

autostrade
per l'Italia



Supplier Code of Conduct – ASPI Group

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1. INTRODUCTION

The Autotrade per l'Italia Group ("ASPI Group") recognizes the value of sustainability, based on environmental, social, ethical, and governance principles, as a guiding force in shaping its strategic decisions and operational direction.

The ASPI Group considers it essential that the values and principles guiding each of the Group's companies activities are shared and respected. This belief stems from the understanding that these values can only be fully implemented if embraced and pursued across all areas. Therefore, the ASPI Group is committed to promoting these behaviors among all stakeholders with whom it interacts, with particular emphasis on its Suppliers (hereinafter referred to as "Suppliers" or individually as a "Supplier").

To this end, the ASPI Group has adopted a Supplier Code of Conduct that defines the principles and behavioral standards required throughout its value chain.

The provisions of this Supplier Code of Conduct are inspired, among others, by the ILO (International Labour Organization) the fundamental conventions, the United Nations Universal Declaration of Human Rights (including the ten principles of the UN Global Compact), as well as the principles set out by the CSRD (Corporate Sustainability Reporting Directive).

The Group's mission is to operate within a framework of fair competition with honesty, integrity, fairness, and good faith, respecting the legitimate interests of shareholders, employees, customers, Suppliers, local communities, and various stakeholders with whom it interacts. In particular, the ASPI Group actively promotes Corporate Social Responsibility and a sustainable supply chain, integrating social, environmental, and governance issues into its strategic vision.

Acceptance of these principles is mandatory during the registration phase in the Supplier Register and during the contracting phase via contractual documentation, as a prerequisite for establishing a relationship with the Group. Furthermore, all Suppliers are required not only to share and comply with the principles set forth below, but also to promote them among their own suppliers and subcontractors.

1.1 SUSTAINABILITY FOR THE GROUP

The ASPI Group acknowledges the value of sustainability as a guiding principle in shaping its strategic decisions and operational activities. The Group is committed to ensuring that all subsidiary companies

integrate environmental, social, and governance principles into their operating and business models in order to create long-term value both for the individual companies and for the broader community in which they operate.

In its operations, the ASPI Group pays particular attention to the quality of materials and the timeliness of services provided, to the respect for human rights, to the health and safety of everyone operating within the Group, to environmental protection, to the implementation of fair and economically sustainable contractual conditions, and to the prevention of crimes, particularly corruption.

The ASPI Group recognizes the importance of ensuring a transparent procurement cycle and of considering social and environmental impacts to protect its stakeholders. Therefore, it is committed to selecting Suppliers and managing relationships with them based on criteria of equal opportunity, fairness, and impartiality, avoiding potential conflicts of interest, and fully complying with both external and internal regulatory requirements.

More specifically, as stated in its ESG Commitment Charter, the Group has committed to the following:

- To protect human rights, worker well-being, and fair and dignified working conditions in environments free from violence and harassment;
- To ensure all workers receive a living wage;
- To reject child labor and/or forced labor;
- To use natural resources responsibly and optimize the efficiency of materials and resources used;
- To preserve and protect biodiversity and safeguard ecosystem functionality;
- To manage water resources responsibly;
- To optimize waste management and minimize its generation;
- To actively mitigate and adapt to climate change;
- To positively impact local communities;
- To minimize environmental impact;
- To promote sustainable procurement.



1.2 PURPOSE OF THE DOCUMENT

In line with company policies and guidelines, the Supplier Code of Conduct aims to communicate the ASPI Group's commitment to building relationships of trust with its Suppliers through the shared adoption of principles and rules that support common goals of ethics and sustainable development.

Through this Code, the ASPI Group seeks to engage Suppliers in fostering a socially, environmentally, and economically sustainable supply chain.

The document sets out the requirements and expectations that Suppliers must meet to continuously improve their performance. It applies in conjunction with applicable laws and regulations, both internal and external, as well as with the Organization, Management and Control Models pursuant to Legislative Decree 231/2001 adopted by each Group company, the Group Code of Ethics ("Code of Ethics"), the ASPI Group's Anti-Corruption Guideline, and the "Zero Corruption" Manifesto.

Suppliers are encouraged to implement mechanisms to identify, assess, and manage risks in the areas addressed by this Code, while complying with applicable legislation, considering national and international laws and locally applicable regulations.

Furthermore, Suppliers are encouraged to continuously improve the suitability, adequacy, and effectiveness of their corporate and sustainability policies through appropriate measures.

The ASPI Group reserves the right, upon prior notice, to conduct audits to verify the implementation of the principles outlined in this Supplier Code of Conduct.

Finally, the Supplier is required to prepare and maintain up-to-date documentation to demonstrate compliance with the principles and values of this Code of Conduct, making it available to the Group companies upon request.

2. GENERAL PRINCIPLES AND CRITERIA

Suppliers are required to respect and implement a set of principles organized by key topics identified as relevant by each company within the Group. These principles cover the following areas:

- **Environmental:** Suppliers must strictly comply with applicable environmental regulations and adopt practices aimed at preventing and mitigating environmental impacts. This includes ensuring the protection of the environment and natural resources, combating climate change—also through innovative design choices—considering a life cycle approach and the use of alternative energy sources.
- **Social:** Suppliers must ensure the protection of workers' health and safety, the respect for fundamental rights, and the absolute prohibition of child and forced labor. They must also commit to diversity and equal opportunities, preventing any form of discrimination or harassment in the workplace.
- **Governance and Integrity:** Suppliers must operate according to the highest standards of ethics and integrity, loyalty, fairness, transparency, and efficiency. They are expected to foster virtuous business relationships based on a partnership approach, comply with anti-corruption regulations, and promote and ensure fair competition. They must also guarantee the confidentiality of information and adopt appropriate measures to protect personal data and privacy.

2.1 ENVIRONMENTAL

Sustainable Development Goals



ENVIRONMENT

- Support a preventive approach to environmental challenges
- Undertake initiatives that promote greater environmental responsibility
- Encourage the development and diffusion of environmentally friendly technologies

European Sustainability Reporting Standards

ESRS E1
Climate Change

ESRS E2
Pollution

ESRS E3
Water and marine resources

ESRS E4
Biodiversity and ecosystems

ESRS E5
Resource use and circular economy

2.1.1 COMPLIANCE WITH ENVIRONMENTAL REGULATIONS AND GHG EMISSIONS

MANAGEMENT

Suppliers must, first and foremost, comply with current environmental laws and requirements, including but not limited to: obtaining and maintaining necessary permits and approvals for regulated activities; handling and disposal of hazardous materials; emissions of pollutants affecting air, water, and soil; protection of natural resources and wildlife; prohibition and/or restriction of specific substances; recycling of materials; and respect for environmental rights.

Suppliers are expected to minimize their environmental impact and optimize the use of energy and natural resources by developing and implementing continuous improvement plans and specific key performance indicators to monitor progress. They must also actively participate in environmental risk assessment and protection processes, applying principles of precaution, prevention, protection, and continuous improvement.

Suppliers are required to implement systems to prevent or reduce greenhouse gas emissions and discharges of pollutants (into air, marine waters, surface water, and groundwater), limiting the environmental impact of their business activities.

Any use of hazardous substances must comply with legal requirements, prohibiting substances banned nationally or internationally due to harm to people or the environment, and ensuring appropriate management, storage, and transportation measures.

2.1.2 EFFICIENT USE OF RESOURCES AND CLIMATE PROTECTION

Suppliers must use all resources involved in their production cycle responsibly and efficiently, relying, where possible, on sustainable sources and using energy from renewable sources.

Any activity that could potentially harm human health or the environment must be adequately managed, measured, and controlled before releasing any substance into the environment.

Negative environmental and climate impacts must be reduced or eliminated at the source through practices such as modifying production and maintenance processes, replacing materials, conserving, recycling, and reusing, as well as equipping themselves with tools to prevent and reduce potential leaks and accidental discharges into the environment.

Suppliers must also commit to developing and using climate-friendly products and processes that reduce energy consumption.

2.1.3 WASTE MANAGEMENT

All activities with potential harmful effects on human health and/or the environment must be adequately managed, measured, controlled, and treated before releasing any substance into the environment, in accordance with the waste hierarchy as an implementation of the circular economy principle. Suppliers are therefore required to monitor and control the impacts of their business activities on the environment regarding waste management, ensuring—where possible—recycling, recovery and/or reuse, or proper disposal in appropriate facilities.

2.1.4 WATER USE AND BIODIVERSITY

Suppliers must preserve and manage water resources responsibly, optimizing water use with particular attention to areas under water stress or of high environmental and biodiversity value.

The ASPI Group aims to positively contribute to the support of sustainable and resilient ecosystems and communities through the protection of biodiversity, especially in terms of land preservation, reforestation, and land use management. Whenever possible, suppliers must positively contribute to biodiversity in relation to the products and services they offer.

2.2 SOCIAL

Sustainable Development Goals



Human Rights



- Promote and respect universally recognized human rights within their respective spheres of influence.

- Ensure that we are not complicit, even consciously, in human rights abuses.

Work



- Promote and respect universally recognized human rights within their respective spheres of influence.

- Effectively eliminate child labor.
- Eliminate all forms of forced and compulsory labor.

- Eliminate all forms of discrimination in employment and occupation.

European Sustainability Reporting Standards

ESRS S1
Own workforce

ESRS S2
Works in the value chain

ESRS S3
Affected communities

ESRS S4
Consumers and end-users

2.2.1 HEALTH AND SAFETY

Suppliers must operate in compliance with all applicable local, national, and international laws, regulations, and standards concerning occupational health and safety.

For the ASPI Group, the protection of health, safety, and the physical and psychological integrity of individuals is not only a legal obligation but also a moral responsibility—towards both its own employees and third parties. For this reason, all Suppliers are required to implement policies and procedures aimed at the continuous improvement of health and safety performance, adopting the most effective preventive and protective measures to eliminate hazards and minimize risks to workers' health and safety.

The involvement, participation, and engagement of people are critical to preventing workplace accidents; each Supplier must therefore ensure communication, information, training, and instruction systems that enable workers to be aware of how to perform their duties and understand the associated risks.

Specifically, to minimize the risks of accidents, injuries, and occupational illnesses, Suppliers must provide workers with appropriate equipment (including personal protective equipment), schedule effective

inspections, and establish safe working procedures by implementing targeted programs and systems that ensure worker safety.

In addition, Suppliers must establish adequate systems for identifying, analyzing, and eliminating any hazardous situations, and workers must be encouraged to report workplace injuries to their supervisors without fear of negative consequences or retaliation.

The Supplier is required to regularly pay social security contributions for each worker.

Full cooperation must be ensured with the Client or its representatives regarding cultural awareness programs, monitoring of specific indicators, application of sector best practices and prevention standards established by the ASPI Group, and emergency management.

To this end, Suppliers and their workers must be adequately prepared for emergency situations, which include: alert systems and evacuation procedures, emergency drills, appropriate first aid equipment, adequate fire detection and suppression devices, and suitable emergency exits.

The Supplier must regularly train workers on emergency plans, emergency response skills, and medical assistance. To ensure prompt response in case of fire, workplaces must be equipped with appropriate fire detection and extinguishing devices, evacuation routes, and evacuation plans; evacuation drills must also be carried out periodically. A first-aid kit must be available in case of need.

2.2.2. QUALITY

The Supplier is required to comply with all applicable local, national, and international laws, regulations, standards (including technical norms), and to meet the quality standards contractually agreed upon, to provide products and services that adequately meet the needs of the Group Companies—also through the implementation of a Quality Management System.

Furthermore, the Supplier commits to ensuring the highest quality standards and to the continuous improvement of products and services, preventing non-conformities and potential complaints arising from activities carried out directly or by appointed third parties.

Quality standards are difficult to meet if the origin or processing conditions of raw materials are uncertain. For this reason, we ask Suppliers to carefully select raw materials, components, and semi-finished products, and to provide—upon request—information about the supply chain.

2.2.3 INNOVATION

The ASPI Group places innovation at the core of its operations, considering it a constant benchmark for excellence and professionalism, as well as one of the key factors for success and growth in today's fast-changing economic environment.

Innovation is not limited to the creation of new services but also includes improvements in business processes, internal organization, technologies used, and market strategies.

The ASPI Group expects its Suppliers to pay attention to innovation and to stay continuously up to date with the latest technological trends and the most advanced and innovative industry practices, thereby facilitating the adoption of increasingly sustainable approaches capable of meeting market demands.

2.2.4 HUMAN RIGHTS

The ASPI Group applies to the values expressed in the Universal Declaration of Human Rights and the main Conventions of the International Labour Organization (e.g. the Ten Principles of the UN Global Compact, which derive from the Universal Declaration of Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, the Rio Declaration on Environment and Development, and the United Nations Convention against Corruption).

Suppliers must always act in compliance with these conventions and are expected to protect and promote human rights in all business relationships, considering their counterparts as professionals and, above all, as human beings.

Suppliers are also encouraged to continuously improve the suitability, adequacy, and effectiveness of their Social Responsibility Policies through appropriate measures, thereby complying with Social Standards on human rights, internationally recognized working conditions, and the relevant laws, decrees, and regulations.

2.2.5 IRREGULAR, FORCED AND CHILD LABOUR

Suppliers must ensure the utmost respect for individuals and comply with all applicable labour laws, refraining from any form of irregular work. Suppliers must operate in accordance with the regulations established by the International Labour Organization (ILO), particularly Convention No. 138 on the minimum age for employment and Convention No. 182 on the worst forms of child labour, which refers to any activity harmful to the development of minors, jeopardizing their health or preventing them from attending compulsory school.

The ASPI Group is committed to opposing all forms of child labour exploitation and strongly believes that the elimination of this practice is in the best interest of children. We recognize that poverty is the primary cause of child labour; therefore, we require Suppliers to actively engage in the development of and participation in policies and programs aimed at reducing poverty in the best interests of children and in support of the effective elimination of all illegal forms of child labour.

Suppliers must not employ workers below the legal minimum age for employment as established by the ILO's fundamental conventions.

2.2.6 WORKERS' FREEDOM – FREEDOM OF ASSOCIATION – COLLECTIVE BARGAINING

The Supplier is required to guarantee its employees the right to freedom of association and to recognize their freedom of expression, as well as the ability to communicate openly and without fear, including with management, on matters relating to working conditions. The Supplier must also refrain from any use of forced, bonded, or coerced labor in any form. Suppliers are expected to apply the provisions of collective labor agreements, ensuring decent, lawful, and adequate working conditions for their employees.

2.2.7 WORKING CONDITIONS

Workers must have legal contracts. Suppliers must establish employment relationships with their workers in accordance with national laws and good practices. Moreover, Suppliers must not engage in any action that prevents their workers from enjoying their legal and contractual rights.

The Supplier is required to provide employees with working conditions that respect human dignity, in compliance with current national and international sector regulations, particularly regarding working hours and overtime.

On this point, Suppliers must also grant weekly rest periods, annual leave, public holidays, as well as parental leave, sick leave, and any other type of leave permitted by law and industry standards. Under no circumstances should the maximum weekly working hours, as established by applicable laws and regulations, be exceeded. Overtime must be voluntary and not regularly requested.

Suppliers must also comply with applicable laws and collective bargaining agreements regarding wages and benefits. Therefore, in addition to their regular wages, workers must be compensated for overtime work in accordance with applicable laws and collective agreements, and receive benefits as required by law.

2.2.8 DIVERSITY AND EQUAL OPPORTUNITIES

Fair treatment of all employees must be one of the fundamental principles guiding the Supplier's policies and business decisions. The Supplier must therefore actively promote it by ensuring that no form of discrimination is practiced in the workplace based on ethnicity, religion, gender, age, nationality, disability, political opinion,

culture, gender identity and sexual orientation, union membership, or any other criteria protected by applicable law.

In line with ILO Convention No. 190 on the elimination of violence and harassment in the workplace, the Supplier is required to prevent and combat all forms of harassment and violence, thereby fostering an inclusive work environment based on integration, mutual support and collaboration, and respect for dignity and ethical conduct.

2.2.9 RESPECT FOR LOCAL COMMUNITIES

The ASPI Group expects its Suppliers to foster long-term relationships with the communities in which they operate, actively addressing the social and environmental challenges these communities face. We therefore ask Suppliers to proactively share the Group's values throughout the entire supply chain, promoting the principles set forth in this Code among their own suppliers and subcontractors, and ensuring their implementation.

The Supplier must prevent, assess, and address the impact of its operations on local communities, ensuring their health and safety and fully respecting their rights and cultural heritage.

2.3 GOVERNANCE AND INTEGRITY

Sustainable Development Goals



Fight against corruption



- Commit to combat corruption in all its forms, including bribery and kickbacks

European Sustainability Reporting Standards

ESRS G1
Business
conduct

2.3.1 ETHICS

Loyalty, Ethics, Safety, Innovation, Transparency, Excellence, Responsibility, and Sustainability are the core values underlying the ASPI Group's way of operating. These values form the foundation of the

Group's trust-based relationship with all its stakeholders, including shareholders, employees, suppliers, and customers. These principles must be upheld—without distinction or exception—by all those who work on behalf of or in favor of the Group or who maintain business relations with it. These principles also apply to procurement processes, thereby establishing solid relationships with Suppliers, based on integrity, common sense, and a pragmatic approach.

2.3.2 BUSINESS INTEGRITY

Suppliers are required to conduct their business in accordance with widely recognized ethical and integrity standards relevant to their field of activity. They must also adopt organizational systems aligned with the principles set forth in the ASPI Group's Code of Ethics, the Group's Anti-Corruption Guidelines, and the "Zero Corruption" Manifesto, to maintain a virtuous business relationship with the Group, based on a true partnership approach.



2.3.3 ANTI-CORRUPTION

Suppliers must operate in full compliance with applicable laws, regulations, and procedures. As such, the ASPI Group maintains a zero-tolerance policy toward any form of active and/or passive corruption, whether carried out directly or indirectly, in any context, form, or manner.

2.3.4 FAIR COMPETITION AND CONSUMER PROTECTION

Suppliers are required to conduct their business activities in accordance with the rules of fair and honest competition and to ensure that the information they provide on the characteristics and quality of their products/services is complete, up to date, accurate, and transparent, in compliance with applicable regulations.

2.3.5 REPORTING OF SUSPECTED IRREGULARITIES

In accordance with applicable laws and regulations, Suppliers must provide their employees with suitable channels and tools—including digital systems—to report any suspected irregularities or potentially unlawful and/or illegal actions or behaviors in the workplace. All such reports must be treated by the Supplier as strictly confidential. The Supplier must also protect whistleblowers from any form of retaliation.

2.3.6 CONFLICT OF INTEREST

Suppliers must avoid any conduct that could undermine trust, professionalism, transparency, or impartiality, and must promptly notify the ASPI Group of any situation that may give rise to a potential conflict of interest.

2.3.7 CONFIDENTIALITY, PRIVACY, AND INTELLECTUAL PROPERTY PROTECTION

All information related to the ASPI Group's business must be treated as strictly confidential. Suppliers must ensure that access to such information is restricted solely to those employees directly involved in the relevant project. Suppliers must never disclose sensitive information concerning the ASPI Group to third parties without the express authorization of the Group or the relevant authorities.

Suppliers must respect the ASPI Group's intellectual property rights and are held responsible for any use or violation of patents, trademarks, or other intellectual property rights associated with the materials, machinery, or working methods used in the performance of their activities.

In compliance with applicable laws and regulations, Suppliers are also required not to disclose to third parties—under any circumstances or for any purpose unrelated to the execution of the contract—any technical or confidential information (e.g., drawings, specifications, or any other technical documents) made available by ASPI Group companies. Such information remains the property of the respective Group company and may be used exclusively for the performance of the contractual relationship.

2.3.8 PRIVACY PROTECTION

Suppliers must act in accordance with applicable privacy and personal data protection laws, always safeguarding their workers' privacy and their data-related rights.

Suppliers must process the personal data entrusted to them by individual Group companies solely to the extent necessary and relevant to the specified purposes and must retain such data only for as long as strictly necessary to fulfill those purposes. Suppliers must also ensure that adequate security measures are in place and that their personnel are properly trained and instructed for the tasks assigned to them.

2.3.9 ECONOMIC RESPONSIBILITY AND COMBATING TAX EVASION

Suppliers must comply with all applicable national and international laws regarding accounting, taxation, and transparency. They must also refrain from any form of tax evasion, tax avoidance, money laundering, or other unlawful conduct.



3. MONITORING AND COMPLIANCE

Suppliers must continuously monitor and document their adherence to this Code and retain the necessary documentation demonstrating compliance with the provisions and standards set out herein, as well as with applicable laws and regulations.

The ASPI Group encourages Suppliers to communicate any measures adopted to improve their business practices to achieve (or enhance) compliance with the provisions of this Code.

Upon request, the Supplier must provide the relevant Group Company with all necessary information to allow for a proper and comprehensive initial assessment.

As previously mentioned, the ASPI Group reserves the right to carry out—either directly or through formally appointed third parties—audits, inspections, interviews, and site visits to verify compliance with the principles set forth in this Supplier Code of Conduct. Should the Supplier become aware of any violation or suspected breach of this Code, it is encouraged by the ASPI Group to report such matters to the Reporting Management Body (ASPI's Ethics Office) using the methods provided on each Group Company's website via a dedicated Whistleblowing platform.

Any report found to be deliberately or grossly negligently unfounded may result in sanctions, where applicable, in accordance with current legislation.

The ASPI Group requires the full cooperation of its Suppliers during audit activities and expects them to promptly address any identified shortcomings by implementing appropriate corrective actions and measures.

3.1 MANAGEMENT AND ASSESSMENT OF NON-COMPLIANCE

If non-compliance with the provisions of this Code of Conduct and/or Company Policies is identified, the ASPI Group reserves the right to request the Supplier to implement corrective measures.

Specifically, the ASPI Group is willing to engage in dialogue with the Supplier to jointly identify and adopt improvement actions aimed at remedying the identified non-compliances.

Should the Supplier fail to implement such corrective measures, or in the event of serious or repeated breaches of this Code of Conduct, the ASPI Group reserves the right to terminate the contract early and/or remove the Supplier from the Company's Supplier Register.

4. REFERENCES

Guidelines, principles, and international standards:

- ILO (International Labour Organization): www.ilo.org;
- IPCC (Intergovernmental Panel On Climate Change): www.ipcc.ch;
- IMO (International Maritime Organization): www.imo.org;
- Millennium Ecosystem Assessment: www.unep.org;
- OECD (Organisation for Economic Co-Operation and Development): www.oecd.org;
- OECD Due Diligence Guidance for Responsible Supply Chain from Conflict-Affected and High-Risk Areas mneguidelines.oecd.org/mining.htm;

- Ramsar Convention: www.ramsar.org;
- Geneva Conventions: www.icrc.org;
- International Covenant on Economic, Social and Cultural Rights;
- International Covenant on Civil and Political Rights;
- UN (United Nations) Convention on the Rights of the Child;
- UN (United Nations) Convention on the Elimination of All Forms of Discrimination Against Women;
- UN (United Nations) Convention on the Elimination of All Forms of Racial Discrimination;
- UN Guiding Principles on Business and Human Rights;
- UN Sustainable Development Goals;
- UNDRIP UN principles in the Declaration of Human Rights and the United Nations Declaration on the Rights of Indigenous Peoples;
- Rio Declaration on Environment and Development: www.unep.org/rio20;
- UNCTAD (United Nations Conference on Trade and Development): www.unctad.org;
- UNESCO (United Nations Educational, Scientific and Cultural Organization): www.en.unesco.org/;
- UNEP (United Nations Environment Program): www.unep.org;
- FAO (Food and Agriculture Organization): www.fao.org;
- Rotterdam Convention: www.pic.int;
- WCED (World Commission on Environment and Development): sdgs.un.org/;
- The Fundamental Conventions of the International Labour Organisation (ILO);
- The Ethical Trading Initiative (ETI) Base Code;
- FLA Workplace Code of Conduct and Compliance Benchmarks;
- Social Accountability International (SAI);
- Responsible Jewellery Council (RJC);
- Voluntary Principles on Security and Human Rights <http://www.voluntaryprinciples.org/>.

Company documents available on the ASPI website:

- Organizational, Management and Control Model pursuant to Legislative Decree 231/2001 ("Model 231")
- Group Code of Ethics
- Group Integrated Management System Policy
- ASPI Group Whistleblowing Management Guidelines
- ASPI Group Anti-Corruption Guidelines
- ASPI Group Antitrust Compliance and Consumer Protection Guidelines



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