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Appendix A Australia **Special Protections Available Under the Corporations Act**

Appendix B Australia **Special Protections Available Under the Taxation Administration Act**

1 PURPOSE

This Ethics, Compliance and Whistleblower Hotline Policy (the “Policy”) provides guidance on:

- how employees may raise concerns related to violations of law and Tronox’s Code of Ethics and Business Conduct (the “Code”); and
- the protections available to individuals who raise such concerns (“whistleblowers”), and the circumstances under which such protections are available.

This Policy is an important tool for helping Tronox identify wrongdoing that may not be uncovered unless there is a safe and secure means of doing so.

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2 SCOPE

Employees, suppliers, customers, agents, distributors, contractors and other individuals are encouraged to raise any actual or potential good faith concerns, whether through the Hotline or otherwise, of any suspected violation of the Company's compliance policies or applicable law.

3 POLICY

3.1 What may be reported to the Hotline?

The Hotline enables individuals to report any ethical or compliance-related potential or actual concerns related to Tronox, including, for example:

- Safety or security concerns (if an emergency the relevant location's emergency protocol should be utilized);
- Fraud, money laundering or misappropriation of funds;
- Criminal offences, such as theft or use of illegal drugs;
- Employment discrimination, retaliation, violence, bullying or harassment;
- Threatening a person who plans to make or has made a Hotline allegation;
- Damage to property;
- Conflict of interest violations;
- Offering or accepting a bribe or kickback;
- Unusual purchasing activity;
- Financial irregularities or accounting violations;
- Failure to comply with, or breach of, legal or regulatory requirements, including applicable antitrust laws and regulations;
- Any other behavior in breach of the Code.

Individuals are encouraged to use the Hotline even if they are not sure there is a violation. The Hotline is intended for reporting any good faith concerns of any issue that may negatively affect employees or the Company. To ensure the Company can properly assess the allegation, those

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using the Hotline are asked to provide a detailed description of the allegation and, where relevant, the names of the people involved (if they feel comfortable sharing this), the location of the wrong doing and their email address so follow up questions may be asked. An anonymous email address may be used with the Hotline (you provide your email address and select that you want to remain confidential).

3.2 Reporting Methods

Individuals are encouraged to speak to their Manager, Human Resources or any member of the Tronox Legal Department if there are any of the above concerns. If an individual is uncomfortable using these regular reporting channels, the Hotline provides a confidential alternative.

An independent third party operates the Hotline 24 hours a day, 7 days a week and they will speak to those reporting a concern in their local language. Allegations can be made on the web or via a toll free number - see tronox.com/speakup.

The Hotline report will be assigned a special coded number and password to which reporters may refer to, to follow-up or make further submissions.

3.3 Review and Investigation Procedures

Hotline allegations are reported to the Global Corporate Controller; the Global Vice President Internal Audit, Tronox's General Counsel and the Audit Committee. The General Counsel is responsible for assessing each Hotline report and determining an appropriate response. If a concern requires further investigation, the reporter may be asked (via the assigned coded number) to provide further information. Investigations will be conducted under the direction of the General Counsel or the General Counsel's designee, in close consultation with the following people (including their technical experts) as long as the allegation does not pertain to them:

- The Global Corporate Controller or Local Finance Leader and Vice President of Internal Audit, for reports of alleged financial or accounting violations, including fraud and internal controls matters;

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- In-house and, in certain circumstances, outside counsel for reports of alleged violations of the Company’s compliance policies, including the Code;
- The Vice-President, Safety, Health and Environmental & Quality for reports of alleged safety concerns;
- The Vice-President, Human Resources, for reports relating to employee relations issues, including allegations of harassment and retaliation; and
- The Chief Procurement Officer for reports regarding unfair competitive bidding and unusual pricing.

Tronox aims to keep reporters informed of the progress of any investigation if they provide an email address. However, sometimes the need for confidentiality may prevent the Company from providing details of an ongoing investigation. Reporters should treat their disclosure and any resulting information as confidential.

Depending on the results of the investigation, remedial action may be taken to address the concerns raised in the report. This may include disciplinary action, up to and including termination of employment in respect of any offender.

The General Counsel provides periodic reports to the Audit Committee concerning Hotline reports received and respective outcomes.

3.4 Protection of Whistleblowers

Tronox is committed to ensuring confidentiality in respect of all matters raised under this Policy, and that those who make a report are treated fairly and do not suffer detriment. Tronox will not tolerate reprisals, threats, retaliation or other detrimental treatment against any individual who has in good faith submitted a Hotline report. Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavorable treatment connected with making a report.

If an individual is subjected to detrimental treatment as a result of making a report under this Policy, they should contact the Hotline immediately.

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Appendices A and B describe special protections for individuals who make a qualifying disclosure in Australia or regarding Tronox's Australian operations.

4 CONSEQUENCES

A breach of this Policy may result in disciplinary action up to and including termination of employment

5 POLICY REVIEW AND EXCEPTIONS

The General Counsel will approve any revisions to this Policy. The General Counsel or Deputy General Counsel will approve any exceptions to this Policy

6 RELATED INFORMATION

The policies related to Ethics, Compliance and Whistleblower Hotline can be found in the "Global Policy and Guidelines Library" section of the Intranet (<https://intro.tronox.com/>). Employees are responsible for reading the Company's policies.

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