# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### FORM SD SPECIALIZED DISCLOSURE REPORT

### GILAT SATELLITE NETWORKS LTD

(Exact name of registrant as specified in its charter)

| ISRAEL                          | 0-21218                  | N/A                 |
|---------------------------------|--------------------------|---------------------|
| (State or other jurisdiction of | (Commission file number) | (IRS Employer       |
| incorporation or                |                          | Identification No.) |
| organization)                   |                          |                     |

# Gilat House 21 Yegia Kapayim Street Kiryat Arye, Petah Tikva, 4913020 Israel

(Address of principal executive offices)

# Ran Tal, VP General Counsel and Corporate Secretary, Tel. +972.3.9252908

(Name and telephone number, including area code, of the person to contact in connection with this report)

Check the appropriate box to indicate the rule pursuant to which this form is being filed, and provide the period to which the information in this form applies:

X Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1) for the reporting period from January 1 to December 31, 2015.

#### **Section 1- Conflict Minerals Disclosures**

### **Item 1.01 Conflict Minerals Disclosure and Report**

Gilat Satellite Networks Ltd. (the "Company", "we" or "us") evaluated its current product lines and determined that certain products that we manufacture or contract to manufacture contain tin, tungsten, tantalum, or gold, which are defined as "conflict minerals" by the United States Securities and Exchange Commission, that are necessary to the functionality or production of our products. Accordingly, we are filing this disclosure along with a Conflict Minerals Report to disclose the measures we have taken to determine the origin of the conflict minerals used in our products.

Conflict Minerals Disclosure

A copy of the Company's Conflict Minerals Report is provided as Exhibit 1.01 hereto and is publicly available at <a href="http://www.gilat.com/sec-filing">http://www.gilat.com/sec-filing</a>.

### **Section 2- Exhibits**

Exhibit 1.01 - Conflict Minerals Report as required by Items 1.01 and 1.02 of this Form.

### **Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the duly authorized undersigned.

Gilat Satellite Networks Ltd.

(Registrant)

Dated May 19, 2016 By: <u>/s/ Ran Tal</u>

Ran Tal

VP General Counsel and Corporate Secretary

### Conflict Minerals Report of Gilat Satellite Networks Ltd. For The Year Ended December 31, 2015

Statements in this Conflict Minerals Report, which express a belief, expectation or intention, as well as those that are not historical fact, are forward-looking statements, including statements related to our compliance efforts and expected actions identified under the "Continuous Improvement Efforts to Mitigate Risk" section of this report. These forward-looking statements are subject to various risks, uncertainties and assumptions, including, among other things, the requirements of certain of our customers to use certain suppliers, our suppliers' responsiveness and cooperation with our due diligence efforts, our ability to implement improvements in our conflict minerals program and our ability to identify and mitigate related risks in our supply chain. If one or more of these or other risks materialize, actual results may vary materially from those expressed. For a more complete discussion of these and other risk factors, see our other filings with the Securities and Exchange Commission ("SEC"), including our Annual Report on Form 20-F for the year ended December 31, 2015. We caution that undue reliance should not be placed on these forward-looking statements, which speak only as of the date of this report, and we undertake no obligation to update or revise any forward-looking statement, except to the extent required by applicable law.

#### Introduction

This report is filed by Gilat Satellite Networks Ltd. (herein referred to as "Gilat," the "Company," "we," "us," or "our") for the year ended December 31, 2015 pursuant to Rule 13p-1 promulgated under the Securities Exchange Act of 1934, as amended (the "Rule"). The Rule was adopted by the SEC to implement reporting and disclosure requirements related to conflict minerals as directed by the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (Dodd-Frank Act). The Rule imposes certain reporting obligations on SEC registrants whose manufactured products contain conflict minerals which are necessary to the functionality or production of their products. Conflict Minerals are tin, tantalum, tungsten, and gold ("3TG").

If a registrant has reason to believe that any of the conflict minerals in its supply chain may have originated in the covered countries, or if it is unable to determine the country of origin of those conflict minerals, then the registrant must exercise due diligence on the conflict minerals' source and chain of custody. The registrant must annually submit the SEC a Conflict Minerals Report ("CMR") that includes a description of those due diligence measures.

Consistent with Rule 13p-1 and the SEC's April 29, 2014 statement relating to Rule 13p-1, this CMR is not required to be accompanied by an independent private sector audit. An audit is required only if the CMR describes a product as "DRC conflict free".

#### 1. Company Overview

Gilat is a leading global provider of broadband satellite communication and networking products and services.

#### 2. **Products Overview**

We provide end-to-end broadband satellite communication, or Satcom, network solutions and services. We design, manufacture and provide full network management and equipment for Satcom as well as professional services to satellite operators and service providers worldwide. The equipment consists of very small aperture terminals, or VSATs, solid-state power amplifiers, or SSPAs, block up converters, or BUCs, low-profile antennas and on-the-Move/on-the-Pause terminals. VSATs are earth-based terminals that transmit and receive broadband Internet, voice, data and video via satellite. We also provide satellite backhaul solutions for the cellular market.

We have a large installed base, having sold over 1.2 million VSAT units spanning approximately 90 countries, and currently have over 500 active networks. Our products are sold to communication service providers and operators which use VSATs to serve enterprise, government and residential users, to mobile network operators and to system integrators that use our technology. Our solutions and services are also sold to defense and homeland security organizations. In addition, we provide services directly to end-users in various market segments, including in certain countries in Latin America and also provide managed network services, such as in Australia, over a VSAT network owned by a third party.

The information includes the activities of all majority-owned subsidiaries and variable interest entities that are required to be consolidated. It does not include the activities of variable interest entities that are not required to be consolidated.

We determined that during the 2015 calendar year we manufactured and sub-contracted to manufacture products containing conflict minerals and that the use of these minerals is necessary to the functionality or production of these products.

### 3. Supply Chain Overview

Our supply chain is complex. There are multiple tiers between our company and the sources of the 3TG minerals. Accordingly, we rely on our direct suppliers to provide information on the origin of the 3TG minerals contained in components which are included in our products.

#### 4. Reasonable Country of Origin Inquiry (RCOI)

During the year ended December 31, 2015, we conducted a Reasonable Country of Origin Inquiry ("RCOI") to determine whether any of the necessary 3TG minerals originated in Covered Countries and found that the 3TG minerals can be found in our products and are necessary to the functionality or production of those products. Therefore, we are subject to the reporting obligations of Rule 13p-1.

Due to the breadth and complexity of our products and supply chain, it will take time for many of our suppliers to verify the origin of all of the conflict minerals used in our products. Using our supply chain due diligence processes, we hope to further develop transparency into our supply chain and drive accountability within the supply chain by employing the EICC/GeSI Conflict Free Sourcing Initiative (the "CFSI") and by continuing our outreach efforts.

The methods we used to try to determine the origin of conflict minerals in our products included:

- sending letters to our direct suppliers, explaining the rule and referring the suppliers to online training materials and instructions;
- soliciting survey responses from relevant suppliers of components of our products, using the standard Conflict Minerals Reporting Template designed by the CFSI; and
- reviewing responses that we received from our suppliers and following up on inconsistent, incomplete and evident inaccurate responses.

## 5. Design of Our Due Diligence

Based on the findings of our RCOI, we designed our due-diligence process in conjunction with the Organization for Economic Co-operation and Development ("OECD") as described in their publication "OECD (2016), OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas: Third Edition, OECD Publishing, Paris. http://dx.doi.org/10.1787/9789264252479-en" (the "OECD Guidance") and the related supplements for gold and for tin, tantalum and tungsten.

#### 6. Due Diligence

Gilat has processes in place for the purpose of exercising due diligence in the supply chain. The design of the due diligences processes conforms substantially to the OECD Guidance as it relates to "downstream" purchasers of products and components. The due diligence processes have been described below under sub-headings corresponding to the five-step framework of the OECD Guidance.

#### 6.1 Establish Strong Company Management Systems

- reviewing the Company's Conflict Minerals Policy first adopted during 2013, which is posted on our website at <a href="http://www.gilat.com/about-us">http://www.gilat.com/about-us</a>;
- establishing a team with cross functional members and senior executives;
- communicating expectations to our direct suppliers concerning performance, transparency and sourcing of materials and components containing Conflict Minerals; providing our direct suppliers with educational materials about our reporting obligations imposed by Form SD and the SEC regarding Conflict Minerals; and
- retaining relevant documentation in an electronic database for at least five years.

### 6.2 Identify and assess risks in the supply chain

Because of our size, the breadth and complexity of our products and the constant evolution of our supply chain, it is difficult to identify actors downstream from our direct suppliers.

We conducted a supply-chain survey with direct suppliers of materials containing Conflict Minerals using the Conflict Minerals Reporting Template to identify the smelters and refiners.

As part of our risk based approach, we chose to focus our efforts on first priority suppliers that were selected based on our purchasing spend. The first priority suppliers cover 90% of our suppliers' spend.

## 6.3 Design and Implement a Strategy to Respond to Identified Risks

We report the findings of the supply chain risk assessment to the senior management.

We internally report certain suppliers identified as high risk to relevant personnel for follow up actions, such as, contacting such suppliers whose responses were identified as incomplete, inconsistent or inaccurate.

We compare smelters/refiners identified by the supply chain survey against the list of facilities that have received a "conflict free" validation by programs such as the CFSI.

### 6.4 Carry out independent third-party audit of smelter/refiner's due diligence practices

We do not have a direct relationship with 3TG smelters and refiners, nor do we perform direct audits of the other entities in our supply chain. Therefore, our direct and/or upstream suppliers are in a better position to identify smelters and refiners within the supply chain. As a result, our due diligence efforts rely on cross-industry initiatives such as those led by the CFSI.

In our due diligence process, we utilize the Conflict Minerals Reporting Template designed by the CFSI.

### 6.5 Report Annually on Supply Chain Due Diligence

In addition to our ongoing communications with our customers who are engaged in their own RCOI and due diligence processes, we report annually on our supply chain due diligence through this and future reports on Form SD. Our reports on Form SD are publicly available at <a href="http://www.gilat.com/">http://www.gilat.com/</a>

and meet the OECD guidelines which recommend we report annually on our supply chain due diligence.

#### 7. **Results of assessment**

We have contacted suppliers, which are the direct suppliers for our products that are within the scope of the RCOI, which account for 90% of our spending on supplies. We received responses from 80% of such suppliers to date. Of the responses received to date, the reporting suppliers indicated that either they provided conflict free minerals or that they are unsure of the origin of the Conflict Minerals that they supplied to us.

As mentioned above, we do not have a direct relationship with 3TG smelters and refiners, nor do we perform direct audits of the other entities in our supply chain. Accordingly, we can only provide reasonable, not absolute, assurance regarding the source and chain of custody of the necessary conflict minerals, since the information comes from direct and secondary suppliers. Further, the information gathered from our suppliers is not obtained on a continuous, real-time basis.

Based on the information obtained pursuant to the good faith RCOI and due diligence processes described above, for the reporting period, we do not have sufficient information with respect to the subject minerals to determine the country of origin of all of the subject minerals we use to manufacture the subject products and thus are unable to determine whether any of the subject minerals originated in the covered countries and, if so, whether the subject minerals were from recycled or scrap sources, financed conflict in the covered countries or did not finance conflict in the covered countries.

Despite our efforts to follow up with certain covered suppliers, we did not receive responses from all covered suppliers, and the covered suppliers who responded showed varying degrees of cooperation with our inquiries. In addition, we encountered the following challenges in obtaining and analyzing the responses we received:

- We are dependent on information received from our direct suppliers to conduct our good faith RCOI process;
- We have a varied supplier base with differing levels of resources and sophistication, and many of our suppliers are not themselves subject to Rule 13p-1 of the Exchange Act;
- The information our suppliers provided was sometimes incomplete and required significant follow-up;
- Some suppliers provided responses at a company or divisional level, and not at a product level specific to the materials and components we use in the subject products
- Certain suppliers were unable or unwilling to specify the smelters or refiners used for materials and components supplied to us; and
- Our ability to influence cooperation from certain suppliers was limited when we were multiple tiers away from the smelter in the supply chain.

As a result, we have not been able to identify all of the smelters from which our suppliers sourced the subject minerals.

We identified through our good faith RCOI and related due diligence a total of 279 smelters, out of which 230 are either verified by CFSI as conflict-free or in audit process.

Smelters verified by CFSI as conflict-free or in audit process:

|          | validated | Other | Total |
|----------|-----------|-------|-------|
| Gold     | 80        | 36    | 116   |
| Tantalum | 46        |       | 46    |
| Tin      | 57        | 22    | 79    |
| Tungsten | 28        | 10    | 38    |
| Total    | 211       | 68    | 279   |

Based on the information obtained pursuant to our good faith RCOI and due diligence process, we compiled a list of known smelters and their countries of origin for the Subject Minerals originating from the smelters listed in Exhibit A attached hereto. Information gathered from our suppliers is not on a continuous, real-time basis.

#### 8. Continuous improvement efforts to mitigate risk

We intend to undertake the following next steps to improve the due diligence process and to gather additional information which will assist us to determine whether the Conflict Minerals we utilize benefit armed groups contributing to human rights violations:

- continue to conduct and report annually on supply chain due diligence for the applicable conflict minerals:
- continue including in our template terms and conditions in supplier contracts provisions that stipulate responses to conflict mineral related inquires;
- ▶ provide educational materials to our employees who are involved with Conflict Minerals on the supplier side of our business;
- ► continue providing educational materials to our direct suppliers about our reporting obligations imposed by Form SD and the SEC regarding Conflict Minerals; and
- ▶ continue to attempt to validate supplier responses using information collected via independent conflict free smelter validation programs such as the CFSI.

# Exhibit A Smelters List

| Metal (*) | Smelter Name  | Smelter Country    |
|-----------|---|--------------------|
| Gold      | Advanced Chemical Company                                     | UNITED STATES      |
| Gold      | Aida Chemical Industries Co., Ltd.                            | JAPAN              |
| Gold      | Aktyubinsk Copper Company TOO                                 | KAZAKHSTAN         |
| Gold      | Allgemeine Gold-und Silberscheideanstalt A.G.                 | GERMANY            |
| Gold      | Almalyk Mining and Metallurgical Complex (AMMC)               | UZBEKISTAN         |
| Gold      | AngloGold Ashanti Córrego do Sítio Mineração                  | BRAZIL             |
| Gold      | Tongling Nonferrous Metals Group Co., Ltd.                    | CHINA              |
| Gold      | Argor-Heraeus SA  | SWITZERLAND        |
| Gold      | Asahi Pretec Corporation                                      | JAPAN              |
| Gold      | Asahi Refining Canada Limited                                 | CANADA             |
| Gold      | Asahi Refining USA Inc.                                       | UNITED STATES      |
| Gold      | Asaka Riken Co., Ltd.   | JAPAN              |
| Gold      | Atasay Kuyumculuk Sanayi Ve Ticaret A.S.                      | TURKEY             |
| Gold      | Aurubis AG  | GERMANY            |
| Gold      | Bangko Sentral ng Pilipinas (Central Bank of the Philippines) | PHILIPPINES        |
| Gold      | Boliden AB  | SWEDEN             |
| Gold      | C. Hafner GmbH + Co. KG                                       | GERMANY            |
| Gold      | Caridad   | MEXICO             |
| Gold      | CCR Refinery - Glencore Canada Corporation                    | CANADA             |
| Gold      | Cendres + Métaux SA   | SWITZERLAND        |
| Gold      | Chimet S.p.A.   | ITALY              |
| Gold      | Chugai Mining   | JAPAN              |
| Gold      | Daejin Indus Co., Ltd.  | KOREA, REPUBLIC OF |

| Gold | Daye Non-Ferrous Metals Mining Ltd.                                      | CHINA              |
|------|--|--------------------|
| Gold | DSC (Do Sung Corporation)  | KOREA, REPUBLIC OF |
| Gold | DODUCO GmbH  | GERMANY            |
| Gold | Dowa   | JAPAN              |
| Gold | Eco-System Recycling Co., Ltd.   | JAPAN              |
| Gold | Elemetal Refining, LLC   | UNITED STATES      |
| Gold | Faggi Enrico S.p.A.  | ITALY              |
| Gold | OJSC Novosibirsk Refinery  | RUSSIAN FEDERATION |
| Gold | Gansu Seemine Material Hi-Tech Co., Ltd.                                 | CHINA              |
| Gold | Geib Refining Corporation  | UNITED STATES      |
| Gold | Great Wall Precious Metals Co., Ltd. of CBPM                             | CHINA              |
| Gold | Guangdong Jinding Gold Limited   | CHINA              |
| Gold | Guoda Safina High-Tech Environmental Refinery Co., Ltd.                  | CHINA              |
| Gold | Hangzhou Fuchunjiang Smelting Co., Ltd.                                  | CHINA              |
| Gold | Heimerle + Meule GmbH  | GERMANY            |
| Gold | Heraeus Ltd. Hong Kong   | CHINA              |
| Gold | Heraeus Precious Metals GmbH & Co. KG                                    | GERMANY            |
| Gold | Hunan Chenzhou Mining Co., Ltd.  | CHINA              |
| Gold | Hwasung CJ Co., Ltd.   | KOREA, REPUBLIC OF |
| Gold | Inner Mongolia Qiankun Gold and Silver Refinery Share Company<br>Limited | CHINA              |
| Gold | Ishifuku Metal Industry Co., Ltd.  | JAPAN              |
| Gold | Istanbul Gold Refinery   | TURKEY             |
| Gold | Japan Mint   | JAPAN              |
| Gold | Jiangxi Copper Company Limited   | CHINA              |
| Gold | JSC Ekaterinburg Non-Ferrous Metal Processing Plant                      | RUSSIAN FEDERATION |
| Gold | JSC Uralelectromed   | RUSSIAN FEDERATION |
| Gold | JX Nippon Mining & Metals Co., Ltd.                                      | JAPAN              |
| Gold | Kazzinc  | KAZAKHSTAN         |

| Gold | Kennecott Utah Copper LLC   | UNITED STATES      |
|------|---|--------------------|
| Gold | Kojima Chemicals Co., Ltd.  | JAPAN              |
| Gold | Korea Metal Co., Ltd.   | KOREA, REPUBLIC OF |
| Gold | Kyrgyzaltyn JSC   | KYRGYZSTAN         |
| Gold | L' azurde Company For Jewelry   | SAUDI ARABIA       |
| Gold | Lingbao Gold Company Limited  | CHINA              |
| Gold | Lingbao Jinyuan Tonghui Refinery Co., Ltd.                                  | CHINA              |
| Gold | LS-NIKKO Copper Inc.  | KOREA, REPUBLIC OF |
| Gold | Luoyang Zijin Yinhui Gold Refinery Co., Ltd.                                | CHINA              |
| Gold | Materion  | UNITED STATES      |
| Gold | Matsuda Sangyo Co., Ltd.  | JAPAN              |
| Gold | Metalor Technologies (Hong Kong) Ltd.                                       | CHINA              |
| Gold | Metalor Technologies (Singapore) Pte., Ltd.                                 | SINGAPORE          |
| Gold | Metalor Technologies (Suzhou) Ltd.  | CHINA              |
| Gold | Metalor Technologies SA   | SWITZERLAND        |
| Gold | Metalor USA Refining Corporation  | UNITED STATES      |
| Gold | METALÚRGICA MET-MEX PEÑOLES, S.A. DE C.V                                    | MEXICO             |
| Gold | Mitsubishi Materials Corporation  | JAPAN              |
| Gold | Mitsui Mining and Smelting Co., Ltd.  | JAPAN              |
| Gold | MMTC-PAMP India Pvt., Ltd.  | INDIA              |
| Gold | Moscow Special Alloys Processing Plant                                      | RUSSIAN FEDERATION |
| Gold | Nadir Metal Rafineri San. Ve Tic. A.Ş.                                      | TURKEY             |
| Gold | Navoi Mining and Metallurgical Combinat                                     | UZBEKISTAN         |
| Gold | Nihon Material Co., Ltd.  | JAPAN              |
| Gold | Ögussa Österreichische Gold- und Silber-Scheideanstalt GmbH                 | AUSTRIA            |
| Gold | Elemetal Refining, LLC  | UNITED STATES      |
| Gold | Ohura Precious Metal Industry Co., Ltd.                                     | JAPAN              |
| Gold | OJSC "The Gulidov Krasnoyarsk Non-Ferrous Metals Plant" (OJSC Krastsvetmet) | RUSSIAN FEDERATION |

| Gold | PAMP SA   | SWITZERLAND        |
|------|---|--------------------|
| Gold | Penglai Penggang Gold Industry Co., Ltd.                | CHINA              |
| Gold | Prioksky Plant of Non-Ferrous Metals                    | RUSSIAN FEDERATION |
| Gold | PT Aneka Tambang (Persero) Tbk                          | INDONESIA          |
| Gold | PX Précinox SA  | SWITZERLAND        |
| Gold | Rand Refinery (Pty) Ltd.                                | SOUTH AFRICA       |
| Gold | Republic Metals Corporation                             | UNITED STATES      |
| Gold | Royal Canadian Mint                                     | CANADA             |
| Gold | Sabin Metal Corp.                                       | UNITED STATES      |
| Gold | Samduck Precious Metals                                 | KOREA, REPUBLIC OF |
| Gold | SAMWON Metals Corp.                                     | KOREA, REPUBLIC OF |
| Gold | Schone Edelmetaal B.V.                                  | NETHERLANDS        |
| Gold | SEMPSA Joyería Platería SA                              | SPAIN              |
| Gold | Shandong Tiancheng Biological Gold Industrial Co., Ltd. | CHINA              |
| Gold | Shandong Zhaojin Gold & Silver Refinery Co., Ltd.       | CHINA              |
| Gold | Sichuan Tianze Precious Metals Co., Ltd.                | CHINA              |
| Gold | Singway Technology Co., Ltd.                            | TAIWAN             |
| Gold | So Accurate Group, Inc.                                 | UNITED STATES      |
| Gold | SOE Shyolkovsky Factory of Secondary Precious Metals    | RUSSIAN FEDERATION |
| Gold | Solar Applied Materials Technology Corp.                | TAIWAN             |
| Gold | Sumitomo Metal Mining Co., Ltd.                         | JAPAN              |
| Gold | T.C.A S.p.A   | ITALY              |
| Gold | Tanaka Kikinzoku Kogyo K.K.                             | JAPAN              |
| Gold | The Refinery of Shandong Gold Mining Co., Ltd.          | CHINA              |
| Gold | Tokuriki Honten Co., Ltd.                               | JAPAN              |
| Gold | Torecom   | KOREA, REPUBLIC OF |
| Gold | Umicore Brasil Ltda.                                    | BRAZIL             |
| Gold | Umicore Precious Metals Thailand                        | THAILAND           |

| Gold     | Umicore SA Business Unit Precious Metals Refining   | BELGIUM       |
|----------|---|---------------|
| Gold     | United Precious Metal Refining, Inc.                | UNITED STATES |
| Gold     | Valcambi SA   | SWITZERLAND   |
| Gold     | Western Australian Mint trading as The Perth Mint   | AUSTRALIA     |
| Gold     | Yamamoto Precious Metal Co., Ltd.                   | JAPAN         |
| Gold     | Yokohama Metal Co., Ltd.                            | JAPAN         |
| Gold     | Yunnan Copper Industry Co., Ltd.                    | CHINA         |
| Gold     | Zhongyuan Gold Smelter of Zhongjin Gold Corporation | CHINA         |
| Gold     | Zijin Mining Group Co., Ltd. Gold Refinery          | CHINA         |
| Tantalum | Changsha South Tantalum Niobium Co., Ltd.           | CHINA         |
| Tantalum | Conghua Tantalum and Niobium Smeltry                | CHINA         |
| Tantalum | D Block Metals, LLC                                 | UNITED STATES |
| Tantalum | Duoluoshan  | CHINA         |
| Tantalum | Exotech Inc.  | UNITED STATES |
| Tantalum | F&X Electro-Materials Ltd.                          | CHINA         |
| Tantalum | FIR Metals & Resource Ltd.                          | CHINA         |
| Tantalum | Global Advanced Metals Aizu                         | JAPAN         |
| Tantalum | Global Advanced Metals Boyertown                    | UNITED STATES |
| Tantalum | Global Advanced Metals Boyertown                    | UNITED STATES |
| Tantalum | Guangdong Zhiyuan New Material Co., Ltd.            | CHINA         |
| Tantalum | H.C. Starck Co., Ltd.                               | THAILAND      |
| Tantalum | H.C. Starck GmbH Goslar                             | GERMANY       |
| Tantalum | H.C. Starck GmbH Laufenburg                         | GERMANY       |
| Tantalum | H.C. Starck Hermsdorf GmbH                          | GERMANY       |
| Tantalum | H.C. Starck Inc.                                    | UNITED STATES |
| Tantalum | H.C. Starck Ltd.                                    | JAPAN         |
| Tantalum | H.C. Starck Smelting GmbH & Co.KG                   | GERMANY       |
| Tantalum | Hengyang King Xing Lifeng New Materials Co., Ltd.   | CHINA         |

| Tantalum | Hi-Temp Specialty Metals, Inc.                | UNITED STATES      |
|----------|---|--------------------|
| Tantalum | Jiangxi Dinghai Tantalum & Niobium Co., Ltd.  | CHINA              |
| Tantalum | JiuJiang JinXin Nonferrous Metals Co., Ltd.   | CHINA              |
| Tantalum | Jiujiang Tanbre Co., Ltd.                     | CHINA              |
| Tantalum | Jiujiang Zhongao Tantalum & Niobium Co., Ltd. | CHINA              |
| Tantalum | KEMET Blue Metals                             | MEXICO             |
| Tantalum | KEMET Blue Powder                             | UNITED STATES      |
| Tantalum | King-Tan Tantalum Industry Ltd.               | CHINA              |
| Tantalum | LSM Brasil S.A.                               | BRAZIL             |
| Tantalum | Metallurgical Products India Pvt., Ltd.       | INDIA              |
| Tantalum | Mineração Taboca S.A.                         | BRAZIL             |
| Tantalum | Mitsui Mining & Smelting                      | JAPAN              |
| Tantalum | Molycorp Silmet A.S.                          | ESTONIA            |
| Tantalum | Ningxia Orient Tantalum Industry Co., Ltd.    | CHINA              |
| Tantalum | Plansee SE Liezen                             | AUSTRIA            |
| Tantalum | Plansee SE Reutte                             | AUSTRIA            |
| Tantalum | QuantumClean                                  | UNITED STATES      |
| Tantalum | Resind Indústria e Comércio Ltda.             | BRAZIL             |
| Tantalum | RFH Tantalum Smeltry Co., Ltd.                | CHINA              |
| Tantalum | Solikamsk Magnesium Works OAO                 | RUSSIAN FEDERATION |
| Tantalum | Taki Chemicals                                | JAPAN              |
| Tantalum | Telex Metals                                  | UNITED STATES      |
| Tantalum | Tranzact, Inc.                                | UNITED STATES      |
| Tantalum | Ulba Metallurgical Plant JSC                  | KAZAKHSTAN         |
| Tantalum | XinXing HaoRong Electronic Material Co., Ltd. | CHINA              |
| Tantalum | Yichun Jin Yang Rare Metal Co., Ltd.          | CHINA              |
| Tantalum | Zhuzhou Cemented Carbide                      | CHINA              |
| Tin      | Alpha   | UNITED STATES      |

| Tin | An Vinh Joint Stock Mineral Processing Company  | VIET NAM      |
|-----|---|---------------|
| Tin | Jiangxi Ketai Advanced Material Co., Ltd.   | CHINA         |
| Tin | China Tin Group Co., Ltd.   | CHINA         |
| Tin | CNMC (Guangxi) PGMA Co., Ltd.   | CHINA         |
| Tin | Cooperativa Metalurgica de Rondônia Ltda.   | BRAZIL        |
| Tin | CV Ayi Jaya   | INDONESIA     |
| Tin | CV Gita Pesona  | INDONESIA     |
| Tin | PT Justindo   | INDONESIA     |
| Tin | PT Aries Kencana Sejahtera  | INDONESIA     |
| Tin | CV Serumpun Sebalai   | INDONESIA     |
| Tin | CV United Smelting  | INDONESIA     |
| Tin | Dowa  | JAPAN         |
| Tin | Electro-Mechanical Facility of the Cao Bang Minerals & Metallurgy Joint Stock Company | VIET NAM      |
| Tin | Elmet S.L.U. (Metallo Group)  | SPAIN         |
| Tin | EM Vinto  | BOLIVIA       |
| Tin | Estanho de Rondônia S.A.  | BRAZIL        |
| Tin | Feinhütte Halsbrücke GmbH   | GERMANY       |
| Tin | Fenix Metals  | POLAND        |
| Tin | Gejiu Non-Ferrous Metal Processing Co., Ltd.  | CHINA         |
| Tin | Gejiu Zili Mining And Metallurgy Co., Ltd.  | CHINA         |
| Tin | Huichang Jinshunda Tin Co., Ltd.  | CHINA         |
| Tin | Gejiu Kai Meng Industry and Trade LLC   | CHINA         |
| Tin | Linwu Xianggui Ore Smelting Co., Ltd.   | CHINA         |
| Tin | Magnu's Minerais Metais e Ligas Ltda.   | BRAZIL        |
| Tin | Malaysia Smelting Corporation (MSC)   | MALAYSIA      |
| Tin | Melt Metais e Ligas S/A   | BRAZIL        |
| Tin | Metallic Resources, Inc.  | UNITED STATES |
| Tin | Metallo-Chimique N.V.   | BELGIUM       |

| Tin | Mineração Taboca S.A.                            | BRAZIL      |
|-----|--|-------------|
| Tin | Minsur   | PERU        |
| Tin | Mitsubishi Materials Corporation                 | JAPAN       |
| Tin | Nankang Nanshan Tin Manufactory Co., Ltd.        | CHINA       |
| Tin | Nghe Tinh Non-Ferrous Metals Joint Stock Company | VIET NAM    |
| Tin | O.M. Manufacturing (Thailand) Co., Ltd.          | THAILAND    |
| Tin | O.M. Manufacturing Philippines, Inc.             | PHILIPPINES |
| Tin | Operaciones Metalurgical S.A.                    | BOLIVIA     |
| Tin | Phoenix Metal Ltd.                               | RWANDA      |
| Tin | PT Alam Lestari Kencana                          | INDONESIA   |
| Tin | PT Artha Cipta Langgeng                          | INDONESIA   |
| Tin | PT ATD Makmur Mandiri Jaya                       | INDONESIA   |
| Tin | PT Babel Inti Perkasa                            | INDONESIA   |
| Tin | PT Bangka Kudai Tin                              | INDONESIA   |
| Tin | PT Bangka Prima Tin                              | INDONESIA   |
| Tin | PT Bangka Timah Utama Sejahtera                  | INDONESIA   |
| Tin | PT Bangka Tin Industry                           | INDONESIA   |
| Tin | PT Belitung Industri Sejahtera                   | INDONESIA   |
| Tin | PT BilliTin Makmur Lestari                       | INDONESIA   |
| Tin | PT Bukit Timah                                   | INDONESIA   |
| Tin | PT Cipta Persada Mulia                           | INDONESIA   |
| Tin | PT DS Jaya Abadi                                 | INDONESIA   |
| Tin | PT Eunindo Usaha Mandiri                         | INDONESIA   |
| Tin | PT Fang Di MulTindo                              | INDONESIA   |
| Tin | PT Inti Stania Prima                             | INDONESIA   |
| Tin | PT Karimun Mining                                | INDONESIA   |
| Tin | PT Mitra Stania Prima                            | INDONESIA   |
| Tin | PT Panca Mega Persada                            | INDONESIA   |

| Tin      | PT Pelat Timah Nusantara Tbk                       | INDONESIA |
|----------|--|-----------|
| Tin      | PT Prima Timah Utama                               | INDONESIA |
| Tin      | PT Refined Bangka Tin                              | INDONESIA |
| Tin      | PT Sariwiguna Binasentosa                          | INDONESIA |
| Tin      | PT Seirama Tin Investment                          | INDONESIA |
| Tin      | PT Stanindo Inti Perkasa                           | INDONESIA |
| Tin      | PT Sumber Jaya Indah                               | INDONESIA |
| Tin      | PT Timah (Persero) Tbk Kundur                      | INDONESIA |
| Tin      | PT Timah (Persero) Tbk Mentok                      | INDONESIA |
| Tin      | PT Tinindo Inter Nusa                              | INDONESIA |
| Tin      | PT Tommy Utama                                     | INDONESIA |
| Tin      | PT Wahana Perkit Jaya                              | INDONESIA |
| Tin      | Resind Indústria e Comércio Ltda.                  | BRAZIL    |
| Tin      | Rui Da Hung  | TAIWAN    |
| Tin      | Soft Metais Ltda.                                  | BRAZIL    |
| Tin      | Thaisarco  | THAILAND  |
| Tin      | Gejiu Yunxin Nonferrous Electrolysis Co., Ltd.     | CHINA     |
| Tin      | Tuyen Quang Non-Ferrous Metals Joint Stock Company | VIET NAM  |
| Tin      | VQB Mineral and Trading Group JSC                  | VIET NAM  |
| Tin      | White Solder Metalurgia e Mineração Ltda.          | BRAZIL    |
| Tin      | Yunnan Chengfeng Non-ferrous Metals Co., Ltd.      | CHINA     |
| Tin      | Yunnan Tin Group (Holding) Company Limited         | CHINA     |
| Tungsten | A.L.M.T. TUNGSTEN Corp.                            | JAPAN     |
| Tungsten | Asia Tungsten Products Vietnam Ltd.                | VIET NAM  |
| Tungsten | Chenzhou Diamond Tungsten Products Co., Ltd.       | CHINA     |
| Tungsten | Chongyi Zhangyuan Tungsten Co., Ltd.               | CHINA     |
| Tungsten | Dayu Weiliang Tungsten Co., Ltd.                   | CHINA     |
| Tungsten | Fujian Jinxin Tungsten Co., Ltd.                   | CHINA     |

| Tungsten | Ganxian Shirui New Material Co., Ltd.                         | CHINA              |
|----------|---|--------------------|
| Tungsten | Ganzhou Huaxing Tungsten Products Co., Ltd.                   | CHINA              |
| Tungsten | Ganzhou Jiangwu Ferrotungsten Co., Ltd.                       | CHINA              |
| Tungsten | Ganzhou Non-ferrous Metals Smelting Co., Ltd.                 | CHINA              |
| Tungsten | Ganzhou Seadragon W & Mo Co., Ltd.                            | CHINA              |
| Tungsten | Ganzhou Yatai Tungsten Co., Ltd.                              | CHINA              |
| Tungsten | Global Tungsten & Powders Corp.                               | UNITED STATES      |
| Tungsten | Guangdong Xianglu Tungsten Co., Ltd.                          | CHINA              |
| Tungsten | H.C. Starck GmbH  | GERMANY            |
| Tungsten | H.C. Starck Smelting GmbH & Co.KG                             | GERMANY            |
| Tungsten | Hunan Chenzhou Mining Co., Ltd.                               | CHINA              |
| Tungsten | Hunan Chuangda Vanadium Tungsten Co., Ltd. Wuji               | CHINA              |
| Tungsten | Hunan Chunchang Nonferrous Metals Co., Ltd.                   | CHINA              |
| Tungsten | Hydrometallurg, JSC   | RUSSIAN FEDERATION |
| Tungsten | Japan New Metals Co., Ltd.                                    | JAPAN              |
| Tungsten | Jiangwu H.C. Starck Tungsten Products Co., Ltd.               | CHINA              |
| Tungsten | Jiangxi Gan Bei Tungsten Co., Ltd.                            | CHINA              |
| Tungsten | Jiangxi Minmetals Gao'an Non-ferrous Metals Co., Ltd.         | CHINA              |
| Tungsten | Jiangxi Tonggu Non-ferrous Metallurgical & Chemical Co., Ltd. | CHINA              |
| Tungsten | Jiangxi Xinsheng Tungsten Industry Co., Ltd.                  | CHINA              |
| Tungsten | Jiangxi Yaosheng Tungsten Co., Ltd.                           | CHINA              |
| Tungsten | Kennametal Fallon   | UNITED STATES      |
| Tungsten | Kennametal Huntsville   | UNITED STATES      |
| Tungsten | Malipo Haiyu Tungsten Co., Ltd.                               | CHINA              |
| Tungsten | Nui Phao H.C. Starck Tungsten Chemicals Manufacturing LLC     | VIET NAM           |
| Tungsten | Pobedit, JSC  | RUSSIAN FEDERATION |
| Tungsten | Tejing (Vietnam) Tungsten Co., Ltd.                           | VIET NAM           |
| Tungsten | Vietnam Youngsun Tungsten Industry Co., Ltd.                  | VIET NAM           |

| Tungsten | Wolfram Bergbau und Hütten AG             | AUSTRIA |
|----------|---|---------|
| Tungsten | Xiamen Tungsten (H.C.) Co., Ltd.          | CHINA   |
| Tungsten | Xiamen Tungsten Co., Ltd.                 | CHINA   |
| Tungsten | Xinhai Rendan Shaoguan Tungsten Co., Ltd. | CHINA   |