

Supplier Code of Conduct

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INTRODUCTION

As we are aware that we have a significant impact on the social and environmental context in which we carry out business creation, the Intesa Sanpaolo Group (hereinafter, the "Group"), we choose to act with the objective of creating long-term value for the Group and the community, pursuing a positive influence on the environment and society.

The Group therefore intends to disseminate its principles, values and corporate commitments as an expression of the corporate culture and guidance of the Group in all its choices and actions. We also intend to promote, in relations with Suppliers, Subcontractors and Third Parties (agents, consultants, professionals, business partners, etc.), conduct consistent with the highest international and national ethical standards in the performance of its activities.

The objective of this Supplier Code of Conduct (hereinafter the "Code") is to promote and share sustainable and responsible practices throughout the supply chain, to ensure compliance with and commitment to the Group's ethical, environmental and social values, and establish relationships with Suppliers, Subcontractors and Third Parties based on trust and transparency.

The values mentioned in this Code refer to the principles contained in the following documents, published on the institutional website of the Intesa Sanpaolo Group:

- Intesa Sanpaolo Group's Code of Ethics
- Group Internal Code of Conduct
- Principles on Human Rights
- Health and Safety Policy
- Environmental and Energy Policy
- Diversity, Equity & Inclusion Principles
- Rules for Combating Sexual Harassment
- Rules on Biodiversity and Nature
- Rules on Green Banking Procurement;
- Group Anti-Corruption Guidelines
- Organisational, Management and Control Model pursuant to Italian Legislative Decree no. 231 of 8 June 2001
- Guidelines for Combating Money Laundering and Terrorist Financing and for Managing Embargoes
- Principles of Conduct in Fiscal Matters
- Principles of Information Security.

They are inspired by:

- the UN Global Compact;
- the UN Universal Declaration of Human Rights
- the UN International Covenant on Civil and Political Rights
- the UN International Covenant on Economic, Social and Cultural Rights
- the UN Convention on the Rights of the Child
- the UN Convention on the Rights of Persons with Disabilities
- the UN Guiding Principles on Business and Human Rights
- the Declaration on Fundamental Principles and Rights at Work (ILO);
- the Charter of Fundamental Rights of the European Union
- the Council of Europe Convention on Preventing and Combating Violence against Women (Istanbul Convention)
- OECD Due Diligence Guidance for Responsible Business Conduct;
- the OECD Guidelines for Multinational Enterprises and the Anti-Corruption Principles established by the United Nations.

SCOPE AND RECIPIENTS

The Chief Cost Management Officer Governance Area is responsible for defining the contents of this Code, which is subject to the approval of the Board of Directors of Intesa Sanpaolo S.p.A., as the Parent Company.

The document is brought to the attention of the competent bodies of the subsidiaries by the Intesa Sanpaolo Group that are subject to management and coordination activities to ensure its transposition.

The management and control bodies of the Group companies and all persons of the Group involved in contractual relationships, even of an occasional or temporary nature, are required to know the principles of the Code and to require that Suppliers Subcontractors and Third Parties apply it in assigning and performing professional activities and engagements, in compliance with all legal provisions and regulations applicable in the countries in which they operate.

The Code is addressed to Suppliers and Subcontractors, to Third Parties acting, operating and working in any capacity with Group companies in Italy and abroad.

PRINCIPLES AND VALUES

The Group addresses the relationship with Suppliers, Subcontractors and Third Parties by applying the following principles and values, in compliance with all legal provisions and regulations applicable in the countries in which it operates and with reference to corporate responsibility along the supply chain:

Integrity

We pursue our goals with honesty, fairness and responsibility, in full and true respect of the rules and professional ethics and in the spirit of the agreements signed.

Excellence

We set ourselves the goal of continuous improvement, forward thinking, anticipating challenges and fostering creativity aimed at innovation, both recognising and rewarding merit.

Transparency

We are committed to making transparency the basis of our actions, our communications and our contracts to allow all those who have dealings with us to make informed, conscious and independent decisions.

Respect for specific qualities

Our aim is to combine large-scale operations with profound local roots and be a bank with a broad vision, which makes people and communities come first.

Equity, Diversity and Inclusion

We are committed to avoiding any discrimination in our conduct and to respecting differences in gender, gender identity and/or expression, emotional-sexual orientation, marital status and family situation, age, ethnicity, religious belief, political and trade union affiliation, socio-economic status, nationality, language, cultural background, physical and mental condition or any other characteristic of a person, including those related to the expression of their thoughts.

Listening and dialogue

We are committed to fostering a culture of active listening and constructive dialogue with all our stakeholders, listening to their expectations in the belief that open communication is a lever for continuous improvement behind excellent results and lasting relationships.

Value of the individual

The value of each single person is a guide for our *modus operandi*: we take care of people's health and safety in order to provide a professional experience that respects physical and psychological well-being.

Environmental protection

We promote efficient and conscious use of all resources, avoiding waste and always favouring sustainable choices over time. We are committed to combating climate change, protecting nature and biodiversity, and supporting the transition to a sustainable, green and circular economy.

RULES OF CONDUCT

Labour and Human Rights

The Group promotes a culture of social responsibility based on respect for individual and collective dignity. We are committed to protecting the rights of workers, combating all forms – even indirect – of slavery, forced and/or child labour, including trafficking in human beings, and protecting the health and safety as well as the physical and moral integrity of all its people, through management based on respect for the person and the professionalism of each one, in a framework of loyalty and mutual trust.

Therefore, Suppliers, Subcontractors and Third Parties, including their subcontractors and their entire supply chain, must undertake to:

- adopt initiatives to prevent and counter any behaviour, expressed in physical, verbal or non-verbal form, that offends, violates and harms human dignity, guaranteeing appropriate assistance, support and maximum confidentiality;
- respect cultural, religious and social rights including those of people belonging to local communities and minorities;
- counter all forms of discrimination and give all people the opportunity to express their individuality and creativity at work, valuing the diversity and specific characteristics of each individual in full respect of their personality and professionalism;
- enter into written employment contracts with employee and workers that clearly specify all the terms and conditions of employment in compliance with the standards established by national, international, regional and/or local laws and regulations on the subject, including labour law regulations, immigration laws, adequate economic, remuneration, regulatory, social security, insurance treatment. The goal is to promote adequate working conditions, also by encouraging corporate welfare initiatives (e.g. remote work, time flexibility, supplementary pension plans and supplementary health insurance policies), conscious and responsible management of working hours and respect for skills, experience and professionalism;
- guarantee freedom to join trade unions and the right of association in representative bodies of the people;
- comply with workplace safety regulations and maintain a safe and healthy working environment. Inform staff and workers of any risks in the environment in which they operate and equip them with all the necessary means of protection and prevention. Monitor compliance with safety regulations and procedures. Educate staff and collaborators by promoting professional development training, in order to prevent accidents at work and occupational diseases and manage emergencies;
- prohibit any form – even indirect – of undeclared labour, slavery, forced labour and/or child labour, including trafficking in human beings. Verify that employees begin working on a voluntary basis. Prevent any form of child labour, in accordance with international, national, regional and/or local laws and regulations;
- guarantee the protection of personal data throughout the supply chain, in accordance with current regulatory provisions. Promote the training of staff and workers on data protection issues.

Environment

The Group has founded its environmental responsibility policy on the reduction of waste, progressive improvement of energy efficiency and performances, attention to the environmental and social consequences of our decisions, and on the commitment to combat climate change and to protect nature and biodiversity.

Therefore, Suppliers, Subcontractors and Third Parties, including their subcontractors and their entire supply chain, must undertake to:

- pursue conscious consumption of resources (merely by way of example, by reducing paper and plastic consumption) and adopt practices aimed at combating deforestation and safeguarding biodiversity and nature, and through the implementation of an environmental impact management system;
- support the use and development of renewable and/or recycled raw materials;
- preserve and responsibly manage water resources;
- reduce and correctly collect and dispose of waste produced, in compliance with the applicable local regulations;

- apply, where possible, the best internationally recognised standards and guidelines for environmental impact assessments, developing and implementing improvement plans to prevent, reduce and mitigate any form of pollution and environmental incident (of air, water, soil and groundwater);
- where possible and consistent with the service provided, measure and reduce emissions and limit their energy consumption as much as possible, adopting initiatives aimed at improving energy performance;
- where possible, share with the Group their approach to sustainability to promote best practices capable of supporting responsible consumption of natural resources.

Ethics and Integrity

The Group acts in compliance with applicable regulations in all the countries where it operates. In this context, the Group fully complies with all regulations also on anti-money laundering, countering terrorist financing, embargoes, antitrust, privacy, fairness in relations with Suppliers and Third Parties and management of conflicts of interest, in addition to observing principles of integrity in the management of tax matters. The Group is also committed to contributing to the fight against corruption, applying the principle of “zero tolerance” and adopting maximum consistency and transparency in corporate conduct. In addition, the Group undertakes to ensure equal opportunities in the selection of Suppliers, avoiding any form of discrimination, ensuring compliance with the principle of fairness, including with regard to payment terms.

As a result, Suppliers, Subcontractors and Third Parties, including their subcontractors and their entire supply chain, must undertake to:

- comply with the laws and regulations in force, also in executing their specific contract;
- act fairly, honestly, transparently and responsibly in all actions and in relations with its employees, workers, business partners and Suppliers;
- promote free and fair competition, refraining from abusing any dominant position on the market;
- not tolerate practices that could constitute any type of fraud;
- reject and prevent any form of active or passive corruption;
- refrain from promising, paying or offering any amounts of money not due, or gifts or free benefits;
- comply with the laws on anti-money laundering, self-laundering and receipt of stolen money, goods or other benefits;
- report any type of conflict of interest, even potential, in relation to the Group to avoid obtaining improper advantages or influencing the Group in making valid, impartial and objective decisions;
- refrain from any undue interference in the decision-making processes relating to the assignment of engagements/contracts, including requesting confidential information outside the dedicated communication channels;
- ensure the availability, accuracy and transparency of the data requested during the relationship;
- ensure the utmost transparency in relation to information relating to their corporate structure and corporate chain of control, clarity and sustainability of their offers over time, including in terms of real operating capabilities, refraining from providing false or misleading information, or omitting relevant information, which could influence decision-making processes relating to the assignment of engagements/contracts;
- promote a responsible approach to the use of the information processed, including in developing and using artificial intelligence systems;
- without prejudice to current regulatory provisions, process personal data lawfully, fairly and transparently in relation to data subjects, for specific, explicit and legitimate purposes, and always in accordance with these purposes. Store the data only for the time necessary to achieve the purposes for which they were collected, keeping the option of identifying the data subjects within this time frame. Ensure transparency in informing data subjects about their privacy rights and how personal data is processed, while ensuring adequate internal organisational safeguards for data protection;
- promptly notify the Group of any breach of the security of information and/or personal data, which involves the accidental or unlawful loss, unauthorised disclosure, alteration, destruction or access to the information and/or personal data transmitted, stored or otherwise processed;
- respect the intellectual property rights of the Group and any third parties in a diligent and serious manner;

- adopt an appropriate governance system for compliance with all the standards of conduct mentioned;
- adopt internal mechanisms that allow the anonymous reporting of actions or events that may constitute unlawful conduct and promote whistleblowing channels, to promptly manage and resolve the problems identified;
- ensure that also their subcontractors and entire supply chain embrace this responsibility, activating a virtuous circle towards continuous improvement for a sustainable and resilient economic, social and environmental system;
- disseminate this Code to all their workers.

STAKEHOLDER INVOLVEMENT AND DISSEMINATION OF THE CODE

The Group promotes a culture of active listening and constructive dialogue with all stakeholders, using their expectations to form the foundation of lasting and trust-based relationships. The Group also commits to gradually disseminate the Code of Conduct to Suppliers, Subcontractors and Third Parties, including through specific information and training engagement initiatives.

The Group undertakes to promote awareness of this Code and its updates, disclosing it within and outside the Group.

The Code is published on the corporate intranet and on the institutional website of the Intesa Sanpaolo Group (www.group.intesasanpaolo.com), which can be accessed by all Group stakeholders.

WHISTLEBLOWING

Through a dedicated process, guarantees all admitted parties – including Group employees and workers of Suppliers, Subcontractors and Third Parties – the possibility to report in writing or orally, actions or events that may constitute unlawful conduct (Whistleblowing), with the utmost guarantee of confidentiality, protecting the whistleblower and the parties in various capacities involved (e.g. the company for which the whistleblower works) from any retaliatory or discriminatory behaviour.

Communications are managed through specific, segregated and autonomous channels.

Information on how to use the reporting channels is available on the relevant company intranet, on the Group website and on the Group Companies' websites.

For Intesa Sanpaolo, the specific page is: <https://group.intesasanpaolo.com/en/footer-pages/whistleblowing>. You can send a report in writing to the email address segnalazioni.violazioni@intesasanpaolo.com or, orally via a recorded voice messaging system, by calling the following numbers:

+39 011-6799110 for reports in Italian.

+39 011-6799112 for reports in English.

The Whistleblowing process ensures the correct, confidential and timely management of reports. Following an initial examination of the merits, the process involves the activation of the competent departments for the necessary investigations and assessments, providing feedback to the whistleblowers by the deadlines established by law.

ASSESSMENT AND MONITORING

The Group establishes relationships with Suppliers, Subcontractors and Third Parties on the basis of assessments of professionalism, competence, competitiveness and integrity, and bases these relationships on the utmost fairness. The start of a relationship is preceded by a suitable initial assessment to verify the economic-financial situation, reliability, reputation and ESG profile, followed by a phase of monitoring that the requirements continue to be met. The Group has defined a purchasing management process for this purpose, which sets out a purchasing model for expenses centralised with the Group Procurement Structure of Intesa Sanpaolo, in the Chief Cost Management Officer Governance Area, or independently at certain other Structures of the Parent Company or of the Group companies, in compliance with the relevant internal regulations. In exercising its functions, Group Procurement uses specific tools, including the Group Supplier Portal to interact with and monitor Suppliers.

Also availing of third parties, the Intesa Sanpaolo Group reserves the right to verify compliance with the principles of this document, all the contractual obligations assumed and the statements made by Suppliers, Subcontractors and Third Parties as part of their relationship with the Group. In the event of non-compliance, Suppliers, Subcontractors and Third Parties remedy it. Note that, in the event of a serious breach and/or non-compliance with these rules of conduct, the contract may be terminated.

ADOPTION AND UPDATING

This Code and any updates thereto are approved by the Board of Directors of Intesa Sanpaolo S.p.A., as Parent Company. In addition, the Code is updated and revised whenever necessary to reflect changes in external and internal regulations.

Consistent with company strategies and objectives and with the support of Group Procurement, the Head of the Chief Cost Management Officer Governance Area is responsible for proposing the appropriate changes and necessary updates to the Code to monitor its consistency and timeliness.