

TOTAL S.A.
Form SD
May 31, 2016

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

FORM SD
Specialized Disclosure Report

TOTAL S.A.
(Exact name of registrant as specified in its charter)

Republic of France
(State or other jurisdiction of
incorporation or organization)

001-10888
(Commission File
Number)
2, place Jean Millier

98-0227345
(IRS Employer
Identification No.)

La Défense 6
92400 Courbevoie

France

(Address of principal executive offices) (Zip Code)

Patrick de La Chevardière

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Chief Financial Officer

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**(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, 2014.

TOTAL S.A. is providing on this Form SD disclosure in accordance with Rule 13p-1 under the Securities Exchange Act of 1934, as amended.

Section 1 Conflict Minerals Disclosure

Item 1.01(b)

CONFLICT MINERALS DISCLOSURE

TOTAL S.A. (collectively with its subsidiaries and affiliates, TOTAL or the Group) is providing herein disclosure in accordance with Rule 13p-1 (the Rule) under the Securities Exchange Act of 1934, as amended, which implements reporting and disclosure requirements related to certain minerals (referred to as conflict minerals under the Rule) as directed by the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010. Conflict Minerals are defined in the Rule as the following minerals (regardless of their geographic origin): cassiterite, columbite-tantalite, gold, wolframite and certain derivatives of these minerals (*i.e.*, tin, tantalum and tungsten).

TOTAL has established a management system to implement a diligence and reporting process concerning Conflict Minerals in accordance with the Rule. The Group s diligence process is coordinated at the Holding level with division coordinators designated at each of Exploration & Production, Gas, Refining & Chemicals, Trading & Shipping, Marketing & Services and New Energies, as well as at the Sustainable Development and Environment (SDE) department of Corporate Affairs. As a first step, business managers, purchasing departments and/or suppliers within each division and the SDE department were surveyed to determine if any conflict minerals had been included in products sold by Group affiliates in calendar year 2015.

Based on the responses to this survey, it was determined that certain affiliates within the specialty chemicals business of the Refining & Chemicals division and the SDE department (collectively, the Affiliates) had, in calendar year 2015, manufactured, or contracted to have manufactured, certain products that contained conflict minerals (the Necessary Conflict Minerals), namely tin, tungsten and/or gold, that were necessary to the functionality of those products. Within specialty chemicals, the relevant products for one of the Affiliates included automotive fluid transfer lines and anti-vibration and sealing systems. Another specialty chemicals Affiliate used Necessary Conflict Minerals in plating baths for purposes of metal deposition on different substrates, in particular for decorative and functional surface finishing, as well as in semiconductor and printed circuit board manufacturing. With regards to the SDE department, it purchased portable solar lanterns containing tin that it had contracted to manufacturer. These lanterns were marketed in Africa as part of the Group s Total Access to Energy and *Awango by Total* programs.

Because conflict minerals were necessary to the functionality of products manufactured, or contracted to be manufactured, by the Affiliates during calendar year 2015, the Affiliates conducted in good faith a reasonable country of origin inquiry regarding the Necessary Conflict Minerals that was designed to determine whether any of them had originated in the Democratic Republic of the Congo or an adjoining country (as defined in the Rule) or were from recycled or scrap sources.

As part of the reasonable country of origin inquiry, the Affiliates provided questionnaires to their suppliers in order to determine the country of origin of the Necessary Conflict Minerals. Depending on the Affiliate, all or substantially all of the suppliers certified that the Necessary Conflict Minerals supplied to the Affiliate during calendar year 2015 either originated from recycled or scrap sources or did not originate from the Democratic Republic of the Congo or an adjoining country. A study of the non-respondents to the diligence questionnaires, which represented for the Affiliates a small percentage of suppliers in absolute numbers, volume supplied and related revenue, revealed no reason to believe such suppliers may have sourced the Necessary Conflict Minerals from the Democratic Republic of the Congo or an adjoining country.

Based on this reasonable country of origin inquiry, TOTAL believes that certain of the Affiliates Necessary Conflict Minerals originated from recycled or scrap sources and TOTAL has no reason to believe that the Affiliates remaining Necessary Conflict Minerals may have originated in the Democratic Republic of the Congo or an adjoining country.

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In addition, SunPower Corporation, an American company listed on NASDAQ and based in San Jose, California (SunPower⁽¹⁾) is subject to the Rule and separately publishes information concerning its use of Conflict Minerals in certain of its products that it manufactured or contracted to manufacture (solar panels, balance of

⁽¹⁾ *As of December 31, 2015, the Group held 57.48% of the outstanding share capital of SunPower.*

systems components). The text of SunPower's disclosure for calendar year 2015 provided on its Form SD is included in Annex A to this document.

TOTAL is committed to responsible economic development in Africa.

TOTAL monitors responsible practices among its suppliers. In its Code of Conduct, TOTAL states that it works with its suppliers to ensure the protection of the interests of both parties on the basis of clear and fairly negotiated contractual conditions. This relationship is founded on three key principles: dialogue, professionalism and adherence to commitments.

TOTAL expects its suppliers to:

- adhere to principles equivalent to those in its own Code of Conduct, such as those set out in the Group's Fundamental Principles of Purchasing Directive (see below);
- agree to be audited;
- be particularly attentive to the human rights-related aspects of their standards and procedures, in particular their employees' working conditions; and
- ensure that their own suppliers and contractors respect equivalent principles.

The Fundamental Principles of Purchasing, launched in 2010 and formally set out in a Group Directive in 2014, specify the commitments that TOTAL expects of its suppliers in the following areas:

- respect for human rights at work;
- health protection;
- assurance of safety and security;
- preservation of the environment;
- prevention of corruption, conflicts of interest and fraud;
- respect for competition law; and
- the promotion of economic and social development.

The Directive's principles, which apply to all of the Group's companies, are included in the agreements concluded with suppliers. In addition, these principles are available for consultation by all suppliers in both French and English on TOTAL's website (under Suppliers).

Questionnaires focused on environmental and societal issues are used to gather more in-depth information from suppliers about their approach to these subjects, either during pre-qualification or as part of an audit. Supplier relations are also considered from an environmental and societal perspective on occasion as part of ethical assessments of Group subsidiaries and entities.

This conflict minerals disclosure is also available on TOTAL's Internet website at:
<http://www.sustainable-performance.total.com/en/challenges/supply-chain-management>.

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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.

TOTAL S.A.

Date: May 31, 2016

By: /s/ PATRICK DE LA CHEVARDIERE
Name: Patrick de LA CHEVARDIERE
Title: Chief Financial Officer

SunPower Corporation

Conflict Minerals Disclosure

SunPower Corporation has included this Conflict Minerals Report as an exhibit to its Form SD for 2015 as required by Rule 13p-1 under the Securities Exchange Act of 1934, as amended (the Exchange Act), and Form SD (collectively, the Conflict Minerals Rule). The date of filing of this Conflict Minerals Report is May 31, 2016.

Unless the context indicates otherwise, the term SunPower refers to SunPower Corporation and its consolidated subsidiaries. As used herein and consistent with the Conflict Minerals Rule, Conflict Minerals or 3TG are columbite-tantalite (coltan), cassiterite, gold, wolframite and the derivatives tantalum, tin and tungsten, without regard to the location of origin of the minerals or derivative metals.

Forward-Looking Statements

This document contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the Securities Act), and Section 21E of the Exchange Act. In particular, statements contained in this document that are not historical facts, including, but not limited to, statements concerning the additional steps that SunPower intends to take to mitigate the risk that its necessary 3TG benefit armed groups, constitute forward-looking statements and are made under the safe harbor provisions of Section 27A of the Securities Act and Section 21E of the Exchange Act.

Forward-looking statements are subject to risks and uncertainties that could cause actual actions or performance to differ materially from those expressed in the forward-looking statements. These risks and uncertainties may include, but are not limited to, (1) the continued implementation of satisfactory traceability and other compliance measures by SunPower's direct and indirect suppliers on a timely basis or at all, (2) whether smelters and refiners and other market participants responsibly source 3TG and (3) political and regulatory developments, whether in the Democratic Republic of the Congo (the DRC) or an adjoining country (collectively, the Covered Countries), the United States or elsewhere. SunPower cautions readers not to place undue reliance on any forward-looking statements, which only speak as of the date made. SunPower undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made.

Overview; Applicability of the Conflict Minerals Rule to SunPower

SunPower is a leading global energy company that delivers complete solar solutions to residential, commercial, and power plant customers worldwide through an array of hardware, software, and financing options and through utility-scale solar power system construction and development capabilities, operations and maintenance services, and Smart Energy solutions. Some of the products that SunPower manufactures and contracts to manufacture contain 3TG that are necessary to the functionality or production of such products. However, 3TG content represents a small portion of the materials content of SunPower's products.

SunPower is committed to human rights. As a result of this commitment, SunPower commenced its 3TG diligence activities in 2011, well before the adoption of the Conflict Minerals Rule.

SunPower is several levels removed from the mining of minerals (3TG or otherwise). SunPower also does not make purchases of raw ore or unrefined minerals and makes no purchases in the Covered Countries. However, through the efforts described in this Conflict Minerals Report, SunPower seeks to ensure that its suppliers source responsibly.

SunPower does not seek to embargo sourcing of 3TG from the DRC region and encourages its suppliers to continue to source 3TG responsibly from the region.

(1) *Definitions provided in this Annex are exclusive to this section.*

Reasonable Country of Origin Inquiry Information

As required by the Conflict Minerals Rule, for 2015, SunPower conducted a reasonable country of origin inquiry. For its reasonable country of origin inquiry, to the extent applicable, SunPower utilized the same processes and procedures as for its due diligence, in particular Steps 1 and 2 of the OECD Guidance (as defined below), which are discussed in part later in this Conflict Minerals Report.

SunPower's outreach included 85 suppliers (the Suppliers) (1) that contracted to manufacture products for SunPower that were determined by SunPower to contain or potentially contain 3TG that are necessary to the functionality or production of the products or (2) that provided components, parts or products that were determined by SunPower to contain or potentially contain necessary 3TG and that were incorporated into products manufactured by SunPower. In connection with its scoping determination, SunPower reviewed product specifications, supply chain records and bills of material, made internal engineering and supplier inquiries, commissioned independent third-party laboratory testing and utilized other information known to it regarding the materials composition of its products. It also considered the degree of influence it exercised with respect to the materials, parts and components of products manufactured by third parties.

For 2015, SunPower's Suppliers identified 249 smelters and refiners that processed or may have processed the necessary 3TG contained in SunPower's in-scope products, as described under Smelter, Refiner and Country of Origin Information.

206 of the identified smelters and refiners were listed as Compliant and 34 were listed as Active (each as defined below) by the Conflict-Free Sourcing Initiative (the CFSI). Some of the compliance activities described in this Conflict Minerals Report were performed by the Service Provider (the Service Provider) on our behalf.

Pursuant to the Conflict Minerals Rule, based on the results of its reasonable country of origin inquiry, SunPower was required to conduct due diligence for 2015. These due diligence efforts are discussed below.

Due Diligence Framework

SunPower utilizes due diligence measures relating to 3TG that are intended to conform with, in all material respects, the criteria set forth in the Organisation for Economic Co-operation and Development's Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, including the Supplement on Tin, Tantalum and Tungsten and the Supplement on Gold (Third Edition 2016) (the OECD Guidance).

The OECD Guidance has established a five-step framework for due diligence as a basis for responsible global supply chain management of minerals from conflict-affected and high-risk areas. Certain of these steps and selected elements of SunPower's program design are discussed below. However, these are not all of the elements of the program that SunPower has put in place to help ensure that the 3TG contained in its products are responsibly sourced. Selected due diligence measures that SunPower took in respect of 2015 are discussed under Due Diligence Program Execution.

Compliance Team

In support of its compliance efforts, SunPower has a compliance team that is charged with overseeing, implementing and providing feedback on its 3TG compliance strategy. The team consists of senior staff from SunPower's legal, supply chain management and products groups. The members of the team and selected other internal personnel are trained on the Conflict Minerals Rule, the OECD Guidance, SunPower's compliance plan and the procedures for reviewing and validating supplier responses to its inquiries.

SunPower also utilizes the Service Provider and specialist outside counsel assist with and/or to advise it on certain aspects of its compliance.

Conflict Minerals Policy; Grievance Mechanism

SunPower has adopted a Conflict Minerals Policy. Under the Conflict Minerals Policy, SunPower suppliers are required to:

1. Acknowledge SunPower's Supplier Sustainability Guidelines, which include requirements regarding 3TG and responsible sourcing, and pass the same requirements on to their suppliers; and
2. Declare that all products supplied either do not contain 3TG that are necessary to their production or functionality, or, if they do, that they originate from non-conflict areas or from refiners or smelters that have been validated as being conflict free.

The Conflict Minerals Policy indicates that SunPower will evaluate its relationships with its suppliers on an ongoing basis to ensure continued compliance with the policy. Under the Conflict Minerals Policy, SunPower reserves the right to request additional documentation from its suppliers regarding the source of any 3TG included in their products. In addition, suppliers must maintain and provide to SunPower upon request traceability data for a minimum of five years.

The Conflict Minerals Policy is communicated internally to selected employees and to suppliers. In addition, the Conflict Minerals Policy is posted on SunPower's website at <http://us.sunpower.com/company/corporate-social-responsibility/>.

The Company has a grievance mechanism for reporting violations of the Company's Conflict Minerals Policy. Violations may be reported by calling the Company's Compliance and Ethics Helpline at 1-866-307-5679 within the United States, or at 16 other toll-free numbers provided on the Company's employee intranet in additional countries, or by going to the Company's reporting website at <https://sunpower.alertline.com> or <https://sunpowereu.alertline.com> (for employees in Europe).

Data Collection; Records Storage and Retention

SunPower uses the Conflict Minerals Reporting Template (the CMRT) developed by the Conflict-Free Sourcing Initiative (the CFSI) to gather information on the use of 3TG by its suppliers, the source of the 3TG and the suppliers related compliance procedures.

SunPower has an internal electronic database for the maintenance of business records relating to 3TG due diligence, including records of due diligence processes, findings and resulting decisions. As contemplated by the OECD Guidance, SunPower maintains these records for at least five years. The Service Provider also is requested to maintain records in its possession for at least five years.

Supplier Acknowledgements

SunPower requires its suppliers to provide the acknowledgements contemplated by its Conflict Minerals Policy, as described above.

Identification, Assessment and Internal Reporting of Supply Chain Risk

Following SunPower's scoping determination, SunPower asks suppliers to provide information concerning the usage and source of the 3TG in their in-scope or potentially in-scope products by submitting a completed CMRT. If a

supplier does not respond within the requested time frame, SunPower follows up with the supplier. Multiple reminders were sent to suppliers.

After SunPower receives completed CMRTs from Suppliers, it reviews the responses. SunPower follows up with suppliers that do not fully complete the CMRT or that submit a response that SunPower determines contained errors or inaccuracies, requesting that the supplier submit a revised response. SunPower also reviews the responses for specified red flags.

If a completed CMRT indicates a smelter or refiner, SunPower reviews this information against the CMRT Smelter Reference List tab, the list of known processing facilities published by the U.S. Department of Commerce (the Commerce Department List) and the lists of Compliant and Active smelters and refiners published by the CFSI. If an indicated smelter or refiner is not listed on the Smelter Reference List tab or the Commerce Department List or listed as compliant by the CFSI, SunPower consults public information to attempt to determine whether that entity is actually a smelter or refiner.

Based on the information furnished by the suppliers and other information known to SunPower, it assesses the risk profile of sourcing from each supplier. The compliance team also reports the findings of its supply chain risk assessment to SunPower's Sustainability Council, an executive forum focused on environmental sustainability, ethics, community relations and responsible sourcing.

SunPower determines on a case-by-case basis the appropriate risk mitigation strategy for any identified risks. Potential outcomes under SunPower's risk mitigation strategy include continuing to work with the supplier while risks are addressed or reassessing the relationship with the supplier. Under SunPower's risk mitigation strategy, to the extent that risks that require mitigation are identified, if applicable, SunPower will adopt procedures for monitoring and tracking the performance of the risk mitigation efforts and for reporting these efforts back to appropriate senior oversight personnel. Under its procedures, SunPower also will undertake additional fact and risk assessments for risks that require mitigation or after a change of circumstances.

Independent Third-party Audit of Supply Chain Due Diligence at Identified Points in the Supply Chain

To the extent that smelters or refiners are identified, SunPower utilizes information made available by the CFSI concerning independent third-party audits of smelters and refiners. SunPower is a member of the CFSI.

Report on Supply Chain Due Diligence

SunPower files a Form SD, and, to the extent required, a Conflict Minerals Report, with the Securities and Exchange Commission and makes these filings available on its corporate website.

Due Diligence Program Execution

In furtherance of SunPower's 3TG due diligence, it performed the due diligence measures discussed below for 2015. These are not all of the measures that SunPower took in furtherance of its 3TG compliance program and pursuant to the Conflict Minerals Rule and the OECD Guidance. For a discussion of the design of SunPower's due diligence measures, see Due Diligence Framework.

1. SunPower sent requests to all direct Suppliers to complete a CMRT. SunPower requested that the Suppliers furnish it with a completed CMRT at the product level. SunPower followed up by email or phone with the Suppliers that did not provide a response within the specified time frame.
2. SunPower reviewed the completed responses received from the Suppliers for incomplete responses, potential errors, inaccuracies and red flags.
3. SunPower reviewed the smelters and refiners identified to it by the Suppliers against those contained on the Smelter Reference List tab of the CMRT and the Commerce Department List. To the extent not on either of those lists, SunPower (a) requested that the Supplier confirm that the listed entity is a smelter or refiner, (b) consulted publicly- available information to attempt to determine whether the identified entity was a smelter or refiner or (c) attempted to contact the listed entity.
4. With respect to those responses that identified a smelter or refiner, SunPower also reviewed that information against the lists of Compliant and Active smelters and refiners published by the CFSI. 180 of the 258 identified smelters and refiners were listed as Compliant by the CFSI as of May 23, 2016 and 78 were listed as Active.
5. To the extent that a smelter or refiner identified by a Supplier was not listed as Compliant by the CFSI, SunPower searched public information to attempt to determine the mine or location of origin of the 3TG processed by the smelter or refiner and whether it obtains 3TG from sources that directly or indirectly finance or benefit armed groups in a Covered Country.
- 6.

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The compliance team reported the findings of its supply chain risk assessment to SunPower's Sustainability Council.

7. In addition, to mitigate the risk that the necessary 3TG contained in SunPower's in-scope products directly or indirectly finance or benefit armed groups in the Covered Countries, it:
 - a. Retained the Service Provider to manage data collection; and
 - b. Continued to refine its product scoping.

Product Information

For 2015, SunPower was unable to determine the origin of at least a portion of the necessary 3TG in each of its in-scope products. Its in-scope products consisted of:

Solar panels; and

Balance of systems components.

Only a portion of SunPower's balance of systems components were in-scope for purposes of its compliance with the Conflict Minerals Rule. Our in-scope products contain all four of the 3TG.

For a further discussion of SunPower's products, see its Annual Report on Form 10-K for the fiscal year ended January 3, 2016. The information contained in the Form 10-K is not incorporated by reference into this Conflict Minerals Report or SunPower's Form SD for 2015 and should not be considered part of this Conflict Minerals Report or the Form SD.

For 2015, none of the 3TG contained in SunPower's in-scope products were determined by it to have directly or indirectly financed or benefitted armed groups in a Covered Country. However, SunPower did not conclude that any of its products were DRC conflict free.

Smelter, Refiner and Country of Origin Information

In connection with SunPower's reasonable country of origin inquiry or due diligence, as applicable, the Suppliers identified to SunPower the facilities listed below as potentially having processed the necessary 3TG contained in SunPower's in-scope products in 2015.

249 smelters and refiners were identified by the Suppliers.

206 of the smelters and refiners, or 83%, were listed as Compliant by the CFSI.

34, or 13%, were listed as Active.

See the notes following the table for additional information concerning the information presented in the table.

| Metal | Smelter or Refiner Name | Smelter or Refiner Country | Status |
|-------|---|----------------------------|-----------|
| Gold | Aida Chemical Industries Co. Ltd. | Japan | Compliant |
| Gold | Allgemeine Gold-und Silberscheideanstalt A.G. | Germany | Compliant |
| Gold | AngloGold Ashanti Córrego do Sítio Mineração | Brazil | Compliant |
| Gold | Argor-Heraeus SA | Switzerland | Compliant |
| Gold | Asahi Pretec Corporation | Japan | Compliant |
| Gold | Asahi Refining Canada Limited | Canada | Compliant |
| Gold | Asahi Refining USA Inc. | United States | Compliant |

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| | | | |
|------|---|---------------|-----------|
| Gold | Asaka Riken Co Ltd | Japan | Compliant |
| Gold | Aurubis AG | Germany | Compliant |
| Gold | Bangko Sentral ng Pilipinas (Central Bank of the Philippines) | Philippines | Compliant |
| Gold | Boliden AB | Sweden | Compliant |
| Gold | C. Hafner GmbH + Co. KG | Germany | Compliant |
| Gold | CCR Refinery Glencore Canada Corporation | Canada | Compliant |
| Gold | Chimet S.p.A. | Italy | Compliant |
| Gold | DODUCO GmbH | Germany | Compliant |
| Gold | Dowa | Japan | Compliant |
| Gold | Eco-System Recycling Co., Ltd. | Japan | Compliant |
| Gold | Elemental Refining, LLC | United States | Compliant |

| Metal | Smelter or Refiner Name | Smelter or Refiner Country | Status |
|--------------|---|-----------------------------------|---------------|
| Gold | Emirates Gold DMCC | United Arab Emirates | Compliant |
| Gold | Heimerle + Meule GmbH | Germany | Compliant |
| Gold | Heraeus Ltd Hong Kong | Hong Kong | Compliant |
| Gold | Heraeus Precious Metals GmbH & Co. KG | Germany | Compliant |
| Gold | Inner Mongolia Qiankun Gold and Silver Refinery Share Company Limited | China | Compliant |
| Gold | Ishifuku Metal Industry Co., Ltd. | Japan | Compliant |
| Gold | Istanbul Gold Refinery | Turkey | Compliant |
| Gold | Japan Mint | Japan | Compliant |
| Gold | Jiangxi Copper Company Limited | China | Compliant |
| Gold | JSC Ekaterinburg Non-Ferrous Metal Processing Plant | Russian Federation | Compliant |
| Gold | JSC Uralelectromed | Russian Federation | Compliant |
| Gold | JX NIPPON MINING & METALS CO, LTD | Japan | Compliant |
| Gold | Kazzinc | Kazakhstan | Compliant |
| Gold | Kennecott Utah Copper LLC | United States | Compliant |
| Gold | KOJIMA CHEMICALS CO.,LTD. | Japan | Compliant |
| Gold | LS-NIKKO Copper Inc. | Korea | Compliant |
| Gold | Materion | United States | Compliant |
| Gold | Matsuda Sangyo Co. Ltd | Japan | Compliant |
| Gold | Metalor Technologies (Hong Kong) Ltd | Hong Kong | Compliant |
| Gold | Metalor Technologies (Singapore) Pte., Ltd. | Singapore | Compliant |
| Gold | Metalor Technologies SA | Switzerland | Compliant |
| Gold | Metalor USA Refining Corporation | United States | Compliant |
| Gold | METALÚRGICA MET-MEX PEÑOLES, S.A. DE C.V | Mexico | Compliant |
| Gold | mitsubishi MATERIALS CORP | Japan | Compliant |
| Gold | Mitsui Mining and Smelting Co., Ltd. | Japan | Compliant |
| Gold | MMTC-PAMP India Pvt., Ltd. | India | Compliant |
| Gold | Moscow Special Alloys Processing Plant | Russian Federation | Compliant |
| Gold | Nadir Metal Rafineri San. Ve Tic. A.Ş. | Turkey | Compliant |
| Gold | Nihon Material Co. LTD | Japan | Compliant |
| Gold | Ohura Precious Metal Industry Co., Ltd. | Japan | Compliant |
| Gold | OJSC The Gulidov Krasnoyarsk Non-Ferrous Metals Plant (OJSC Krastsvetmet) | Russian Federation | Compliant |
| Gold | OJSC Novosibirsk Refinery | Russian Federation | Compliant |
| Gold | PAMP SA | Switzerland | Compliant |
| Gold | Prioksky Plant of Non-Ferrous Metals | Russian Federation | Compliant |
| Gold | PT Aneka Tambang (Persero) Tbk | Indonesia | Compliant |
| Gold | PX Précinox SA | Switzerland | Compliant |
| Gold | Rand Refinery (Pty) Ltd | South Africa | Compliant |
| Gold | Republic Metals Corporation | United States | Compliant |
| Gold | Royal Canadian Mint | Canada | Compliant |
| Gold | Schone Edelmetaal | Netherlands | Compliant |
| Gold | SEMPSA Joyeria Plateria SA | Spain | Compliant |

| Metal | Smelter or Refiner Name | Smelter or Refiner Country | Status |
|--------------|--|-----------------------------------|---------------|
| Gold | Shandong Zhaojin Gold & Silver Refinery Co. Ltd | China | Compliant |
| Gold | Sichuan Tianze Precious Metals Co., Ltd. | China | Compliant |
| Gold | Singway Technology Co., Ltd. | Taiwan | Compliant |
| Gold | SOE Shyolkovsky Factory of Secondary Precious Metals | Russian Federation | Compliant |
| Gold | Solar Applied Materials Technology Corp. | Taiwan | Compliant |
| Gold | Sumitomo Metal Mining Co., Ltd. | Japan | Compliant |
| Gold | T.C.A S.p.A | Italy | Compliant |
| Gold | Tanaka Kikinzoku Kogyo K.K. | Japan | Compliant |
| Gold | The Refinery of Shandong Gold Mining Co. Ltd | China | Compliant |
| Gold | Tokuriki Honten Co., Ltd | Japan | Compliant |
| Gold | Umicore Brasil Ltda | Brazil | Compliant |
| Gold | Umicore Precious Metals Thailand | Thailand | Compliant |
| Gold | Umicore SA Business Unit Precious Metals Refining | Belgium | Compliant |
| Gold | United Precious Metal Refining Inc. | United States | Compliant |
| Gold | Valcambi SA | Switzerland | Compliant |
| Gold | Western Australian Mint trading as The Perth Mint | Australia | Compliant |
| Gold | Yamamoto Precious Metal Co., Ltd. | Japan | Compliant |
| Gold | Yokohama Metal Co Ltd | Japan | Compliant |
| Gold | Zhongyuan Gold Smelter of Zhongjin Gold Corporation | China | Compliant |
| Gold | Zijin Mining Group Co. Ltd | China | Compliant |
| Gold | Advanced Chemical Company | United States | Active |
| Gold | Almalyk Mining and Metallurgical Complex (AMMC) | Uzbekistan | Active |
| Gold | Cendres & Metaux SA | Switzerland | Active |
| Gold | Daejin Indus Co. Ltd | Korea | Active |
| Gold | DSC (Do Sung Corporation) | Korea, | Active |
| Gold | FAGGI ENRICO SPA | Italy | Active |
| Gold | Geib Refining Corporation | United States | Active |
| Gold | KGHM Polska Mied Spółka Akcyjna | Poland | Active |
| Gold | Korea Zinc Co. Ltd. | Korea | Active |
| Gold | Metalor Technologies (Suzhou) Ltd. | China | Active |
| Gold | Navoi Mining and Metallurgical Combinat | Uzbekistan | Active |
| Gold | SAXONIA Edelmetalle GmbH | Germany | Active |
| Gold | Torecom | Korea | Active |
| Gold | WIELAND Edelmetalle GmbH | Germany | Active |
| Gold | Atasay Kuyumculuk Sanayi Ve Ticaret A.S. | Turkey | On Reference |
| Gold | Hunan Chenzhou Mining Group Co., Ltd. | China | On Reference |
| Gold | L azurde Company For Jewelry | Saudi Arabia | On Reference |
| Tantalum | Changsha South Tantalum Niobium Co., Ltd. | China | Compliant |
| Tantalum | CONGHUA TANTALUM AND NIOBIUM SMELTRY | China | Compliant |
| Tantalum | D Block Metals, LLC | United States | Compliant |
| Tantalum | Duoluoshan | China | Compliant |

| Metal | Smelter or Refiner Name | Smelter or Refiner Country | Status |
|--------------|--|-----------------------------------|---------------|
| Tantalum | Exotech Inc. | United States | Compliant |
| Tantalum | F&X Electro-Materials Ltd. | China | Compliant |
| Tantalum | FIR Metals & Resource Ltd. | China | Compliant |
| Tantalum | Global Advanced Metals Aizu | Japan | Compliant |
| Tantalum | Global Advanced Metals Boyertown | United States | Compliant |
| Tantalum | Guangdong Zhiyuan New Material Co., Ltd. | China | Compliant |
| Tantalum | Guizhou Zhenhua Xinyun Technology Ltd., Kaili branch | China | Compliant |
| Tantalum | H.C. Starck Co., Ltd. | Thailand | Compliant |
| Tantalum | H.C. Starck GmbH Goslar | Germany | Compliant |
| Tantalum | H.C. Starck GmbH Laufenburg | Germany | Compliant |
| Tantalum | H.C. Starck Hermsdorf GmbH | Germany | Compliant |
| Tantalum | H.C. Starck Inc. | United States | Compliant |
| Tantalum | H.C. Starck Ltd. | Japan | Compliant |
| Tantalum | H.C. Starck Smelting GmbH & Co.KG | Germany | Compliant |
| Tantalum | Hengyang King Xing Lifeng New Materials Co., Ltd. | China | Compliant |
| Tantalum | Hi-Temp Specialty Metals, Inc. | United States | Compliant |
| Tantalum | Jiangxi Dinghai Tantalum & Niobium Co., LTD | China | Compliant |
| Tantalum | JiuJiang JinXin Nonferrous Metals Co., Ltd. | China | Compliant |
| Tantalum | Jiujiang Tanbre Co., Ltd. | China | Compliant |
| Tantalum | Jiujiang Zhongao Tantalum & Niobium Co., Ltd. | China | Compliant |
| Tantalum | KEMET Blue Metals | Mexico | Compliant |
| Tantalum | KEMET Blue Powder | United States | Compliant |
| Tantalum | King-Tan Tantalum Industry Ltd. | China | Compliant |
| Tantalum | LSM Brasil S.A. | Brazil | Compliant |
| Tantalum | Metallurgical Products India Pvt., Ltd. | India | Compliant |
| Tantalum | Mineração Taboca S.A. | Brazil | Compliant |
| Tantalum | Mitsui Mining & Smelting | Japan | Compliant |
| Tantalum | Molycorp Silmet A.S. | Estonia | Compliant |
| Tantalum | Ningxia Orient Tantalum Industry Co., Ltd. | China | Compliant |
| Tantalum | Plansee SE Liezen | Austria | Compliant |
| Tantalum | Plansee SE Reutte | Austria | Compliant |
| Tantalum | QuantumClean | United States | Compliant |
| Tantalum | Resind Indústria e Comércio Ltda | Brazil | Compliant |
| Tantalum | RFH Tantalum Smeltry Co., Ltd | China | Compliant |
| Tantalum | Solikamsk Magnesium Works OAO | Russian Federation | Compliant |
| Tantalum | Taki Chemicals | Japan | Compliant |
| Tantalum | Telex | United States | Compliant |
| Tantalum | Tranzact, Inc. | United States | Compliant |
| Tantalum | Ulba | Kazakhstan | Compliant |
| Tantalum | XinXing HaoRong Electronic Material Co., Ltd. | China | Compliant |
| Tantalum | Yichun Jin Yang Rare Metal Co., Ltd. | China | Compliant |
| Tantalum | Zhuzhou Cement Carbide | China | Compliant |
| Tin | ALPHA | United States | Compliant |

| Metal | Smelter or Refiner Name | Smelter or Refiner Country | Status |
|--------------|---|-----------------------------------|---------------|
| Tin | China Tin Group Co., Ltd. | China | Compliant |
| Tin | CV Ayi Jaya | Indonesia | Compliant |
| Tin | CV Gita Pesona | Indonesia | Compliant |
| Tin | CV Serumpun Sebalai | Indonesia | Compliant |
| Tin | CV UNITED SMELTING | Indonesia | Compliant |
| Tin | CV Venus Inti Perkasa | Indonesia | Compliant |
| Tin | Dowa | Japan | Compliant |
| Tin | Elmet S.L.U. (Metallo Group) | Spain | Compliant |
| Tin | EM Vinto | Bolivia | Compliant |
| Tin | Gejiu Non-Ferrous Metal Processing Co. Ltd. | China | Compliant |
| Tin | Jiangxi Ketai Advanced Material Co., Ltd. | China | Compliant |
| Tin | Magnu s Minerais Metais e Ligas LTDA | Brazil | Compliant |
| Tin | Malaysia Smelting Corp | Malaysia | Compliant |
| Tin | Melt Metais e Ligas S/A | Brazil | Compliant |
| Tin | Metallo-Chimique N.V. | Belgium | Compliant |
| Tin | Mineração Taboca S.A. | Brazil | Compliant |
| Tin | Minsur | Peru | Compliant |
| Tin | Mitsubishi Materials Corporation | Japan | Compliant |
| Tin | O.M. Manufacturing (Thailand) Co., Ltd. | Thailand | Compliant |
| Tin | O.M. Manufacturing Philippines, Inc. | Philippines | Compliant |
| Tin | OMSA | Bolivia | Compliant |
| Tin | PT Artha Cipta Langgeng | Indonesia | Compliant |
| Tin | PT ATD Makmur Mandiri Jaya | Indonesia | Compliant |
| Tin | PT Babel Inti Perkasa | Indonesia | Compliant |
| Tin | PT Bangka Tin Industry | Indonesia | Compliant |
| Tin | PT Belitung Industri Sejahtera | Indonesia | Compliant |
| Tin | PT BilliTin Makmur Lestari | Indonesia | Compliant |
| Tin | PT Bukit Timah | Indonesia | Compliant |
| Tin | PT Cipta Persada Mulia | Indonesia | Compliant |
| Tin | PT DS Jaya Abadi | Indonesia | Compliant |
| Tin | PT Eunindo Usaha Mandiri | Indonesia | Compliant |
| Tin | PT Inti Stania Prima | Indonesia | Compliant |
| Tin | PT Justindo | Indonesia | Compliant |
| Tin | PT Mitra Stania Prima | Indonesia | Compliant |
| Tin | PT Panca Mega Persada | Indonesia | Compliant |
| Tin | PT REFINED BANGKA TIN | Indonesia | Compliant |
| Tin | PT Sariwiguna Binasentosa | Indonesia | Compliant |
| Tin | PT Stanindo Inti Perkasa | Indonesia | Compliant |
| Tin | PT Sukses Inti Makmur | Indonesia | Compliant |
| Tin | PT Sumber Jaya Indah | Indonesia | Compliant |
| Tin | PT Timah (Persero) Tbk Mentok | Indonesia | Compliant |
| Tin | PT Tinindo Inter Nusa | Indonesia | Compliant |
| Tin | PT Tommy Utama | Indonesia | Compliant |

| Metal | Smelter or Refiner Name | Smelter or Refiner Country | Status |
|--------------|---|-----------------------------------|---------------|
| Tin | PT Wahana Perkit Jaya | Indonesia | Compliant |
| Tin | Resind Indústria e Comércio Ltda | Brazil | Compliant |
| Tin | Rui Da Hung | Taiwan | Compliant |
| Tin | Soft Metais Ltda. | Brazil | Compliant |
| Tin | Thaisarco | Thailand | Compliant |
| Tin | VQB Mineral and Trading Group JSC | Viet Nam | Compliant |
| Tin | White Solder Metalugia | Brazil | Compliant |
| Tin | Yunnan Chengfeng Non-ferrous Metals Co., Ltd. | China | Compliant |
| Tin | Yunnan Tin Company, Ltd. | China | Compliant |
| Tin | An Thai Minerals Company Limited | Viet Nam | Active |
| Tin | An Vinh Joint Stock Mineral Processing Company | Viet Nam | Active |
| Tin | CV Dua Sekawan | Indonesia | Active |
| Tin | Electro-Mechanical Facility of the Cao Bang Minerals & Metallurgy Joint Stock Company | Viet Nam | Active |
| Tin | Fenix Metals | Poland | Active |
| Tin | Gejiu Fengming Metalurgy Chemical Plant | China | Active |
| Tin | Gejiu Jinye Mineral Company | China | Active |
| Tin | Gejiu Kai Meng Industry and Trade LLC | China | Active |
| Tin | Gejiu Yunxin Nonferrous Electrolysis Co., Ltd. | China | Active |
| Tin | Nghe Tinh Non-Ferrous Metals Joint Stock Company | Viet Nam | Active |
| Tin | PT Karimun Mining | Indonesia | Active |
| Tin | Tuyen Quang Non-Ferrous Metals Joint Stock Company | Viet Nam | Active |
| Tin | PT Bangka Prima Tin | Indonesia | On Reference |
| Tin | PT Tambang Timah | Indonesia | On Reference |
| Tungsten | A.L.M.T. TUNGSTEN Corp. | Japan | Compliant |
| Tungsten | ASIA TUNGSTEN PRODUCTS (VIETNAM) LTD | Viet Nam | Compliant |
| Tungsten | Chenzhou Diamond Tungsten Products Co., Ltd. | China | Compliant |
| Tungsten | Chongyi Zhangyuan Tungsten Co Ltd | China | Compliant |
| Tungsten | FUJIAN JINXIN TUNGSTEN CO.,LTD | China | Compliant |
| Tungsten | Ganzhou Huaxing Tungsten Products Co., Ltd. | China | Compliant |
| Tungsten | Ganzhou Jiangwu Ferrotungsten Co., Ltd. | China | Compliant |
| Tungsten | Ganzhou Seadragon W & Mo Co., Ltd. | China | Compliant |
| Tungsten | Ganzhou Yatai Tungsten Co., Ltd. | China | Compliant |
| Tungsten | Global Tungsten & Powders Corp | United States | Compliant |
| Tungsten | Guangdong Xianglu Tungsten Co., Ltd. | China | Compliant |
| Tungsten | H.C. Starck GmbH | Germany | Compliant |
| Tungsten | H.C. Starck Smelting GmbH & Co.KG | Germany | Compliant |
| Tungsten | Hunan Chenzhou Mining Co., Ltd. | China | Compliant |
| Tungsten | Hunan Chuangda Vanadium Tungsten Co., Ltd. Wuji | China | Compliant |
| Tungsten | Hunan Chun-Chang Nonferrous Smelting & Concentrating Co., Ltd. | China | Compliant |
| Tungsten | Japan New Metals Co Ltd | Japan | Compliant |
| Tungsten | Jiangxi Gan Bei Tungsten Co., Ltd. | China | Compliant |

| Metal | Smelter or Refiner Name | Smelter or Refiner Country | Status |
|----------|---|----------------------------|------------------------|
| Tungsten | Jiangxi Xiushui Xianggan Nonferrous Metals Co., Ltd. | China | Compliant |
| Tungsten | Kennametal Huntsville | United States | Compliant |
| Tungsten | Malipo Haiyu Tungsten Co., Ltd. | China | Compliant |
| Tungsten | Niagara Refining LLC | United States | Compliant |
| Tungsten | Nui Phao H.C. Starck Tungsten Chemicals Manufacturing LLC | Viet Nam | Compliant |
| Tungsten | Tejing (Vietnam) Tungsten Co., Ltd. | Viet Nam | Compliant |
| Tungsten | Vietnam Youngsun Tungsten Industry Co., Ltd | Viet Nam | Compliant |
| Tungsten | Wolfram Bergbau und Hütten AG | Austria | Compliant |
| Tungsten | Xiamen Tungsten (H.C.) Co., Ltd. | China | Compliant |
| Tungsten | Xiamen Tungsten Co., Ltd | China | Compliant |
| Tungsten | Xinhai Rendan Shaoguan Tungsten Co., Ltd. | China | Compliant |
| Tungsten | ACL Metais Eireli | Brazil | Active |
| Tungsten | Dayu Weiliang Tungsten Co., Ltd. | China | Active |
| Tungsten | Ganzhou Non-ferrous Metals Smelting Co., Ltd. | China | Active |
| Tungsten | Jiangwu H.C. Starck Tungsten Products Co., Ltd. | China | Active |
| Tungsten | JIANGXI XINSHENG TUNGSTEN INDUSTRY CO LTD | China | Active |
| Tungsten | Jiangxi Yaosheng Tungsten Co., Ltd. | China | Active |
| Tungsten | Kennametal Fallon | United States | Active |
| Tungsten | Xinfeng Huarui Tungsten & Molybdenum New Material Co., Ltd. | China | Active |
| Tungsten | Dayu Jincheng Tungsten Industry Co., Ltd. | China | On Reference |
| Tungsten | Hunan Chuangda Vanadium Tungsten Co., Ltd. Yanglin | China | On Reference List Only |
| Tungsten | Sanher Tungsten Vietnam Co., Ltd. | Viet Nam | On Reference |

- a) *The smelters and refiners listed above were identified to SunPower by the Suppliers. Not all of the listed smelters and refiners may have processed the necessary 3TG contained in SunPower's in-scope products, since some Suppliers reported at a company level, meaning that they reported the 3TG contained in all of their products, not just those in the products that they sold to SunPower. Some Suppliers also may have reported smelters and refiners that were not in SunPower's supply chain due to over-inclusiveness in the information received from their suppliers or for other reasons. In addition, the smelters and refiners reflected above may not include all of the smelters and refiners in SunPower's supply chain, since some Suppliers did not identify all of their smelters and refiners and because not all Suppliers responded to SunPower's inquiries.*
- b) *Smelter or refiner status information in the table is as of May 23, 2016.*
- c) *Compliant means that a smelter or refiner was listed as compliant with the Conflict-Free Smelter Program's (CFSP) assessment protocols, including through mutual recognition. Smelters or refiners that are listed as Re-audit in process are considered to be Compliant by the CFSP. Included smelters and refiners were not necessarily Compliant for all or part of 2015 and may not continue to be Compliant for any future period.*
- d) *Active means that the smelter or refiner is listed by the CFSI as having submitted a signed Agreement for the Exchange of Confidential Information and Auditee Agreement contracts to the CFSP or, according to information published by the CFSI, the smelter has agreed to complete a CFSP validation audit within two years of membership issuance by the Tungsten Industry Conflict Minerals Council.*
- e) *On Reference List Only means the smelter or refiner is not listed as Compliant or Active.*
- f) *Smelter or refiner status reflected in the table is based solely on information made publicly available by the CFSI, without independent verification by SunPower.*
- g) *Country location is the location of the smelter or refiner is based solely on information made publicly available by the CFSI, without independent verification by SunPower.*

Country of Origin Information

SunPower has endeavored to determine the mine or location or origin of the necessary 3TG contained in its in-scope products by requiring that the Suppliers provide it with completed CMRTs and through the other measures described in this Conflict Minerals Report. Where a smelter or refiner has been identified, SunPower also has reviewed public information, to the extent available, to try to determine the mine or location of origin.

The countries of origin of the 3TG processed by the Compliant smelters and refiners listed above may have included countries in each of the categories listed below. The countries below are sorted by risk level.

L1 Countries that are not identified as conflict regions or plausible areas of smuggling or export from the DRC and its nine adjoining countries: Argentina, Australia, Austria, Belgium, Bolivia, Brazil, Cambodia, Canada, Chile, China, Colombia, Cote d'Ivoire, Czech Republic, Djibouti, Ecuador, Egypt, Estonia, Ethiopia, France, Germany, Guyana, Hungary, India, Indonesia, Ireland, Israel, Japan, Kazakhstan, Laos, Luxembourg, Madagascar, Malaysia, Mongolia, Myanmar, Namibia, Netherlands, Nigeria, Peru, Portugal, Russia, Sierra Leone, Singapore, Slovakia, South Korea, Spain, Suriname, Switzerland, Taiwan, Thailand, United Kingdom, United States, Vietnam and Zimbabwe.

L2 Countries that are known or plausible countries for smuggling, export out of region or transit of materials containing 3TG: Kenya, Mozambique and South Africa.

L3 The DRC and its nine adjoining countries: Angola, Burundi, Central African Republic, Republic of Congo, Rwanda, South Sudan, Uganda, United Republic of Tanzania and Zambia.

DRC The Democratic Republic of the Congo.

For 2015, we were not able to determine the country of origin of the 3TG processed by any of the smelters or refiners listed as Active or On Reference List Only.

Some of the 3TG processed by the Compliant smelters and refiners may have originated in whole or in part from recycled or scrap sources.

Due Diligence Improvement Measures

SunPower intends to further improve its due diligence measures for 2016 in order to mitigate the risk that the necessary 3TG in its in-scope products benefit armed groups by taking the following steps, among others:

Continue to encourage Suppliers that provided company level information for 2015 to provide product level information for 2016 through ongoing outreach with these Suppliers.

Continue to engage with Suppliers that provided incomplete responses or that did not provide responses for 2015 to help ensure that they provide requested information for 2016.

Communicating its sourcing expectations to any new suppliers in 2016.

The foregoing steps are in addition to the steps that SunPower took for 2015, which it intends to continue to take for 2016 to the extent applicable.

