opportunities. There is no exception based on the amount or immateriality of a payment, gift, provision of hospitality or other thing of value.

While bribery is prohibited in all contexts, including purely commercial contexts, we must be particularly careful not to give anything of value to a Government Official. A Government Official is broadly defined to include: (i) an officer or employee of a government or any department, agency or instrumentality thereof including state-owned or controlled companies; (ii) an officer or employee of a public international organization such as the United Nations, World Bank, etc.; (iii) a person acting in an official capacity for or on behalf of any such government, department, agency, instrumentality or public international organization; or (iv) a political party, political party official or candidate for political office. Government Official also means a family member of any of the individuals encompassed in categories (i) through (iv).

Just as we may not offer, promise, or give anything of value to influence the recipient’s act or decision in order to obtain or retain business, or to secure an improper advantage, we may not request or offer anything of value in connection with any CMC business decision.

Anti-corruption laws (and the laws that govern public companies) also require the Company to maintain books, records and accounts. We must record all transactions in the Company’s books and records accurately and in detail.

Accordingly, CMC employees may not, directly or indirectly:

- offer, promise, authorize or give anything of value to anyone with the intention to influence the recipient to obtain or retain business or gain an improper business advantage, or to incentivize improper performance of someone’s business or professional obligations; or
- request, agree to receive, or accept anything of value from an external party as an incentive or reward for making business decisions favorable to the external party.

When interacting with third parties, CMC’s employees, officers and directors are expected to communicate clearly CMC’s zero tolerance approach to corruption and to avoid conflicts of interest and any other inappropriate conduct.

So-called “Facilitating Payments” – payments to foreign public officials to secure their performance of an act that they are already obligated to perform (issuing of certificates or visas, etc.) – are also prohibited. If an employee believes that CMC’s assets would be threatened if the employee does *not* make Facilitating Payments, the employee must immediately contact a supervisor or manager and the CMC Legal

Department. Employees must obtain prior written approval from the CMC Legal Department to make any Facilitating Payments.

In exceptional circumstances, payments are permitted in response to true extortionate demands under imminent threat of physical harm. In the event an employee is forced to make a payment in these circumstances, the employee must report the payment to a supervisor and to the Chief Legal Officer immediately. Such payments are permissible only if the employee believes, in good faith, that the threat is imminent, serious and credible; a minor delay or personal inconvenience does not justify a payment.

CMC also prohibits:

- Lying of any kind (false statements, false documents, etc.)
- Activities intended to circumvent laws concerning the retention of, or payments to agents or consultants;
- The recording of any false, or misleading entry in CMC's books and records;
- Cash disbursements, except for reasonable amounts drawn from established and properly recorded petty cash accounts with proper documentation to support the transaction; and,
- Checks payable to cash or bearer. Exceptions will be made only with the prior written approval of CMC's Chief Financial Officer, Chief Accounting Officer, or Chief Legal Officer.

## **Requirements of Third-Party Representatives**

Third-Party Representatives acting on behalf of CMC are subject to the same restrictions on employees as outlined above. CMC may not ask or allow a Third-Party Representative to take any action that CMC cannot take directly. Deliberate ignorance of the actions of Third-Party Representatives is not a valid excuse and may be subject to legal penalties.

CMC employees overseeing Third-Party Representatives acting for or on behalf of CMC must communicate to those Third-Party Representatives the restrictions described in this policy.

Third-Party Representatives must communicate this Policy to all subcontractors and agents engaged by them to provide services to CMC and require that such subcontractors and agents comply with the Policy. Third-Party representatives are ultimately responsible for compliance with all anti-corruption and anti-bribery laws and this Policy: engaging subcontractors or agents to provide services will not relieve Third-Party Representatives of their obligations or responsibilities.

## **Mandatory Compliance**

CMC has zero-tolerance for corrupt activities. Compliance with this Policy is mandatory. Failure to comply will be treated as a serious disciplinary offense and may result in disciplinary action up to termination of employment or termination of the Third-Party Representative's business relationship with CMC. Furthermore, violators of this Policy are subject to potential fines and/or imprisonment under the FCPA, the U.K. Bribery Act, and/or any other applicable laws.

## **Reporting**

Any employee, officer, or director of CMC who is aware of or suspects an actual or imminent violation of anti-corruption laws or this Policy, or inappropriate gifts, political activities, or other corrupt activities is required to report such information to a supervisor, management, or the CMC Legal Department. Upon receipt of a credible incident report or complaint, a prompt investigation will be conducted and documented. As warranted, findings of the investigation will be reported to the Audit Committee. The Audit Committee also receives periodic reports regarding complaints, incidents and related findings. CMC prohibits retaliation of any kind against individuals who make a report of corruption or who participate in any investigation.

If any employee, officer or director wishes to anonymously report corruption or any related activities, they may do so via the CMC Ethics Hotline at our U.S. number, (877) 534-0379, or the applicable international number by a written description to either the Chief Legal Officer or the Chairman of the Audit Committee at P.O. Box 1046, Dallas, TX 75221.

Third-Party Representatives should promptly report to CMC any concerns about perceived unethical business practices by CMC's employees, officers or directors or other Third-Party Representatives to the CMC Legal Department at [compliance@cmc.com](mailto:compliance@cmc.com) or via the anonymous reporting methods described above.

If you have questions about this Policy or CMC's Anti-Corruption Program, please contact the CMC Legal Department at [compliance@cmc.com](mailto:compliance@cmc.com).