

SUPPLIER CODE OF CONDUCT

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PART 1 – PURPOSE AND RECIPIENTS

1.1 PURPOSE

The Italtel Group (consisting of Italtel S.p.A and its subsidiaries, hereinafter also “Italtel”) takes compliance with applicable laws and regulations within the framework of the relevant ethical principles as its guiding principle in carrying out its activities, defining its strategic directions, managing the company, and developing its business, both in Italy and abroad.

Italtel believes that market presence and competitiveness must be conducted not only in full compliance with applicable regulations and competition, but also with a view to a sustainable economy. Italtel believes it is of fundamental importance that relationships with all third parties doing business with Italtel are based on transparency, mutual trust, and full sharing of ethical principles and social, economic, and environmental sustainability.

The Italtel Group operates in compliance with its Code of Ethics and its Organizational, Management, and Control Model pursuant to Legislative Decree 231/01, as well as the applicable national regulatory frameworks in the countries in which it operates. These guidelines define the principles, values, and protocols of conduct that are an integral part of the governance and management of corporate processes.

Italtel has expressed the ethical principles and commitments it intends to observe, support, and promote in its Code of Ethics and Policies. Therefore, it requires suppliers, partners, and, in general, all those who have business relations with Italtel to comply with the guidelines contained in this "Supplier Code of Conduct" (hereinafter also the "Code"). Under no circumstances can the belief of acting for the benefit or in the interests of Italtel justify conduct that conflicts with it.

1.2 REGULATORY FRAMEWORK

This Code is aligned with key international frameworks and standards, including the United Nations Guiding Principles on Business and Human Rights (UNGP), the Universal Declaration of Human Rights, the United Nations Global Compact, the OECD Guidelines for Multinational Enterprises, and the International Labour Organization (ILO) International Labour Standards.

1.3 RECIPIENTS

The Supplier Code of Conduct applies to all third parties, such as product and service suppliers, consultants and business partners (hereinafter, “Suppliers”) who have business relations with Italtel, and to their employees in any country where they operate.

1.4 IMPLEMENTATION OF THE SUPPLIER CODE OF CONDUCT

For this Code of Conduct to be applied, Italtel:

- ensures its dissemination to Suppliers by publishing it on its website and requires their adherence to it;
- updates it to adapt it from time to time to its own Code of Ethics and to the evolution of civil awareness and the standards that constitute its reference;
- asks Suppliers to ensure its application by their own employees and to promote its contents within their supply chain;
- provides Suppliers with a confidential communication channel through which they can report suspected violations of the same;
- in the event of a confirmed violation, evaluates the facts and circumstances and implements, if deemed necessary, appropriate measures;

Suppliers, for clarification on the contents of this Code, are encouraged to contact the Italtel Ethics Committee at the following address:

➤ **comitato_etico@italtel.com**

Furthermore, to report violations or suspected violations of this Code, Suppliers may use the references indicated in Paragraph 1.7 “Reports”.

1.5 COMPLIANCE WITH THE SUPPLIER CODE OF CONDUCT

Italtel requires all Suppliers to comply with the contents of this Code, incorporate them into their own code of ethics, policies and procedures and communicate them to their personnel, as deemed appropriate.

Suppliers are also required to communicate the principles contained in this Code to their subsidiaries, collaborators, and subcontractors, thus contributing to its effective dissemination and implementation. Suppliers are ultimately responsible for ensuring compliance with this Code not only within their own organizations but also throughout the entire supply chain by promptly informing Italtel of any issues or violations. All Suppliers are required to accept this Code of Conduct.

Italtel reserves the right to assess Suppliers' compliance with the Code during the evaluation, selection, and monitoring process and at any other time during the relationship with Italtel.

To ensure that Suppliers operate in compliance with the provisions of this Code, Italtel reserves the right to conduct audits, which may include documentation requests, remote assessments, or on-site inspections. These audits may be conducted directly by Italtel or by third parties appointed by it and will be communicated in advance so as to minimize disruption to the Supplier's normal operations.

Any violation of this Code may be considered a violation of the contractual obligations between the Supplier and Italtel and may result in termination of the commercial relationship.

1.6 REPORTS

Suppliers may submit complaints based on reasonable and legitimate suspicions, or in good faith awareness, of unlawful conduct or irregularities in their relationships with Italtel through the Italtel Whistleblowing channel or by post to:

Italtel Ethics Committee
Via Caldera, 21
20153 Milan

1.7 COMMUNICATION AND UPDATING

This Code has been approved by Italtel's ESG Committee and is available on the Company's website. It is subject to periodic review and whenever an update is deemed appropriate with respect of substantial changes in the Italtel Group's industrial or sustainability strategy. Any requests for clarification regarding the interpretation of the Code can also be submitted through the "Get in touch" section of the Italtel website: <https://www.italtel.com/our-sites/>.

PART 2 - THE RULES OF CONDUCT

2.1 PERSONNEL PROTECTION

The Supplier must carry out its activities in full respect of the fundamental rights of individuals, guaranteeing equal opportunities for all in the workplace, without distinction of gender, marital status, sexual orientation, religious faith, political and trade union opinions, ethnic origin, nationality, age, or disability.

The Supplier shall ensure fair labor practices appropriate to freely chosen employment, which includes the prohibition of forced labor, child labor, human trafficking and slavery as well as any practices involving labor exploitation.

The Supplier undertakes not to directly or indirectly employ minors who have not completed the compulsory education period and reached the minimum age for admission to work defined by applicable law and to combat the use of child labour in any form.

The Supplier undertakes not to make use of or take advantage in any way of any form of forced, compulsory, or debt-bonded labor or modern slavery (such as, for example, withholding original copies of workers' documents or valuables; requiring a deposit payment as a condition of employment or applying wage deductions associated with the payment of hiring fees; or restricting the freedom of movement of employees).

The Supplier must undertake to promote interpersonal working relationships oriented towards mutual respect for the rights, dignity, and freedom of each individual, prohibiting and preventing any form of harassment or abuse, whether physical, sexual, psychological, or verbal, towards its personnel.

The Supplier is also required to communicate the above principles to its subsidiaries, collaborators, and subcontractors, thus contributing to their effective dissemination and implementation. The Supplier is ultimately responsible for ensuring compliance with these principles not only within its own organization but also throughout the entire supply chain, promptly informing Italtel of any issues or violations.

2.2 HEALTH AND SAFETY AT WORK

The Supplier shall fully comply with all applicable health and safety laws, regulations, and practices and shall take preventative measures to protect the health, safety, and hygiene of the workplace, as well as the physical and psychological well-being of its people.

The Supplier must develop its own organization, assigning responsibilities and tasks, in order to implement all necessary and suitable measures to protect the health and safety at work of its own people and any subcontractors it uses in its relationships with Italtel.

The Supplier is also required to communicate the above principles to its subsidiaries, collaborators, and subcontractors, thus contributing to their effective dissemination and implementation. The Supplier is ultimately responsible for ensuring compliance with these principles not only within its own organization but also throughout the entire supply chain, promptly informing Italtel of any issues or violations.

2.3 WORKING CONDITIONS AND FREEDOM OF ASSOCIATION

Italtel requires its Suppliers to carry out their activities in full compliance with working conditions not only with reference to the regulations in force in the countries in which they operate but also with reference to the international frameworks and standards referred to in Section 1.2 and not to maintain supply and procurement relationships with companies or professionals who do not comply with these regulations.

The Supplier must pay its personnel a salary at least equal to the legal minimum wage (in countries where it is established) or the contractual minimum wage defined by current collective agreements.

The Supplier undertakes to ensure full compliance with the legislation and collective bargaining agreements regarding working hours and overtime, including breaks, rest days, holidays and leaves of various kinds.

The Supplier is required to provide its employees and collaborators with a clearly understandable, legally binding, written employment contract. The Supplier is also required to comply with the employment procedures governed by applicable law, avoiding any irregularities, and to ensure its employees and collaborators receive social security, welfare, and insurance benefits in compliance with applicable laws and regulations, as well as any collective bargaining agreements adopted.

The Supplier must respect the right of workers to freely associate and bargain collectively, in accordance with the legislation in force in the country in which it operates and undertakes to promote social dialogue.

The Supplier is also required to communicate the above principles to its subsidiaries, collaborators, and subcontractors, thus contributing to their effective dissemination and implementation. The Supplier is ultimately responsible for ensuring compliance with these principles not only within its own organization but also throughout the entire supply chain, promptly informing Italtel of any issues or violations.

2.4 ENVIRONMENTAL PROTECTION

Italtel requires its Suppliers to be committed to protect the environment and safeguard natural resources, and to conduct their operations with the aim of reducing the impact of harmful emissions on people and the environment.

The products and services offered by the Supplier must comply, in terms of quality and safety, with applicable national and international laws and regulations and meet any technical requirements and standards requested by Italtel. The Supplier is also required to comply with applicable regulations relating to raw material procurement, production, processing, marketing, and distribution, considering their environmental and social impacts.

Italtel requires the Supplier not only to comply with the regulations of the country in which it operates but also to commit:

- to reduce the consumption of resources, including raw materials and water, at all stages of the product or service life cycle;
- to reduce or eliminate waste by implementing appropriate conservation measures in its operations by recycling, reusing or substituting materials;
- to progressively reduce its energy consumption and its direct and indirect CO2 emissions, including through the use of “green” energy;
- to pursue the reduction of greenhouse gas emissions along the value chain, in turn raising awareness among its business partners.

The Supplier is required to take the necessary measures to ensure that biodiversity is preserved in all its activities and throughout the entire supply chain.

The Supplier is also required to communicate the above principles to its subsidiaries, collaborators, and subcontractors, thus contributing to their effective dissemination and implementation. The Supplier is ultimately responsible for ensuring compliance with these principles not only within its own organization but also throughout the entire supply chain, promptly informing Italtel of any issues or violations.

2.5 FAIRNESS AND CONFLICT OF INTEREST

The behavior of Suppliers must be based on principles of honesty, fairness, moral integrity, transparency and mutual respect, open to verification as well as based on correct and complete information, in addition to full compliance with the laws and regulations applicable in the countries in which they operate.

A "conflict of interest" means any circumstance that could call into question the Supplier's ability to act with complete objectivity regarding the business relationship with Italtel.

The Supplier must immediately report to Italtel any situation that constitutes or may appear to constitute a conflict of interest. This includes, but is not limited to, situations in which the

Supplier is aware that one of its employees has a direct or indirect financial, economic, or personal interest in the business with Italtel.

2.6 FIGHT AGAINST CORRUPTION

Italtel requires its Suppliers to comply with the law and anti-corruption laws and to accept its Anti-Corruption Policy ([Anti-bribery-Policy-Italtel-S.p.A.pdf](#))

The Supplier is prohibited from offering, promising, authorizing, paying, making or receiving payments of money or any benefit (directly or indirectly) to improperly obtain business or any other advantage for Italtel and/or the Supplier itself.

The Supplier is prohibited from offering or promising to representatives of the public administration or public institutions benefits of any kind, for themselves or for others, to promote or favor their own interests or those of Italtel.

The Supplier is also prohibited from offering or promising Italtel employees benefits of any kind, for the employee himself or for persons close to him, to promote or favor their own interests.

Benefits of any kind include not only monetary sums but also gifts, entertainment, personal travel offers, contributions to charities, and job opportunities.

If a Supplier receives requests for benefits of any kind from public officials in relation to business dealing with Italtel or from Italtel personnel, it must promptly report this to Italtel.

2.7 FAIR COMPETITION

Italtel requires its Suppliers to act in accordance with formal and substantive legality, with fairness and loyalty, and in compliance with competition regulations.

Supplier is prohibited from making arrangements to (i) fix or control prices, whether directly with a competitor or by any other method, such as through third parties, (ii) structure or orchestrate bids to target a contract to a particular competitor or reseller (bid disruption), including abstaining from bidding or submitting non-competitive or “courtesy” bids, (iii) boycott

suppliers or customers, (iv) divide or allocate markets or customers, (v) limit the production or sales of products or product lines.

The Supplier shall not propose agreements that are contrary to competition laws in its dealings with Italtel and its competitors by revealing information on prices, costs, profits or profit margins, production volumes or bids, or quotations for business with Italtel and making, in any context, statements detrimental to the image of its competitors.

The Supplier is prohibited from misrepresenting material facts, manipulating or concealing information, or engaging in fraudulent practices; the Supplier undertakes to refrain from any activity that attempts to influence laws, regulations, policies, and standards through relationships with representatives of public administrations or public institutions ("lobbying activities").

The Supplier shall not participate in any non-EU sanctioned economic boycott and shall not share any information that could be seen as supporting any non-EU sanctioned boycott.

2.8 INFORMATION SECURITY

Italtel requires its Suppliers to protect the privacy of individuals, including but not limited to employees, customers, and other business partners, as well as information security. Suppliers are required to safeguard the assets and information of Italtel and its customers by designing and maintaining processes to ensure adequate protection of such information.

The Supplier undertakes to use and make available such information internally only to those who need it for the purposes of commercial relations with Italtel and not to transfer it to third parties without prior authorization from Italtel.

The Supplier must protect the right to privacy, using the collected data for legitimate, defined and inherent purposes and exclusively for business relationships with Italtel.

2.9 PROTECTION OF INDUSTRIAL AND INTELLECTUAL PROPERTY

Italtel requires its Suppliers to carry out their activities in compliance with applicable laws regarding industrial and intellectual property.

The Supplier shall respect Italtel's intellectual property rights and shall not use the Italtel trademark and the trade names of Italtel products without authorization; in its dealings with Italtel, the Supplier must not use proprietary information, patented technologies, copyrighted software, and third-party documentation without authorization.

2.10 ACCOUNTING AND FINANCIAL REPORTING

Italtel requires its Suppliers to identify and evaluate their customers and the parties in their value chain (suppliers, consultants, business partners), verifying and monitoring their reliability and reputation.

It also requires constant monitoring of financial flows, with particular reference to the origin of payments, the registered office of the counterparty, and the financial institutions used to prevent money laundering crimes.

In particular, Italtel prohibits the Supplier from all forms of money laundering, which involve disguising, funnelling illegally obtained money or transforming such money into legitimate funds.

Supplier agrees to accurately document all transactions relating to its contract with Italtel in its accounting books, records, statements and reports.

Contractual documents and declarations exchanged with Italtel must contain true, correct, and complete information and be signed by persons with the relevant signing powers.

Issue date	07/08/2025
Confidentiality class	Public Document
References	See par. 1.2
Approval	ESG Committee
Edition	1