

# SUPPLIER CODE OF CONDUCT

## RESPONSIBLE PROCUREMENT POLICY FOR ATHENA S.P.A. SUPPLIERS

### 1. Introduction

Athena S.p.A., together with its subsidiaries (hereinafter referred to as “Athena S.p.A.” or “the Company”), believes that operating in a socially responsible, ethical manner and in compliance with the laws in force in the countries where we work is a key aspect of our long-term success.

This means that, among other things, the company adopts impartial hiring practices, protects health in the workplace, supports and develops environmental awareness, and complies with all applicable laws. The Company therefore expects its interests and those of its Suppliers to be fully aligned with these fundamental principles.

Athena S.p.A. believes its success relies on effective Supplier collaboration. Consequently, it is committed to proactively cultivating the appropriate operational synergy with them. The selection of our Company's Suppliers is based not only on the quality and competitiveness of their products and services, but also on their social and environmental performance and commitment to ethical values. These are prerequisites for becoming our Suppliers and fostering a long-term working relationship.

Any breach of this Supplier Code of Conduct could alter business relations with Athena S.p.A., potentially leading to contract termination. All Suppliers must adhere to relevant laws (including, but not limited to, anti-corruption and antitrust regulations), Athena S.p.A.'s Code of Ethics, and this Supplier Code of Conduct.

Furthermore, all Suppliers must provide any information they possess to the Company, or act in a manner that enables Athena S.p.A. to fulfil its obligations.

This Code of Conduct is applicable to all legal and natural persons supplying any form of goods or services to Athena S.p.A. and/or its subsidiaries (hereafter known as the "Supplier"). It outlines the standards to be adhered to in their daily business interactions as a Supplier of the Company.

All Suppliers engaged with Athena S.p.A. must adhere to this Supplier Code of Conduct. Their continued business relationship with Athena S.p.A. implicitly signifies their acceptance of these terms.

To ensure adherence to the principles and standards of responsible sourcing outlined in this document across the supply chain, all TIER-1 Suppliers (those manufacturing and supplying automotive parts and systems directly to OEMs) must relay these principles and standards to their Suppliers. They must also enforce the provisions of this Supplier Code of Conduct.

### 2. Labour and Human Rights

#### ATHENA S.p.A.

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This section incorporates the contents of international conventions such as the International Bill of Human Rights, including the United Nations (UN) Universal Declaration of Human Rights, and the Fundamental Conventions of the International Labour Organisation (ILO), committing to the ILO's four core labour standards as set out in the Declaration on Fundamental Principles and Rights at Work:

- a) Freedom of association and the right to collective bargaining;
- b) Elimination of all forms of forced, bonded or compulsory labour;
- c) Effective abolition of child labour;
- d) Elimination of all forms of discrimination in work and employment.

The Supplier undertakes to respect all the principles contained in these conventions.

### **Child labour**

All Suppliers must condemn and abstain from any form of child labour, in accordance with current laws, pertinent ILO Conventions, and the International Convention on the Rights of the Child.

### **Forced labour , human trafficking, modern slavery**

No Supplier may utilise any form of forced labour or engage in any form of human trafficking procured through force, fraud or coercion. All Suppliers are strictly prohibited from engaging in any form of forced labour or slavery, as well as any form of trafficking for sexual exploitation or paid sexual services. Employment should be voluntary and freely chosen. All Suppliers, including their recruitment agencies, must ensure the suitability of all workers and refrain from using any form of captivity, restraint, coercion, forced labour or slavery. Forced labour includes the transportation, accommodation, transportation or employment of a person through threat, force, coercion, abduction, fraud, or payment to gain control over another, with the intent to exploit them. No Supplier can demand workers to leave cash deposits, identity cards, or pay money for employment.

*(ref. ILO Conventions No. 29 and No. 105)*

### **Salaries, Benefits, Working hours**

All Suppliers must ensure their workers are paid at least the minimum wage and receive the statutory benefits. Working conditions, hours, and pay must be fair and comply with the rules and standards of the countries where the Supplier operates.

Suppliers must maintain appropriate official documentation verifying the employee's age, salary, and hours worked.

### **Freedom of association and the right to collective bargaining**

All Suppliers must permit their employees to be represented by trade unions or other elected representatives, in line with the law, whilst avoiding any form of interference, discrimination, retaliation or intimidation.

*(ref. ILO Conventions No. 87 and No. 98)*

### **Diversity, equality and inclusion**

All Suppliers are encouraged to cultivate inclusive environments where diversity is valued and celebrated, enabling everyone to contribute fully and realise their maximum potential. Suppliers should promote diversity across all tiers of their staff and management.

### **Rights of minorities and indigenous peoples**

All Suppliers will pledge to safeguard the rights of vulnerable groups within their businesses and supply chains, especially those of women, indigenous people, children, and migrant workers. Suppliers will implement internal measures to guarantee equal pay and opportunities at all employment levels. Suppliers will also introduce measures to address health and safety concerns, particularly those affecting female workers. These include preventing sexual harassment, providing physical protection, and offering suitable facilities for breastfeeding mothers.

### **Land rights and forced eviction**

Suppliers commit to ensuring that the use of land, forests, and water resources, crucial to an individual's livelihood, does not result in unlawful eviction. They also guarantee that these resources cannot be seized for acquisition, development, or any other use. Suppliers are dedicated to addressing the concerns of local residents and will strive to generate positive effects through their participation.

### **Data protection and data security**

Suppliers must adhere to the relevant privacy and data protection regulations of their business associates, including other suppliers, customers, consumers, and employees.

Suppliers also commit to adhering to privacy and data protection laws and regulations when collecting, storing, processing, transmitting, and sharing personal data.

### **Intellectual Property**

All Suppliers must respect the intellectual property rights of others. Technology and knowledge transfer must be carried out in a way that protects intellectual property rights; customer and supplier information must be protected.

### **Discrimination and harassment**

All Suppliers must treat their workers respectfully and impartially, guaranteeing equal opportunities and avoiding any policies that could directly or indirectly result in discrimination. This includes discrimination based on race, gender, sexual orientation, social and personal status, physical and health conditions, disability, age, nationality, religion or belief, in line with applicable laws.

*(ref. ILO Convention No. 111)*

### **Private or public security forces.**

No Supplier should employ or delegate private or public security forces to protect company projects if such use could result in human rights violations.

### 3. Trade limits/export controls and economic sanctions

All Suppliers, either directly or indirectly, are accountable for the import and export of goods sold to Athena S.p.A. They must be cognisant of and adhere to all regulations governing international trade.

Consequently, Suppliers must ensure accurate customs declarations, avoid misrepresenting the nature or value of goods to prevent liability for Athena S.p.A., and secure (or aid in securing) the necessary licences, approvals or permits.

The Supplier understands that should any violations occur, they will be held fully liable for any financial penalties imposed by the regulatory bodies.

### 4. Responsible sourcing of minerals

In line with the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, Suppliers are required to thoroughly investigate their entire supply chain for the sourcing of aluminium/bauxite, chromium, copper, glass, lithium, manganese, mica, molybdenum, nickel, rare-earth elements, iron, steel, tin, zinc, and gold used in products. They must ascertain whether these materials originate from the Democratic Republic of Congo ("DRC") or any adjacent country, and if these metals in any way contribute to funding or supporting armed groups involved in human rights abuses in the DRC or neighbouring countries. Neighbouring countries are defined as: Angola, Burundi, the Central African Republic, the Republic of Congo, Rwanda, South Sudan, Tanzania, Uganda and Zambia.

### 5. Business Ethics

#### Undue payments

Bribery or making undue payments (be it money or any other valuable item) to government officials, Company employees, or any third party to gain an unfair advantage is forbidden. Specifically, no supplier, including their employees, agents or representatives, may offer or promise to pay, either directly or indirectly, any sum of money or other valuable benefits (including gifts or donations, except for modestly valued commercial goods) to employees of Athena S.p.A. or any other third parties.

#### Financial accountability (accurate records/correct bookkeeping)

Every Supplier must provide Athena S.p.A. with precise and comprehensive invoices, along with any required documentation. They must refrain from any actions or omissions that could lead to the Company's records being inaccurate or incomplete.

Among other things, any discounts, rebates or other credits granted or obtained must be fully provided to the Company within the agreed timeframe, unless stated otherwise in the contract with the Company.

Furthermore, the magnitude and commencement date of each price increase must align with the terms and constraints, if any, stipulated in the contract agreed with the Company.

The costs, fees and expenses to be charged to the Company must be clearly specified and genuinely incurred.

### **Dissemination of information**

All Suppliers must respect industrial property rights and safeguard all Athena S.p.A.'s information, including but not limited to: Expertise, confidential information, financial information, plans for new product or service development, personal data or other sensitive Company information should be restricted to personnel who require it for supply-related reasons.

### **Conflicts of interest**

All Suppliers are required to notify Athena S.p.A. of any actual or potential conflicts of interest with the Company's management.

Any approved activity, irrespective of actual or potential conflict, must be documented.

### **Fair competition and antitrust**

All Suppliers must carry out their activities in accordance with the principles of fair competition and relevant antitrust laws.

### **Anti-Money Laundering and Anti-Corruption**

No Supplier may engage in any activity that even gives only the appearance of involvement with money laundering. They must adhere to all relevant anti-money laundering laws. No Supplier may engage in or participate in any corrupt activities intended to gain advantages from Athena S.p.A.'s production activities and/or supplies.

### **Anti-counterfeiting.**

All Suppliers are required to ensure that all products they supply to Athena S.p.A. are of high quality and reliability. All Suppliers must prevent the use of counterfeit parts in their products. They should also have procedures to identify and report any counterfeit or suspected counterfeit parts that may appear in the supply chain to the Company.

### **Relations with Suppliers**

All Suppliers must work with Athena S.p.A. to emphasise the importance of this Code of Conduct. They are accountable for conveying its principles to their employees, associates, partners and subcontractors. Athena S.p.A. is dedicated to fostering enduring relationships with its Suppliers through targeted tools and regular workshops. These are aimed at facilitating a seamless integration of their respective businesses, cultures, and processes, enabling collaborative efforts to meet market expectations. Athena S.p.A. is dedicated to supporting small local Suppliers and companies owned by minorities.

### **Monitoring and corrective actions**

Athena S.p.A. will oversee the Suppliers' compliance with this Code of Conduct. Consequently, the Company reserves the right to request any necessary documents and conduct on-site audits.

Athena S.p.A.:

- May require each Supplier that has violated a fundamental principle of the Athena S.p.A. Code of Ethics or Supplier Code of Conduct to implement an acceptable action plan to bring its performance into line with these documents, and
- Reserves the right to end business relations with any supplier unwilling to improve their performance to a satisfactory level for the Company.

### **Training**

Athena S.p.A. encourages Suppliers to develop training plans for their employees to enhance their professional skills.

### **Whistleblowing**

All Suppliers are required to implement a grievance mechanism available in local languages, for use by workers in reporting integrity concerns, human rights issues, safety issues and misconduct without fear of reprisal.

Suppliers must swiftly inform Athena S.p.A. of any issues concerning this Code and cooperate with Athena S.p.A. in subsequent investigations.

Retribution against individuals who report such issues is forbidden. Suppliers can always directly report any issues to their designated contact at Athena S.p.A.

## 6. Sustainability and environmental impact reduction

To pursue the sustainable development of products and materials supplied to Athena S.p.A., all Suppliers must adhere to the following sustainability policies and objectives:

- ensure Legislative and Regulatory Compliance in the local, national and international area;
- use a risk-assessment approach to prevent environmental risks and/or accidents;
- define its “carbon footprint” target and pursue the decarbonisation of its activities;
- work to improve energy efficiency and promote renewable energies;
- design and develop products that take into account their impact on the environment and their possible reuse or recycling;
- pursue the reduction, reuse and/or recycling of solid waste and process effluents;
- protect air quality and reduce atmospheric emissions;
- reduce noise and internal/external noise impact;
- limit and avoid the use of chemicals and/or hazardous substances where possible, and adopt responsible substance management;
- adopt logistics procedures that take environmental impact into account;
- promotion of the use of recyclable and sustainable materials where possible;
- sustainable management of natural resources and responsible water consumption;
- ensure the quality of the soil and subsoil for the ecosystem in their own corporate area;
- reduction of the environmental impact generated by logistical processes;
- energy efficiency and promotion of renewable energy;
- reduction of plastic in favour of FSC recyclable paper materials;
- medium/long-term decarbonisation of CO<sub>2</sub> “Greenhouse Gas” “EU Green Deal 2050” emissions;
- Participate in preserving ecosystems, using land, forests and water responsibly, ensuring biodiversity and the quality of soil and subsoil, preventing deforestation and safeguarding animal welfare in areas adjacent to their facilities, to protect natural habitats and maintain balance. The Supplier also acknowledges that a safe, clean and sustainable environment is crucial for the complete enjoyment of human rights. Suppliers shall respect the use of land, forests, water, land rights and traditional culture and livelihoods of local communities;
- consider Circular Economy and Energy Efficiency raising as pillars of the CSR/Environmental Sustainability Project in line with the UN AGENDA 2030 and EU GREEN DEAL 2050;
- maintain positive and transparent relationships with the Citizens, Stakeholders, Authorities, and relevant Institutions in the territory, collaborating proactively in the prevention of environmental risks



and accidents, taking adequate care in the event of prompting from the territory and of the environmental setting.

- dissemination of this “Supplier Code of Conduct” and the Environmental and Energy Policy to its executives, managers, supervisors and employees, to ensure active engagement in the achievement of sustainability goals and the reduction of environmental impact;
- We advise Suppliers to implement an Environmental Management System (EMS), in line with international standards such as ISO 14001 and EMAS.

**Environmental issues related to human rights.** The Supplier acknowledges that a safe, clean and sustainable environment is crucial for the complete enjoyment of human rights.

Environmental protection is therefore essential for the protection and respect of human rights. The Supplier will endeavour to safeguard the ecosystem, advocating respect for land use, land rights, and the traditional culture and livelihoods of local communities.

## 7. Health and Safety

To pursue the sustainable development of products and materials supplied to Athena S.p.A., all our Suppliers must implement the following Health and Safety Policies:

- Observance of compliance with local and national legislation for Occupational Health and Safety, applicable to the nature of the operations it conducts;
- Adopt a risk-assessment approach to prevent risks and/or accidents, ensuring legislative compliance and optimal health and safety conditions in the workplace, potentially with the use of Implementation Plans;
- Adopt improvement programmes to raise the Health and Safety, wellness, and comfort services for the Workers, bearing in mind industrial developments;
- Continuously update the Management System to ensure Machine Safety, Occupational Ergonomics, Personal Protection Equipment, chemical and/or hazardous substance management procedures, Fire Prevention, and Preparation for emergency situations;
- Adopt any and all action useful for preventing injuries and/or accidents in the workplace
- Monitor and manage performance KPIs for the pursuit of the annual Health and Safety goals;
- Promote the Training, Awareness, and Consultation of Executives, Managers, Supervisors, RLS, and Workers in the prevention and continuous improvement process with regard to the provided competencies and authorities;
- Select and use Suppliers in relation to observance of their Occupational Health and Safety principles for their own Workers, third parties, and for the operations that indirectly influence the area of our corporate activity;

- Consider Occupational Health and Safety as an integral part of the Corporate Sustainability Strategy (Corporate Social Responsibility).
- Maintain positive and transparent relationships with the Citizens, Stakeholders, Authorities, and relevant Institutions in the territory, collaborating proactively in the prevention of environmental risks and accidents, taking adequate care in the event of prompting from the territory and of the environmental setting.
- Dissemination of this “Supplier Code of Conduct” and the Health and Safety Policy to its executives, managers, supervisors and employees, to ensure active engagement in the achievement of sustainability goals;
- We recommend that Suppliers adopt a Health and Safety Management System in accordance with international standards (e.g. ISO 45001).

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