

Piedmont Lithium Inc.

INTERNATIONAL TRADE POLICY

(dated December 8, 2022)

I. PURPOSE

Piedmont Lithium Inc. (“**Piedmont**” or the “**Company**”) is committed to maintaining the highest possible ethical standards and complying with all applicable laws in all countries in which it does business. This includes strict compliance with U.S. laws governing international trade, including economic sanctions, export controls, and anti-boycott regulations (collectively, “**International Trade Laws**”). The purpose of this policy (the “**Policy**”) is to provide guidance to the Company’s directors, officers, employees, agents, consultants, suppliers, intermediaries, joint venture partners, and other third-party representatives to ensure compliance with such laws.

This Policy will be reviewed, evaluated and revised by the Company from time to time in light of regulatory changes, developments in the Company’s business and other factors.

II. POLICY

The Company strictly prohibits doing business with countries and persons prohibited by applicable International Trade Laws, as described below.

III. APPLICATION

This Policy applies to all directors, officers, and employees of the Company, wherever located (hereinafter collectively referred to as “**Employees**”). This Policy also applies to the Company’s agents, consultants, suppliers, intermediaries, joint venture partners, and any other third-parties when acting on the Company’s behalf (hereinafter collectively referred to as “**Representatives**”). Employees and Representatives must avoid any activity that may directly or indirectly implicate the Company in any violation of this Policy or applicable laws.

Compliance with International Trade Laws is required of all Employees and Representatives. Frequently Asked Questions (“**FAQs**”) regarding applicable International Trade Laws are available in **Appendix A**. Employees are required to sign the attached certification forms on an annual basis acknowledging that they have read and understand the Policy, and that they agree to comply with it. The Certification Forms are available in **Appendix B**.

IV. ENFORCEMENT AGENCIES, PENALTIES AND SANCTIONS

The U.S. Department of the Treasury’s Office of Foreign Assets Control (“**OFAC**”) is the chief civil enforcement agency with respect to U.S. sanctions. U.S. export control laws are primarily enforced by the U.S. Department of Commerce’s Bureau of Industry and Security (“**BIS**”) and the U.S. Department

of State's Directorate of Defense Trade Controls ("DDTC"). The U.S. Department of Justice ("DOJ") has authority to bring criminal enforcement actions against companies and individuals for criminal violations of these laws and regulations.

A violation of International Trade Laws potentially subjects both the Company and the individual(s) involved to severe criminal and civil penalties, up to and including incarceration. Other consequences include negative publicity, significant harm to our business reputation, increased government scrutiny, and difficulty obtaining government licenses and approvals, up to and including debarment, and potential denial orders which can limit the ability of individuals or companies to deal in any items subject to U.S. export controls.

V. COMPLIANCE WITH THIS POLICY

The Company will not tolerate Employees or Representatives who violate the law or act in a manner that places the Company at risk. Employees and Representatives who violate this Policy will be subject to disciplinary or other action, up to and including dismissal or termination.

Employees and Representatives should contact the Company's Chief Legal Officer for additional guidance regarding the application of this Policy. Moreover, each Employee and Representative must immediately report any suspected violations of this Policy to his or her supervisor (unless the supervisor is implicated) or the Chief Legal Officer.

VI. INTERNATIONAL TRADE LAWS

A. OFAC Sanctions

Many countries around the world use sanctions as a foreign policy tool. The United States, through OFAC, has imposed robust sanctions measures to cut off funding for terrorists, illegitimate regimes, and others who seek to violate basic human rights. Accordingly, OFAC sanctions broadly prohibit U.S. persons and businesses from engaging in transactions, directly or indirectly, with certain specified targets, which may include business networks, entities, individuals, geographic regions, or entire nations. In many cases, it may also be a legal violation to refer transactions that would otherwise be prohibited to non-U.S. persons or entities for the purposes of evading legal restrictions, or to otherwise facilitate transactions involving countries or persons subject to U.S. sanctions. The United Nations, the European Union, the United Kingdom, and other countries have imposed many similar measures.

To ensure compliance with applicable sanctions, the Company is expected to screen proposed counterparties against the prohibited persons lists set forth by OFAC and other regulators, and to avoid doing business with prohibited countries and jurisdictions. Those lists and restrictions are described further below.

- **Prohibited Countries and Jurisdictions**

OFAC broadly prohibits most transactions between U.S. persons and persons or entities in (or ordinarily resident in) countries and regions that are subject to comprehensive sanctions, presently **Cuba, Iran, North Korea, Syria, and the Crimea, Donetsk People’s Republic, and Luhansk People’s Republic regions of Ukraine**. Prohibited activities include the import and export of goods and services, whether direct or indirect, as well as “facilitation” by a U.S. person of transactions between non-U.S. parties and a sanctioned country or region. More limited sanctions may block particular transactions or require licenses under certain circumstances.

OFAC’s comprehensive sanctions are complex regulations that change from time to time as the result of new legislation or executive orders.¹ If you have questions about whether sanctions may apply to a particular transaction, please contact the Chief Legal Officer.

- **Specially Designated Nationals**

In addition to these comprehensive jurisdiction-based sanctions programs, OFAC administers list-based sanctions programs that prohibit dealings with certain specified individuals and entities engaged in sanctionable activities, called “**Specially Designated Nationals**” or “**SDNs**.” SDNs include terrorists, proliferators of weapons of mass destruction, narcotics traffickers, members of transnational criminal organizations, and other “bad actors,” including government officials or entities involved in human rights abuses, corruption, malicious cyber-attacks, and other specified activities. These SDNs are located throughout the world and include major airlines, banks, and investors. Generally, the assets of an SDN in the United States are frozen and U.S. persons are prohibited from dealing with them without specific authorization, in the form of a license, from OFAC. Further, if an SDN owns a 50 percent or greater interest in an entity, OFAC policy requires that that entity must also be blocked, whether or not the entity itself has been explicitly identified by the agency. OFAC publishes a list of SDNs and other blocked persons (the “**SDN List**”) which is updated regularly, and supplemented by other restricted party lists.²

For more information about the procedures in place to screen for SDNs and other prohibited persons on applicable lists, please see the Company’s Know Your Customer procedures, or contact the Chief Legal Officer.

- **Sectoral Sanctions**

In addition to the blocking measures discussed above, a unique feature of the U.S. sanctions program targeting Russia are the sectoral sanctions, under which U.S. persons are prohibited from engaging in certain narrow types of activities with certain designated entities, as set forth on the Sectoral

¹ A full list of OFAC’s active sanctions programs is available at <https://home.treasury.gov/policy-issues/financial-sanctions/sanctions-programs-and-country-information>.

² The OFAC SDN List is available at <https://www.treasury.gov/sdn>.

Sanctions Identifications (“**SSI**”) List³ or the Non-SDN Menu-Based Sanctions (“**NS-MBS**”) List⁴ administered by OFAC, as well as persons owned 50 percent or more in the aggregate by one or more such entities. This type of sectoral designation, often referred to as “greylisting,” limits the types of interactions a targeted entity is allowed to undertake with U.S. persons pursuant to a series of OFAC “Directives” targeting Russia’s financial, energy, defense, and oil industries. As of February 2022, U.S. persons are also prohibited from engaging in certain transactions involving Russia’s central bank, finance ministry, and principal sovereign wealth fund, as well as certain transactions involving specified Russian banks and state-owned enterprises.

OFAC’s sectoral sanctions are complex regulations that change from time to time as the result of new legislation or executive orders. If you have questions about whether sanctions may apply to a particular transaction, please contact the Chief Legal Officer.

Other Prohibited Person Lists

Other regulators publish similar lists of prohibited persons akin to OFAC’s SDN, SSI, and NS-MBS Lists, including:

- the **United Nations** (“**UN**”) Consolidated Sanctions List includes all individuals and entities subject to sanctions measures imposed by the UN Security Council.⁵

- the **European Union** (“**EU**”) Consolidated Financial Sanctions List reflects the European Union’s implementation of sanctions policies set forth by the UN Security Council as well as additional EU-specific measures.⁶

- the **United Kingdom** (“**UK**”) publishes a Consolidated List of Financial Sanctions Targets, which includes those subject to UN sanctions and UK-specific asset freezes.⁷

B. U.S. Export Controls

Like U.S. sanctions, U.S. export controls are a means by which the U.S. implements international treaty obligations, such as in the areas of nuclear, chemical and biological weapons proliferation, multilateral sanctions, such as U.N. arms embargoes and sanctions on companies and individuals, and its own national security and foreign policy interests.

³ The OFAC SSI List is available at: <https://home.treasury.gov/policy-issues/financial-sanctions/consolidated-sanctions-list/sectoral-sanctions-identifications-ssi-list>.

⁴ The OFAC NS-MBS List is available at: <https://home.treasury.gov/policy-issues/financial-sanctions/consolidated-sanctions-list-non-sdn-lists/non-sdn-menu-based-sanctions-list-ns-mbs-list>.

⁵ The UN Consolidated Sanctions List is available at <https://www.un.org/securitycouncil/content/un-sc-consolidated-list>. Most UN Member States implement regulations to restrict activities with persons and entities on the UN Consolidated Sanctions List.

⁶ The EU Consolidated Financial Sanctions List is available at https://ec.europa.eu/info/business-economy-euro/banking-and-finance/international-relations/restrictive-measures-sanctions/overview-sanctions-and-related-tools_en#list.

⁷ The UK Consolidated List of Financial Sanctions Targets is available at <https://www.gov.uk/government/publications/financial-sanctions-consolidated-list-of-targets/consolidated-list-of-targets>.

U.S. export controls apply to all items located in the United States and to all U.S.-origin items located anywhere in the world. U.S. export controls may also apply to items manufactured outside of the United States when they are produced with certain U.S.-origin technology. Importantly, U.S. export controls “follow” items wherever they go. Thus, U.S. export controls continue to apply to items even after they are first exported out of the United States and even after the items are transferred (from one end-user to another end-user in the same country) or reexported (shipped from one country to another). Critically, U.S. export controls may also apply to the release of technology or provision of export-controlled items to non-U.S. persons, including employees, in the United States. These transfers are referred to as “deemed exports” and may require special licensing and the development of technology control plans to ensure that only authorized foreign nationals are provided access to controlled technology.

The vast majority of items subject to U.S. export controls do not require licensing or other authorization. (A notable exception to this rule is that almost all items subject to U.S. export controls require licensing when being exported or reexported to countries that are subject to comprehensive U.S. sanctions.) The remaining items subject to U.S. export controls may require licensing depending on which set of export control regulations applies to them and the reasons for which they are controlled. To illustrate, all exports of defense articles and defense services are regulated by the International Traffic in Arms Regulations (“**ITAR**”) and require licensing to all non-U.S. destinations. U.S. and non-U.S. persons may also require licensing to broker transactions involving U.S. defense articles and defense services. In contrast, only certain items that are regulated by the Export Administration Regulations (“**EAR**”) will require licensing. Licensing requirements under the EAR may arise based on the export classification of the item and the destination to which it is being sent, based on the end-user of the item, or due to the end use to which the item will be put.

With respect to end-users, U.S. export controls impose independent licensing requirements for exports to some SDNs, as well as other kinds of restricted parties that are identified on other lists maintained by the U.S. Department of Commerce, including the Entity List and the Denied Persons List. Thus, when screening proposed agents, consultants, vendors, distributors, freight forwarders, and other parties to a transaction for potential matches to restricted or prohibited parties, it is important to ensure that you are checking all potentially relevant lists. Other restrictions apply to parties identified on the Unverified List and when exporting items to military end-users and end-uses in Belarus, Burma, Cambodia, China, Russia, and Venezuela. Knowing and understanding the parties involved in a transaction, including your customer and the end-users of a product when different, is as critical to complying with U.S. export controls as compliance with U.S. sanctions. Additionally, knowing how the customer or end-user will use a product is also necessary to ensure that the product will not be put to any prohibited end uses without required authorizations.

U.S. export controls are complex regulations that change from time to time as the result of new legislation, regulations, or executive orders. If you have questions about whether export control licensing requirements may apply to a particular transaction, please contact the Chief Legal Officer.

C. Foreign Corrupt Practices Act

All Employees and Representatives must comply with the U.S. Foreign Corrupt Practices Act (“FCPA”), which sets forth requirements for the Company’s relationships with non-U.S. government representatives, which in many countries include individuals who would not be deemed government representatives in the United States (e.g., medical professionals and employees of educational institutions). It is important to note that these limitations apply with respect to a government representative at any level and not only with respect to senior or policy-making roles. As a U.S.-based company, the Company is required to adhere to all standards set forth in the FCPA regardless of the nationality or overseas location of the individual acting on behalf of the Company, whether an employee, officer, or third party.

The FCPA requires that relations between U.S. businesses and foreign government representatives conform to the standards that exist in the United States, even if a different business ethic is prevalent in the other country. Accordingly, no employee or third-party person or enterprise acting on behalf of the Company, directly or indirectly, may offer a gift, payment or bribe, or anything else of value, whether directly or indirectly, to any foreign official, foreign political party or party official, or candidate for foreign political office for the purpose of influencing an official act or decision or seeking influence with a foreign government in order to obtain, retain, or direct business to the Company or to any person or to otherwise secure an improper advantage. In short, such activity cannot be used to improve the business environment for the Company in any way. Thus, even if such payment is customary and generally thought to be legal in the host country, it is forbidden by the FCPA and violates U.S. law, unless it is a reasonable and bona fide expenditure, such as entertainment or travel and lodging expenses, that is directly related to (a) the promotion, demonstration, or explanation of products or services or (b) the execution or performance of a contract with a foreign government or government agency, and the payment was not made for an improper purpose.

As is the case under U.S. law, even inexpensive gifts to government or political party officials, such as tickets to sporting events, may constitute a violation of the FCPA. If questions arise with respect to expenses to be incurred on behalf of foreign officials, consult with the Company’s CFO before the Company pays or agrees to pay such expenses.

Some “expediting” payments are authorized under the FCPA. Such payments must be directly related to non-discretionary conduct by lower-level bureaucrats and unrelated to efforts by a company to obtain significant concessions, permits, or approvals. Examples include processing of visas and work orders, mail delivery, or loading and unloading of cargo. Such payments do not include payments of any kind relating to terms of continuing or new business agreements. Consult with the Company’s CFO prior to making or authorizing any proposed expediting payment.

A violation of the FCPA can result in criminal and civil penalties against the Company, its officers, its managers, and the individuals involved in the violation, regardless of the person’s nationality or location.

D. Anti-Boycott Laws

During the mid-1970s the United States adopted laws that seek to counteract the participation of U.S. persons in other nations' economic boycotts or embargoes. The anti-boycott laws were adopted to encourage and, in specified cases, require U.S. firms to refuse to participate in foreign boycotts that the United States does not sanction. They have the effect of preventing U.S. firms from being used to implement foreign policies of other nations which run counter to U.S. policy. The Arab League boycott of Israel is the principal foreign economic boycott that U.S. companies must be concerned with today. The anti-boycott laws, however, apply to all boycotts imposed by foreign countries that are unsanctioned by the United States.

The anti-boycott provisions of the EAR apply to the activities of U.S. persons in the interstate or foreign commerce of the United States. The term "U.S. person" includes all individuals, corporations and unincorporated associations resident in the United States, including the permanent domestic affiliates of foreign concerns. U.S. persons also include U.S. citizens abroad (except when they reside abroad and are employed by non-U.S. persons) and the controlled in fact affiliates of domestic concerns. The test for "controlled in fact" is the ability to establish the general policies or to control the day to day operations of the foreign affiliate. Conduct that may be penalized and/or prohibited includes:

- Agreements to refuse or actual refusal to do business with or in Israel or with blacklisted companies.
- Agreements to discriminate or actual discrimination against other persons based on race, religion, sex, national origin or nationality.
- Agreements to furnish or actual furnishing of information about business relationships with or in Israel or with blacklisted companies.
- Agreements to furnish or actual furnishing of information about the race, religion, sex, or national origin of another person.
- Implementing letters of credit containing prohibited boycott terms or conditions.

The EAR require U.S. persons to report quarterly requests they have received to take certain actions to comply with, further, or support an unsanctioned foreign boycott.

VII. COMPLIANCE AUDITS

The Company's finance department or the Chief Legal Officer should audit records relevant to compliance with International Trade Laws, unless agreed otherwise by senior management, periodically but not less than every twelve (12) months.

VIII. COMPLAINTS

The Company is committed to ensuring that Employees and Representatives can raise concerns regarding potential violations of this Policy. In the event of a complaint or concern, please contact the Chief Legal Officer or make an inquiry to the Company's ethics hotline at 888.560.9082. Confidential reports of suspected misconduct, if made in good faith, may be made without fear of retaliation or reprisals from the Company, Employees, Representatives or members of the Board of Directors.

IX. CONTACT INFORMATION

If you have any questions about this Policy or concerns regarding compliance with International Trade Laws, please contact the Chief Legal Officer.

Adopted: March 31, 2022

Last amended: December 8, 2022

Appendix A. Frequently Asked Questions and Answers on U.S. Sanctions

The following Frequently Asked Questions provide a succinct overview of some of the major sanctions programs administered by the U.S. Department of the Treasury's Office of Foreign Assets Control ("OFAC"). In particular, we provide a brief synopsis of recent developments in OFAC's comprehensive sanctions programs targeting Cuba, Iran, North Korea, Syria, and the Crimea, Donetsk People's Republic, and Luhansk People's Republic regions of Ukraine. We also provide a short overview of OFAC's list-based sanctions that have been implemented with respect to Russia, Venezuela, and China.

The information below is for reference only and has been developed to assist Piedmont Lithium Inc. in understanding the contours of applicable law. If you have any questions, please reach out to the Company's Chief Legal Officer.

I. Can you describe the comprehensive sanctions programs administered by OFAC?

OFAC's comprehensive sanctions are complex regulations that change from time to time as the result of new legislation or executive orders. The following information is current as of September 29, 2022:

A. Cuba

Most transactions between the United States, or persons subject to U.S. jurisdiction, and Cuba are prohibited. Under the former Obama administration, OFAC relaxed many of its sanctions on Cuba, including certain restrictions on travel and related services. Soon after assuming office, then-President Trump rolled back several of the Obama administration's changes to U.S. sanctions policy. The Biden administration's Cuba sanctions policy is under review, but may include further examination of the following Trump-era policy changes:

- On November 9, 2017, the U.S. Department of State published the "Cuba Restricted List," consisting of Cuban entities that the U.S. Government considers to be "under the control of, or acting for or on behalf of, the Cuban military, intelligence, or security services or personnel." The U.S. sanctions on Cuba prohibit U.S. persons and entities from engaging in direct financial transactions with entities appearing on the Cuba Restricted List.
- In 2019, the United States lifted longstanding limitations on American citizens seeking to sue over property confiscated by the Cuban regime after the revolution led by Fidel Castro six decades ago. Title III of the Cuban Liberty and Democratic Solidarity (LIBERTAD) Act of 1996, commonly known as the Helms-Burton Act, authorizes current U.S. citizens and companies whose property was confiscated by the Cuban government on or after January 1, 1959 to bring suit for monetary damages against individuals or entities that "traffic" in that property. As part of the statutory scheme, Congress provided that the President may suspend this private right of action for up to six months at a time, renewable indefinitely. In the past, Presidents of both parties have consistently suspended that statutory provision in full every six months. That changed on May 2, 2019, when the suspension was effectively lifted.

- Also in 2019, the United States prohibited U.S. banks from processing so-called “U-Turn” financial transactions. The Obama administration had issued a general license permitting these transactions—which involve Cuban interests and originate from, and terminate, outside of the United States—as part of a broader set of sanctions relief issued in advance of then-President Obama’s historic visit to Cuba in 2016. These “U-Turn” transactions enabled Cuban entities doing business with non-U.S. firms to access U.S. correspondent and intermediate banks and therefore to participate in U.S. dollar-denominated global trade. Upon the revocation of this license, U.S. banks are again prohibited from facilitating Cuba-related transactions, and Cuban entities and companies engaged in business in that country will again be effectively cut off from the U.S. financial system.
- In September 2020, the Trump administration further amended the Cuba sanctions regulations to establish a new “Cuba Prohibited Accommodations List” identifying lodgings on the island with which persons subject to U.S. jurisdiction are prohibited from dealing.
- Shortly before the change of U.S. administration in January 2021, the Trump administration designated Cuba as a State Sponsor of Terrorism (“SST”)—reversing the country’s 2015 removal from that list by President Obama. Although an SST designation does not result in a total economic embargo as with some comprehensive OFAC sanctions programs, the designation triggers four significant types of prohibitions: (1) a ban on arms-related exports and sales; (2) controls over exports of dual-use items (defined as goods, software, and technologies used for civilian purposes that may also have military applications); (3) a prohibition on most types of economic assistance; and (4) financial restrictions, including the authority to prohibit any U.S. person from engaging in a financial transaction with an SST government.
- In addition to changes to the Cuba sanctions regulations, the Trump administration on multiple occasions added Cuban persons and entities to the blacklist for their support of Venezuela’s Maduro regime. Numerous shipping entities and vessels that have transported Venezuelan oil to Cuba have been sanctioned along with Cuban state-owned oil companies and individual Cuban government officials. During 2021, the Biden administration also designated multiple persons, including Cuba’s defense and interior ministers, for their involvement in suppressing peaceful protests.

B. Iran

Most transactions between the United States, or persons subject to U.S. jurisdiction, and Iran are prohibited. As of July 2021, U.S. and Iranian leaders had signaled a willingness to return to the Joint Comprehensive Plan of Action (“JCPOA”), a 2015 agreement under which the United States eased some of its sanctions with regard to Iran’s nuclear program, including measures that restricted non-U.S. persons from engaging in Iran. In 2018, the Trump administration withdrew from the JCPOA and re-imposed U.S. nuclear-related sanctions on the Iranian regime, ultimately adding over 700 Iranian individuals, entities, aircraft, and vessels to the Specially Designated Nationals and Blocked Persons (“SDN”) List.

U.S. sanctions with respect to Iran are being reviewed by the Biden administration, subject to further discussions and negotiations regarding the future of the JCPOA. Although the underlying prohibition on U.S. persons doing business in or with Iran is likely to remain the same, the current U.S. administration may ease certain aspects of the Iran sanctions program depending on the outcome of the ongoing negotiations and other events.

C. North Korea

The United States prohibits the importation or exportation of goods, services, or technology to or from North Korea and the United States. OFAC sanctions also block the property and interests in property of the Government of North Korea or the Workers' Party of Korea, as well as the property of certain designated persons in certain industries in the North Korean economy or determined to have engaged in certain activities. In September 2017, the United States suspended U.S. correspondent account access to any non-U.S. bank that knowingly conducts or facilitates transactions tied to North Korea. OFAC has published a series of advisories describing North Korea's malign behavior, including Pyongyang's illicit shipping practices (March 2019), state-directed cyberattacks (April 2020), ballistic missile procurement (September 2020), and revenue generation from information technology workers (May 2022). In April and May 2022, OFAC designated numerous non-U.S. companies for their involvement in supporting North Korea's weapons of mass destruction and ballistic missile programs.

D. Syria

Most transactions between the United States, or persons subject to U.S. jurisdiction, and Syria are prohibited. U.S. persons are prohibited from exporting services to or making new investments in Syria, as well as importing petroleum or petroleum products of Syrian origin. Any transaction or dealing by a U.S. person in or related to petroleum or petroleum products of Syrian origin is prohibited, as is any approval, financing, facilitation, or guarantee by a U.S. person of a transaction by a non-U.S. person where the transaction by that non-U.S. person would be prohibited if performed by a U.S. person or within the United States.

In December 2019, President Trump signed into law the Caesar Syria Civilian Protection Act of 2019, which mandates the imposition of blocking sanctions against non-U.S. persons determined to have engaged in certain "significant" transactions involving, for example, the Syrian government, senior Syrian government officials, or the maintenance or expansion of Syria's domestic energy production. Acting pursuant to that authority, OFAC and the U.S. Department of State since June 2020 have designated dozens of individuals and entities, including Syrian President Bashar al-Assad, his wife, and other regime insiders.

In May 2022, OFAC modestly eased sanctions on Syria by issuing a general license authorizing U.S. persons to engage in transactions involving twelve specified economic sectors (such as information and telecommunications, construction, and finance) in four specific regions of northeast and northwest Syria that are not presently held by the Assad regime.

E. Crimea, Donetsk People’s Republic, and Luhansk People’s Republic Regions of Ukraine

The United States prohibits the importation or exportation of goods, services, or technology to or from the Crimea, Donetsk People’s Republic, and Luhansk People’s Republic regions of Ukraine, as well as new investment in those regions of Ukraine by a U.S. person, wherever located. In response to Russia’s annexation of Crimea in 2014, the United States imposed sanctions on certain persons determined to have undermined democratic processes and institutions in Ukraine; threatened the peace, security, stability, sovereignty, and territorial integrity of Ukraine; and contributed to the misappropriation of Ukraine’s assets. These sanctions target Russian government officials, persons operating in Russia’s arms or related materiel sector, and individuals and entities operating in the Crimea region of Ukraine. Following Russia’s further invasion of Ukraine in February 2022, the United States added hundreds of Russian companies and individuals to the SDN List, and has also imposed sanctions on specified sectors of the Russian economy (described below).

II. Can you describe some of the list-based sanctions programs administered by OFAC?

A. Russia

The United States has imposed robust sectoral sanctions on Russia in a series of Directives that were promulgated in 2014 and strengthened in 2017. Four such Directives were issued under Executive Order 13662 following Russia’s annexation of the Crimea region of Ukraine; these measures prohibit certain narrow categories of transactions by U.S. persons and within the United States. Directive 1 prohibits transactions or dealings in new debt with a maturity of longer than 14 days with designated persons in Russia’s financial sector. Directive 2 prohibits transactions or dealings in new debt with a maturity of longer than 60 days with designated persons in Russia’s energy sector. Directive 3 prohibits transactions or dealings in new debt with a maturity of longer than 30 days with designated persons in Russia’s defense sector. Directive 4 prohibits the provision of goods, support, or technology to designated Russian entities relating to the exploration or production for new deepwater, Arctic offshore, or shale projects in which a designated Russian person has a controlling interest or a substantial non-controlling ownership interest.

The United States has also designated numerous Russian individuals and entities as SDNs. On April 6, 2018, the Trump administration announced SDN designations targeting nearly 40 Russian oligarchs, officials, and related entities.

On April 15, 2021, the United States announced a further expansion of sanctions on Russia, including new restrictions on the ability of U.S. financial institutions to deal in Russian sovereign debt and the designation of 46 individuals and entities for supporting the Kremlin’s malign activities abroad. As part of a sprawling package of measures, the Biden administration imposed sectoral sanctions on some of Russia’s most economically consequential institutions, including the Central Bank of the Russian Federation, the National Wealth Fund of the Russian Federation (Russia’s principal sovereign wealth fund), and the Ministry of Finance of the Russian Federation.

Together with its allies and partners, the United States sharply escalated sanctions on Russia following the Kremlin's February 2022 full-scale invasion of Ukraine. Among other measures, the United States has imposed full blocking sanctions on hundreds of Russia-related individuals and entities, including Russia's President Vladimir Putin and other senior government officials, numerous Russian oligarchs, state-owned enterprises such as Nord Stream 2 AG and Alrosa, and major Russian financial institutions such as Sberbank and VTB Bank. Additionally, the United States has expanded sectoral sanctions on Russia by issuing four new Directives under Executive Order 14024 prohibiting U.S. persons and persons within the United States from engaging in certain specified transactions involving Russian sovereign debt; opening or maintaining correspondent or payable-through accounts for or on behalf of certain financial institutions; new debt and new equity of certain Russian financial institutions and state-owned enterprises; as well as substantially all transactions involving Russia's Central Bank, National Wealth Fund, and Finance Ministry.

As part of a whole-of-government approach to denying Russia the financial and technological resources to sustain its military operations in Ukraine, the United States has imposed stringent controls on exports and re-exports to Russia of dual-use items that originate from the United States and added dozens of Russian organizations to the U.S. Department of Commerce's Entity List and Denied Persons List. Alongside these measures, the Biden administration has banned imports into the United States of Russian-origin oil and gold, and prohibited all new investment in the Russian Federation by U.S. persons, wherever located.

In light of Belarus's support for Russia's further invasion of Ukraine, including by allowing Russian forces to launch attacks from Belarusian soil, the United States since February 2022 has imposed additional sanctions and export controls on Belarus. Numerous Belarusian government officials and state-owned enterprises have been added to OFAC's SDN List. Exports and re-exports to Belarus of dual-use items that originate from the United States are also now subject to stringent export controls, and various Belarusian organizations have been added to the Commerce Department's Entity List and Denied Persons List.

B. Venezuela

U.S. sanctions targeting Venezuela increased throughout 2019 and 2020. OFAC designated Venezuela's state-owned oil company, Petróleos de Venezuela, S.A. ("**PdVSA**"), to the SDN List on January 28, 2019. By virtue of being added to the SDN List, all of PdVSA's property and interests in property that are subject to U.S. jurisdiction are frozen. U.S. persons are, except as authorized by general or specific OFAC license, generally prohibited from engaging in transactions involving PdVSA and its majority-owned subsidiaries. OFAC designated Venezuela's Central Bank on April 17, 2019, effectively cutting it off from the U.S. financial system. On August 5, 2019, the Trump administration expanded on those earlier measures by imposing sanctions on the entirety of the Government of Venezuela, thereby freezing the property and assets of the regime of Venezuela's President Nicolás Maduro, as well as those who provide the regime with "material support." The United States has also imposed sectoral sanctions targeting the trade in certain debt and equity of the Government of Venezuela, as well as sanctions targeting Venezuela's gold, oil, financial, and defense and security sectors and corruption in Venezuelan government programs. During 2020, OFAC repeatedly

designated individuals and entities for engaging in transactions involving Venezuelan-origin oil, including two subsidiaries of the Russian state-controlled energy giant Rosneft and numerous shipping companies and vessels.

C. China

The Biden administration has undertaken a comprehensive review of policies with respect to China—including dozens of new China-related trade restrictions calculated to advance a handful of longstanding U.S. policy interests for which there is broad, bipartisan support within the United States. As such, while the new U.S. administration promises a shift in tone from its predecessor—including greater coordination with traditional U.S. allies and a more orderly and strategic policymaking process—the core objectives of U.S. trade policy toward China are unlikely to change, at least in the near term. U.S. sanctions against Beijing have so far been limited in scope and are principally concerned with (1) preserving Hong Kong’s autonomy, (2) promoting human rights in China’s Xinjiang Uyghur Autonomous Region (“**XUAR**”), and (3) slowing the development of China’s military capabilities. These restrictions are described further below:

- Under U.S. law, the Secretary of State must periodically certify that Hong Kong retains a “high degree of autonomy” from mainland China in order for the territory to continue receiving preferential treatment—including lower tariffs, looser export controls, and relaxed visa requirements—compared to the rest of China. In connection with China’s crackdown on protests in Hong Kong and enactment of the new Hong Kong national security law, then-Secretary of State Mike Pompeo in May 2020 reported to the U.S. Congress that Hong Kong is no longer sufficiently autonomous to warrant such preferential treatment. In March 2021, current Secretary of State Antony Blinken reaffirmed that determination.
- In July 2020, then-President Trump issued Executive Order 13936 formally revoking Hong Kong’s special trading status and also signed into law the Hong Kong Autonomy Act (“**HKAA**”), which authorizes sanctions such as asset freezes and visa bans on individuals and entities that enforce the new Hong Kong national security law. The HKAA also authorizes “secondary” sanctions on non-U.S. financial institutions that knowingly conduct significant transactions with persons that enforce the Hong Kong national security law.
- While the United States has so far refrained from targeting non-U.S. banks for their China-related dealings, the Trump administration in 2020 announced several notable sanctions actions, including designating to the SDN List various Hong Kong and mainland Chinese government officials—including Hong Kong’s then-chief executive, Carrie Lam, and Hong Kong’s current chief executive, John Lee—for their involvement in undermining Hong Kong’s autonomy and/or facilitating human rights abuses in the XUAR.
- In addition to sanctions, the United States starting in 2020 has used a variety of other policy tools to restrict trade with Beijing. For example, the Trump administration expanded export controls to cover a wide range of Chinese military end uses and end users, and designated dozens of Chinese companies to the U.S. Department of Commerce’s Entity List. Both

developments expand the range of circumstances under which a license from the U.S. government may be required to export, reexport, or transfer “dual-use” items (items with both civil and military applications) to China. Further restrictive measures include enactment of the Uyghur Forced Labor Prevention Act, which since June 2022 heavily restricts imports into the United States of goods produced in the XUAR, and continuing scrutiny by the Committee on Foreign Investment in the United States (“CFIUS”) of investments by Chinese individuals and entities in U.S. businesses that may raise national security concerns.

- On June 3, 2021, the Biden administration announced updated restrictions on the ability of U.S. persons to invest in publicly traded securities of certain firms—referred to as Chinese military-industrial complex companies (“CMICs”)—determined to operate in the defense and related materiel sector or the surveillance technology sector of China’s economy. These updated investment restrictions supersede Trump-era measures targeting so-called Communist Chinese military companies, and they are broader than the Trump-era restrictions in that they target surveillance technology companies whose activities enable surveillance beyond China’s borders, repression and/or serious human rights abuses. The new investment restrictions presently target more than 60 companies that appear by name on OFAC’s new Non-SDN CMIC List. On multiple occasions in December 2021, the Biden administration used this authority to restrict U.S. person investments in publicly traded securities of certain Chinese surveillance technology firms that have been implicated in alleged human rights abuses in the XUAR.

In response to such developments, China’s Ministry of Commerce in January 2021 and June 2021 unveiled long-anticipated counter-sanctions prohibiting Chinese citizens and companies from complying with “unjustified” foreign trade restrictions—which could potentially force multinational companies into a choice between complying with U.S. or Chinese regulations. The practical effect of these measures remains to be seen and will depend, at least in part, on how vigorously they are enforced by the Chinese authorities.

III. What types of activities could be considered “facilitation”?

OFAC prohibits the “facilitation” by a U.S. person of a transaction by a non-U.S. person that would be prohibited if performed by a U.S. person or within the United States. This prohibition can extend to activities and transactions of entities entirely outside of U.S. jurisdiction—for example, it is illegal for a U.S. person to facilitate transactions between two non-U.S. parties if the U.S. entity could not engage in those transactions directly. Generally, the types of conduct that are prohibited include:

- altering operating policies or procedures to allow for prohibited transactions—for example, this might include changing corporate structures to place violative transactions in a different corporate entity;
- referring purchase orders, requests for bids, or similar business opportunities involving sanctioned entities to a non-U.S. person;

- approving, financing, insuring, or guaranteeing any transaction in which a U.S. person is prohibited from engaging directly due to sanctions;
- providing guidance to non-U.S. subsidiaries on prohibited activity, including business and legal planning, decision making, and financial and insurance risks; or
- providing goods to be used in connection with a prohibited transaction or making a purchase for the benefit of a transaction.

Appendix B: Employee and Representative Annual Compliance Certification Form

I, _____, have received and read a copy of the International Trade Policy (the “**Policy**”) of Piedmont Lithium Inc. (“**Piedmont**” or the “**Company**”). I understand that the Policy applies to all directors, officers, and employees of the Company, wherever located, (collectively, “**Employees**”) and the Company’s agents, consultants, intermediaries, joint venture partners, and any other third-party representatives when acting on the Company’s behalf (collectively, “**Representatives**”). I understand the requirements of the Policy and my obligation to comply with the laws and regulations to which it refers—including sanctions administered by the U.S. Department of the Treasury’s Office of Foreign Assets Control (“**OFAC**”), export controls, and anti-boycott regulations (collectively, “**International Trade Laws**”). I agree to conduct all actions with respect to my employment or engagement with the Company in full compliance with the Policy and International Trade Laws. I understand that adherence to the Policy and International Trade Laws is a condition of my employment or engagement with the Company. I further understand that if I violate the Policy, International Trade Laws, or any other applicable international trade or sanctions laws, I will be subject to appropriate disciplinary and remedial action up to and including immediate termination and possible legal action by the Company.

I understand that if I have questions concerning the meaning or application of the Policy, or International Trade Laws applicable to my employment or engagement with the Company, I should address these questions to the Chief Legal Officer.

I certify that, as of today, I know of or suspect no violations of the Policy or International Trade Laws other than those reported below.

I have described below any and all violations of the Policy or International Trade Laws that I know or suspect to have occurred, to be ongoing, or are likely to occur in the future.

____ **OR** I have nothing to report.

Note that your electronic signature on this document constitutes your binding agreement to adhere to the terms of the Policy.

Signature Date

Name (please print or type) Title