

Aesys S.p.A.

Management & Coordination by Aesys Holding S.r.l.  
VAT Number - Tax Payer's Code - Registration no. at:  
Registro:

Share Capital € 5.000.000 fully paid-up  
Trade Register in Bergamo  
02052370166  
AEE IT08020000001058

---

# Aesys S.p.A.

# Code of Conduct for

# Suppliers

REVISION 0 OF MAY 11, 2022



**Headquarters:** Via Pastrengo 7c, 24068  
Seriate, Bergamo, Italy

**Registered office:** Via Artigiani 41, 24060  
Brusaporto, Bergamo, Italy

**T** +39 035 2924111

**F** +39 035 680030

**email:** [info@aesys.com](mailto:info@aesys.com)

**[www.aesys.com](http://www.aesys.com)**

# INDEX

<b>1 PURPOSE AND SCOPE OF THE CODE.....</b>	<b>3</b>
<b>2 LEGAL CONTEXT .....</b>	<b>3</b>
<b>3 HUMAN RIGHTS.....</b>	<b>3</b>
3.1 RESPECT FOR HUMAN RIGHTS .....	4
3.2 HUMAN TRAFFICKING, FORCED LABOR AND REGULAR LABOR .....	4
3.3 CHILD LABOR .....	4
3.4 EQUAL OPPORTUNITIES, NON-DISCRIMINATION .....	4
3.5 FREEDOM OF SPEECH AND OF WORKERS' ASSOCIATION.....	5
3.6 RESPECT PRIVACY CONDITIONS.....	5
3.7 WORKING CONDITIONS: WORKING HOURS, WAGES.....	5
3.8 HEALTH & SAFETY.....	5
<b>4 ENVIRONMENT.....</b>	<b>5</b>
4.1 REUSE, RECYCLING, WASTE AND EMISSIONS, ENERGY CONSUMPTION.....	6
4.2 BIODIVERSITY, DEFORESTATION .....	6
4.3 CHEMICAL SAFETY.....	7
<b>5 FAIR BUSINESS: INTEGRITY, ETHICS AND ANTI-CORRUPTION .....</b>	<b>7</b>
5.1 CONFLICT OF INTEREST.....	7
5.2 CORRUPTION, GIFTS AND GRATUITIES.....	7
5.3 CONFIDENTIALITY, INFORMATION PROTECTION, INTELLECTUAL PROPERTY.....	7
5.4 FAIR COMPETITION .....	8
5.5 RESPONSIBLE PROCUREMENT.....	8
<b>6 DISCLOSURE OF THE SUPPLIER CODE.....</b>	<b>8</b>
<b>7 SUPPLIER ACCEPTANCE.....</b>	<b>9</b>

# 1 PURPOSE AND SCOPE OF THE CODE

Aesys S.p.A. (hereinafter "Aesys") recognizes its social responsibility and commits to a better, more sustainable future. Sustainable development for Aesys means the ability to have the long-term vision considering the impacts generated from our activities, including the continuous improvement of our Supply Chain.

Suppliers of Aesys S.p.A. (hereinafter "Suppliers") play a fundamental role, contributing to the decarbonization of the procurement operations and maintaining high standards of business practices, promoting diversity, equality and inclusivity.

Aesys operates in compliance with its own Codes of Conduct, such as the Code of Ethics, the Commercial Code of Conduct, the Anti-Corruption Code of Conduct, and the Organization, Management and Control Model which defines company integral principles and values. Our procurement process is based not only on the quality and competitiveness of products and services, but also on the respect for ethical values, social and environmental responsibility among our Suppliers.

We recognize that transformative change isn't easy and can't be achieved alone; knowledge sharing and collaboration between Aesys and our Suppliers are essential to continuing to achieve our goals.

The Supplier Code of Conduct applies to all Aesys Suppliers entering into a contract for the supply of goods or services to Aesys.

Aesys places great importance on ensuring that our Suppliers cascade the principles described on this document regarding ethics, social responsibility and environmental protection throughout their supply chain.

## 2 LEGAL CONTEXT

Aesys and its Suppliers are required to identify the processes subject to compliance with the laws and standards as defined by local, national or international jurisdictions, and align these accordingly in all Supplier activities.

Following local practices and legislation, it is encouraged to implement even more detailed and restrictive rules and policies.

Aesys reserves the right to conduct audits or assessments to ensure Suppliers' compliance, and to terminate any relationship in the event of non-compliance with international principles, failure to correct violations or inability to demonstrate the corresponding non-conformity claim documentation.

## 3 HUMAN RIGHTS

Aesys believes that inclusion and diversity are sources of creativity and innovation, and hence, economic performance.

We are committed to creating a culture of equality at all levels of our organization and offer our teams an open, diverse, inclusive, and stimulating work environment, contributing to the success of each individual and, consequently, of the entire company.

In accordance with internationally recognized human rights and relevant national and international laws and regulations, Suppliers are required to prevent and mitigate any negative impacts on human rights directly related to their business activities.

All entities operating within the Aesys supply chain are obliged to respect human rights, regardless of the size, sector, operating context, ownership of the business, or geographic location. Respecting the rights of others is a minimum requirement.

Suppliers must ensure the continuous improvement of their employees working conditions. This commitment should be appropriate to the size, nature and context of activities as well as to the gravity of a risk of adverse human rights impacts.

### 3.1 Respect for Human Rights

Suppliers are required to respect human rights of any person interacting with them, whether they are workers or other categories of stakeholders, for example, members of the local communities in which they operate.

Suppliers are requested not to partake in any behavior that discriminates the individuality of a person in any of the situations occurring during the employment period.

### 3.2 Human Trafficking, Forced Labor and Regular Labor

Practices related to trafficking in human beings are unacceptable in any case, regardless of the sector and country of origin of the supplier. No Aesys Supplier may be involved in or benefit from human trafficking in any way.

Suppliers are required to comply with internationally accepted principles, values, and best practices regarding labor rights, refraining from any form of forced or compulsory labor. These include ensuring and promoting respect for free labor, based on fair and transparent contracts for workers, and avoiding unjustified restrictions on free movement of workers, misappropriation of documents, and wages.

Suppliers are required to ensure the proper application of labor and social welfare laws, and must not evade the compliance with the current legislation through:

- subcontracting;
- outsourcing;
- unregulated employment contracts;
- accepting apprentices without the intention of providing training or eventual permanent employment contract.

Excessive use of fixed-term contracts should be avoided.

### 3.3 Child Labor

It is prohibited to employ anyone under the age of 15 (or 14, where ILO Convention 138 provides an exception) or under the legal age of employment, if the legal age is above 15.

All legal limitations and requirements regarding the employment of persons below the age of 18 must be followed. Persons below the age of 18 shall be protected from any hazardous work, night shift, and any kind of work that might hamper their development or impose any physical harm.

### 3.4 Equal opportunities, non-discrimination

Suppliers must guarantee equal job opportunities to everyone without any discrimination based on sex, gender, race, skin tone, ethnic or social origin, age, sexual orientation, genetic features, disability or other health-related conditions, language, religion or belief, political or any other opinion, membership of a national minority, property, marital status or pregnancy.

Suppliers must treat their employees and collaborators fairly, respecting their dignity and guaranteeing equal opportunities for all. They must provide a safe workplace free of any form of harassment, threats or any other form of physical, sexual, psychological or verbal abuse or harassment.

### 3.5 Freedom of speech and of workers' association

Suppliers must guarantee the right to freedom of expression for all workers, encouraging open communication regarding working conditions without facing any repercussions.

Similarly, Suppliers must recognize the right of workers to join workers' organizations, trade unions and collective bargaining agreements if they choose to do so, without fear of intimidation or other repercussions.

### 3.6 Respect privacy conditions

Aesys Suppliers are required to respect the privacy of their employees, and to guarantee the correct use and storage of data and personal information provided in accordance with applicable national and international regulations, in order to guarantee that these data are not used, transferred, lost, or disclosed in an improper or unauthorized manner.

### 3.7 Working conditions: Working hours, wages

When it comes to working hours, Suppliers must act in compliance with national legislation, international labor regulations and recognized industry standards. Furthermore, Recipients are required to comply with the following rules: workers must be allowed days off as defined by national legislation; any overtime must be voluntary.

Suppliers must comply with applicable laws and collective bargaining agreements regarding wage payments and benefits.

Suppliers must ensure that their employees receive fair, regular, and adequate wage. Every worker has the right to a compensation sufficient to meet their own and their families' basic needs.

In addition to their regular salary, workers have the right to be paid for overtime in accordance with applicable laws and collective bargaining agreements.

### 3.8 Health & Safety

Aesys considers the commitment to continuously improving health and safety performance to be a fundamental goal.

Workers health and safety must always be a priority, safe and hygienic work environment must be guaranteed. This means that Suppliers are required to comply with applicable laws and regulations regarding health and safety, occupational hygiene, and the prevention of workplace accidents.

Suppliers are required to adopt the latest technical standards for the safety of their production facilities to ensure a safe and healthy work environment.

Suppliers are also required to promptly inform Aesys of any serious or fatal accidents involving their own personnel, their subcontractors, or third parties during or as a result of the performance of their activities.

## 4 ENVIRONMENT

Aesys is aware that climate change and depletion of natural resources are two of the biggest challenges of today and we are working on reducing the environmental impact of our own activities and those along our supply chain.

We have decided to implement the UN Sustainable Development Goals of 2030 Agenda within our strategy in order to align our business with challenges encountered on a planetary level and to contribute towards a better, more sustainable future. Aesys is also aligned with the Paris Agreement Goals and acknowledges the Science Based Targets Initiative (SBTi) Business Ambition for 1.5°C.

Suppliers are required to comply with all environmental standards, laws and regulations in force in all countries of their operations, as a minimum by obtaining and maintaining the environmental permits and approvals required for carrying out regulated activities.

It is required to integrate the environmental responsibility into a business strategy, adopting a precautionary approach when it comes to preserving natural resources, facilitating the use of efficient technologies within Supplier's operations and up the supply chain.

Actions should aim to reduce the environmental impact of Supplier processes, as well as goods and services provided to Aesys.

Suppliers are advised to implement the relevant management systems and certifications, according to the international and European standards, with priority given to ISO 9001, ISO 14001, ISO 45001 and ISO 50001.

## 4.1 Reuse, recycling, waste and emissions, energy consumption

Suppliers should reduce their use of natural resources such as water, energy vectors and raw materials. Negative impact on the environment and climate must be reduced or eliminated through implementing more environmentally-friendly practices in manufacturing, maintenance and plant processes, and opting to maintaining, recycling and/or reusing the existent goods and materials.

Aesys takes into the consideration the efficient use of resources and ecodesign when searching for solutions that allow to improve the environmental performance along the entire production process and to introduce to the market goods and services with lower environmental impact. This means, among other things, investing in the entire life cycle of a product.

Suppliers are required to adopt a clear, correct and systematic approach to identify, manage, reduce, and dispose or recycle waste. Suppliers must have necessary environmental permits and licenses for the activities carried out and must comply with relevant local regulations.

Air emissions should be regularly monitored, controlled and, when necessary, treated prior to discharge, as required by applicable laws and regulations.

Suppliers must also implement procedures to increase the efficiency of waste separation, which would facilitate easier recover and correct treatment of wastes generated.

When purchasing products, equipment or services that affect the energy consumption, Suppliers must consider energy performance as one of the criteria on which to base their purchasing decisions. They must also commit to providing products and services that make a feasible contribution to reduction of environmental impacts.

## 4.2 Biodiversity, deforestation

Forests play a fundamental role in protecting the global environment and maintaining biodiversity. Essential for human health, forests purify water and air and act as a first line of defense against emerging infectious diseases.

Throughout history and into modern times, forests have been cleared to make way for agriculture and animal grazing, as well as to extract wood for fuel, manufacturing, and construction.

In this context, business activities can have a direct or indirect impact on deforestation in a particular area. Suppliers are encouraged to assess and monitor whether their activities contribute to deforestation, and to introduce sustainable forest management practices into their environmental strategies.

It is advised to assess and monitor the effects of Supplier activities on the biodiversity of the surrounding environment. Mitigation of negative environmental impacts have to consider the nature of the Supplier's production processes and products, with attention to the geographic location of Supplier's operations.

## 4.3 Chemical Safety

Storage, handling, use, and disposal of all chemicals used on-site must be conducted in accordance with the instructions contained in the Safety Data Sheet (SDS), or other comparable document containing information on the safe handling of each chemical product.

Suppliers are required to implement procedures to prevent the release of hazardous substances into the environment and to contain accidental spills/releases of hazardous substances.

# 5 FAIR BUSINESS: INTEGRITY, ETHICS AND ANTI-CORRUPTION

Suppliers must operate in compliance with the most rigorous standards of business ethics to ensure the integrity and trustworthiness of their business practices.

## 5.1 Conflict of interest

Aesys ensures that every decision related to its business activities is made in the exclusive interest of the company itself, avoiding any conflicts of interest, even potential ones, in order to maintain the highest level of integrity of the business conduct.

In compliance with Aesys Anti-Corruption Code, Suppliers are required to evade any conflicts of interest, in order to take every decision impartially and objectively, in compliance with local regulations.

Suppliers must avoid any situation that may create a conflict of interest or interfere with the ability to make impartial decisions. Suppliers are required to report any situation in which conflict of interest may occur or have occurred, even if potential, of which they become aware from the beginning of the negotiation phase with Aesys.

## 5.2 Corruption, gifts and gratuities

In compliance with the Aesys Anti-Corruption Code, Suppliers are prohibited from requesting or accepting payments for corrupt purposes, whether from public administration entities or private individuals.

Suppliers are required to comply with anti-corruption laws, directives, and regulations governing their activities in the countries in which they operate, regardless of local customs. This also includes compliance with anti-corruption laws that may have extraterritorial application.

Suppliers must employ procedures reasonably designed to prevent and combat corruption in all its forms; they must not facilitate or assist third parties in money laundering, terrorist financing, or other financial crimes.

Suppliers are prohibited from offering or soliciting, directly or indirectly, gifts or other benefits of any kind to Public Officials, managers, officers or employees of Aesys or other commercial counterparties.

Acts of commercial courtesy are allowed as long as they are of modest value.

## 5.3 Confidentiality, information protection, intellectual property

As part of their business activities, Suppliers must comply with obligations regarding the protection, collection, and proper management of confidential and personal information. Any improper use of such data must be avoided, the information must be treated in compliance with applicable industry regulations.

Suppliers must not seek to gain any advantage by acting fraudulently, deceiving others, making false statements, or allowing anyone else representing them to do so. This includes fraud, theft, and any type of misappropriation of assets.

Suppliers undertake to respect the intellectual property of third parties and not use it without proper authorization, even after the business relationship with Aesys has ended.

## 5.4 Fair competition

Recipients commit to operate according to fair competition principles as defined by applicable national and international regulations, to reject any kind of anti-competitive practices, not to abuse their position on the market i.e. exclude other companies from tenders, including through aggressive pricing practices, and to report any cases of anti-competitive behavior to Aesys, even if potential.

## 5.5 Responsible Procurement

Similar to Aesys implementing the current Code to improve its procurement practices, Suppliers must ensure that raw materials used in their products do not directly or indirectly finance serious human rights violations and do not cause serious and recognized negative social and/or environmental impacts.

Suppliers must comply with all applicable national and international regulations governing the supply and use of substances and with any legal restrictions applied, such as those defined in the REACH Regulation (EC) No. 1907/2006 and its amendments and additions, not only regarding the goods supplied to Aesys but also in their own procurement. Managing the business in accordance with the above regulations also means respecting one's employees and protecting their health and safety.

Furthermore, Suppliers must pay particular attention in their procurement to the minerals internationally identified as Conflict Minerals (regulated by EC Regulation 2017/821 and the Dodd Wall Street Reform and Consumer Protection Act).

While not subject to any legal obligation, Aesys is committed to providing products free of conflict minerals. Suppliers, in turn, are required to ensure that all products, components, and materials supplied comply with statutory and contractual requirements, as defined in the Aesys Conflict Minerals Policy.

Aesys reserves the right to conduct safety and environmental audits at its suppliers' sites whenever deemed necessary as part of a continuous improvement and sustainability management of the supply chain, ensuring complete confidentiality of all information it may become aware of.

# 6 DISCLOSURE OF THE SUPPLIER CODE

Aesys is committed to ensuring the widest possible disclosure of this Code to all internal and external stakeholders interested in the company's mission through dedicated communications.

At the same time, we believe in the importance of alignment among our Suppliers when it comes to corporate sustainability, and we support Suppliers in applying the requirements and principles described in the current Code in their own supply chain.

## 7 SUPPLIER ACCEPTANCE

As a Supplier of Aesys S.p.A., we are committed to complying with the requirements set in this Supplier Code of Conduct and implementing these throughout our supply chain.

We acknowledge that Aesys S.p.A. seeks to collaborate and continue to grow together with Suppliers who share Aesys S.p.A. commitment to sustainability, going beyond mere compliance with the law to promote social and environmental sustainability.

Therefore, as a Supplier of Aesys S.p.A., we agree to be monitored and evaluated based on our sustainability performance within the areas described in this Supplier Code of Conduct.

We acknowledge that this Supplier Code of Conduct is drafted and valid in the Italian language. Where there are different language versions of this document, these shall be considered translations only and the Italian version will prevail in the event of any discrepancy.

\_\_\_\_\_  
Name and Surname

\_\_\_\_\_  
Position

\_\_\_\_\_  
Date and Place

\_\_\_\_\_  
Signature