

Suppliers Code  
of Conduct



20**22**

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## INTRODUCTION

Gewiss is a company that operates in compliance with its Codes of Conduct, such as the Code of Ethics, "Sustainability" Policy, "Quality, Health and Safety, Environment and Energy Policy", "Values and Behaviours" Policy, "Anti-corruption Policy" and Organisation, Management and Control Model pursuant to Legislative Decree 231/2001, which set out the principles and values, that are an integral part of the company's organisation, which Suppliers must observe.

Gewiss's chief goals are designing, manufacturing, selling and distributing high-quality products, while adopting, sharing and promoting a conduct that supports **sustainable development**, encouraging **an understanding of and respect for diversity**, fostering **a culture of integrity** within its organisation and **encouraging a culture of excellence**.

Gewiss requires its Suppliers, who are essential for the Company's development, to adopt the same conduct for issues such as **human rights, occupational health and safety, environmental protection** and **the fight against corruption, social development and shared values**, and their transfer to the supply chain.

Gewiss suppliers are selected not only on the basis of the **quality and competitiveness of their products and services**, but also on their **performance in a social and environmental dimension** and on their **endorsement of ethical values**, which are all necessary factors in order to become a Gewiss supplier and forge long-lasting working relations.

This Suppliers Code of Conduct is based on values set out in the Codes of Conduct of Gewiss, inspired by the principles in the United Nations Universal Declaration of Human Rights (endorsed by Gewiss, in all areas), in the ILO's Tripartite Declaration of Principles concerning Multinational Enterprises and Social Policy, and in the OECD's Guidelines for Multinational Enterprises.

This Suppliers Code of Conduct supplements the current version of the Code of Ethics of Gewiss S.p.A., adopted and continually updated by the Board of Directors of the Company.

## 1. DEFINITIONS

For the purposes of this Suppliers Code of Conduct:

“**Code of Conduct**” means this document;

“**Company**” means Gewiss S.p.A.;

“**Supervisory Board**” means the Supervisory Board indicated in Article 6(b) of Legislative Decree 231 of 8 June 2001.

“**Stakeholders**” of the Company mean:

- members of the management board, considered on an individual and joint basis;
- members of the internal control board (Board of Statutory Auditors), considered on an individual basis, and the internal control board (Board of Statutory Auditors), considered on a joint basis;
- Company employees;
- staff of the Company working on a coordinated, continual or occasional basis;
- agents.

## 2. GENERAL

**2.1** The Code of Conduct summarises the principles of conduct, requirements and expectations considered essential by the Company for all its Suppliers, with a view to the continual improvement of their performance, optimised through the development of innovative – including digital – technologies.

**2.2** The Company puts in place Organisation, Management and Control models, as well as procedures, criteria and sanctions, so that compliance with the principles in the Code of Conduct is accountable.

**2.3** The Company develops and consolidates relations with Suppliers who share the principles in Gewiss’s Code of Ethics, which are set out in this Document, and promote their adoption through their own people and chain of business relations.

**2.4** The provisions in this Code do not replace but supplement legal requirements and provisions, as well as the content of the Company’s employment contracts.

## PRINCIPLES OF CONDUCT FOR GEWISS SUPPLIERS

### 3. SAFEGUARDING OCCUPATIONAL HEALTH AND SAFETY

**3.1** Gewiss considers human resources as being vital to its business success and as a decisive factor in guaranteeing constant innovation and development.

**3.2** To guarantee the health and safety of everyone, Suppliers are requested to identify and assess in advance all risks to manage and reduce them to an acceptable level, preparing suitable means of protection and protection from all behaviour that is intentional and/or unintentional that could direct or indirect material and moral harm to people and/or resources.

**3.3** The Supplier also undertakes to guarantee the total *commitment* of its senior management in overseeing health and safety, and in training staff in and raising their awareness of a safe conduct to adopt, which respects health and safety.

**3.4** The Supplier is requested to refrain from adopting a conduct that is unlawful and/or dangerous.

**3.5** Moreover, the Supplier is required to pursue a policy of continual improvement and involvement in monitoring programmes, and of specific controls on the active adoption of good operating practices.

### 4. SAFEGUARDING PEOPLE

**4.1** Gewiss endorses the Universal Declaration of Human Rights and the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work.

**4.2** Gewiss undertakes to observe the principles set out in these rules and expects its Suppliers to adopt a conduct conforming to them.

**FORMS OF MODERN SLAVERY / HUMAN TRAFFICKING** Gewiss does not tolerate any form of slavery, forced labour or human trafficking. Gewiss requires Suppliers to observe in full legal requirements on slavery, forced labour and human trafficking, and expects them to adopt practices to guarantee conformity to these requirements.

**CHILD LABOUR** Gewiss does not tolerate any form of child labour. Suppliers shall act in compliance with laws governing the minimum age for work, for each position, including any law on employment as employees, professional or apprenticeships or traineeships for young people and students.

**HUMAN RIGHTS** Gewiss does not tolerate any violation of human rights. Gewiss expects Suppliers to adopt practices suitable for maintaining a safe, respectful workplace. Gewiss expects Suppliers to not tolerate any kind of physical violence, threats, corporal punishment, psychological coercion, verbal abuse, disrespectful behaviour, bullying or harassment.

**LABOUR LAW** Suppliers shall observe all local laws on employment and remuneration. Gewiss expects its Suppliers to specifically give Employees a pay packet which includes sufficient information

to accurately check the remuneration of work carried out. All use of temporary work, whether via employment centres or outsourcing, shall be in accordance with applicable local laws.

**SOCIAL ENGAGEMENT** Suppliers shall respect workers' rights to the freedom of association and collective bargaining.

**DIVERSITY AND INCLUSION** Suppliers shall respect diversity and promote inclusion so as to encourage a workforce that is more motivated to adopt the best decisions – as part of business relations with Gewiss – based on a thorough understanding of people.

## **5. COMMITMENT TO SAFEGUARDING THE ENVIRONMENT**

**5.1** For many years, Gewiss has considered the environment as a core value driving its economic and social choices. This approach stems from a belief, shared by all staff, that every industrial activity must be studied, designed and developed in a way that reduces its potential impact on the environment.

**5.2** From this perspective, and to continue to develop its own business, focussing on a balance of economic/financial logics, and social and environmental responsibility, Gewiss requires its Suppliers to adopt a conduct focussed on an efficient use of energy resources and materials, on the prevention of pollution, a reduction in emissions, the development of safe work processes and environments and strict compliance with laws.

**5.3** The voluntary adoption of an **Environmental Management System** conforming to **ISO 14001:2015** at its industrial sites in Italy, along with the regular publication of an **Environmental Report**, are important proof of Gewiss's commitment to pursuing **environmental protection** on a same footing with the development of its industrial activities. This commitment translates into a mindful use of available resources, through a careful, optimised management of **energy source and natural resources and the definition of CO2 reduction targets**. An approach where **technological innovation** applied at its sites is key to **energy efficiency** and keeping costs down, as well as the development of an **Energy Management System** conforming to the requirements of **UNI CEI EN ISO 50001:2018**.

**5.4** Gewiss's goal at all times is to be a leading international manufacturer of electrical material for low-voltage systems for civil, industrial and tertiary use, ensuring a high level of environmental compatibility of its sites, activities, products and services and protection for personnel, in compliance with applicable laws and regulations.

**5.4.1** In particular, Gewiss's **Sustainability goals** are fully **integrated in its Strategic Development Plan**. The goals cover a period coinciding with the Business Plan and are **defined synergistically** with the **Sustainable Development Goals** (SDGs) decided within the framework of the **United Nations Agenda 2030**.

**5.4.2** In fact, **Sustainability Governance** is overseen by the **Sustainability Steering Committee**, which guides and monitors activities, identifies goals for improvement, assesses main areas of action and reports directly to Gewiss's CEO.

**5.5** Gewiss requires its Suppliers to guarantee an ethical approach to all actions during their activities supporting the Company.

**Integrity** is an essential value for Gewiss in managing business relations and is the foundation on which stakeholders build up relationships of trust.

**5.6** Gewiss operates in full compliance with the laws and regulations of the individual countries where it carries out its activities, adopting appropriate measures to prevent and combat corruption and unlawful practices, and also expects its supply chain to fully endorse the principles set out below:

- adopt a conduct, controls and procedures to prevent corruption, by carrying out activities in such a way as to prevent and reprimand any type of unethical conduct;
- ensure measures are continually updated;
- train and make own personnel aware in order to prevent and combat corruption and unlawful practices, also regarding relations with the Company;
- work to develop and maintain at all times an ongoing dialogue in terms of business and institutional relations with the Company;
- give visibility to results achieved in the area of **sustainable development** and in business relations arising from the **working relationship with the Company**.

**5.7** The Company also requires Suppliers to comply with the following principles:

- minimise the environmental impact of own activities, reducing energy consumption, atmospheric emissions and the production of waste, also by improving the quality and efficiency of plants and own products, and recycling materials
- promote a responsible, mindful use of all natural resources
- prevent environmental pollution, minimising the impact of own activities, products and services on the territory and more in general on stakeholders.
- operate in compliance with applicable laws and requirements of the **ISO 14001“Environmental Management System”**, taking an active part in training, communication initiatives and the development of opportunities to improve environmental performance.

## **6. LAWS AND CONDUCT**

**6.1** Compliance with laws and regulations in force in all countries where it operates is a fundamental principle for the Company.

**6.2** This commitment is valid for all the Company's Suppliers, and the Company will not enter into or will end a working relationship with persons who do not intend observing this principle.

**6.3** Gewiss Suppliers are required to specifically observe applicable laws and the principles in this Code of Conduct, also when the latter establishes more stringent standards, that do not, however, go against applicable law.

**7. CONFLICTS OF INTEREST**

**7.1** Relations and conduct, at all levels, must be based on principles of honesty, fairness, integrity, transparency and mutual respect, to prevent and avoid potential conflicts of interest in doing business.

**7.2** The Company maintains a relationship of trust and reciprocal cooperation with each of its Suppliers.

**7.3** The obligation of loyalty and compliance with the principle of secrecy in business relations with the Company means that each Supplier is prohibited from sharing information, drawings, projects, etc. with third parties.

**7.4** Gewiss Suppliers are required to:

- avoid all situations that may result in a conflict of interest or that may interfere with impartial decision-making ability. These situations refer to a conduct or decisions of Directors, Senior Managers, Employees and External Staff that may give rise to an immediate or deferred benefit for themselves or their family members/acquaintances, harming the interest of the company;
- report all conflict-of-interest situations, which are also potential, that come to their knowledge, from as early on as the negotiation stage with the Company.

**8. RELATIONS WITH THIRD PARTIES AND COMBATING CORRUPTION**

**8.1** The Company does not tolerate its Suppliers donating money – of any amount or by any means – as well as making any offer of gifts, giveaways, favours or other benefits, directly or indirectly, to the direct or indirect benefit of government representatives, members of parliament and trade unions, Senior Managers, Officers and employees of the state and/or local Public Administration and Public Organisations in general, as well as potential or existing Customers and Suppliers, and their agents and representatives, in order to obtain undue commercial, contractual and economic benefits. The above also includes equivalent subjects and organisations of bodies of the European Union and third-party States.

**8.2** Similarly, the Company unconditionally prohibits Suppliers from accepting from anyone money, gifts, giveaways, favours or other benefits, even if intended for third parties, given in order to obtain for the Company, or on its behalf, commercial, contractual and economic benefits that are not due or would not be reasonably expected in the absence of the donation or offer.

**9. COMPLIANCE WITH MARKET LAW AND PROTECTION OF COMPETITION**

**9.1** In accordance with this Code of Conduct, it is strictly forbidden for all Gewiss Suppliers to violate principles of free competition, loyalty and fairness or to carry out unlawful activities, such as money laundering and international terrorist financing.

**9.2** Gewiss Suppliers are also required to:

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- adopt suitable measures to carry out their activities in line with applicable regulations on economic/financial sanctions;
- compete on the market based on merit, and to refrain from a conduct that goes against good business practices;
- refrain from adopting a conduct that is misleading and/or unlawful, including agreements and/or practices that collude with the competition to fix and define prices, share customers and limit offers.

## **10. CONFIDENTIALITY**

**10.1** In accordance with this Code of Conduct, it is strictly forbidden for all Gewiss Suppliers that do not have authorisation, to process, use and access confidential information regarding data or knowledge belonging to Gewiss, for purposes that are not strictly related to the ordinary performance of their professional duties.

**10.2** Confidential information includes but is not limited to any data, knowledge, invention (patented or which may be patented), drawing, technical or production document, know-how, as well as any technical, commercial, economic, financial and administrative information, including information about Customers, Suppliers and External Staff, as well as any other information about Gewiss, in any form (written, verbal, magnetic or electronic, through direct consultation, etc.), acquired in carrying out activities.

**10.3** Gewiss Suppliers are also required to:

- process personal data according to procedures agreed with the Company;
- collect only data necessary for specific purposes and strictly related to the performance of the activity;
- adopt suitable measures so that data are retained accurately and for a period suitable for the need indicated, guaranteeing that the data are kept updated;
- protect data from access by unauthorised persons, guaranteeing the integrity and confidentiality of the data using the most suitable technical/organisational means.

## **11. PROTECTING COMPANY ASSETS AND INTELLECTUAL PROPERTY**

**11.1** Each Employee is responsible for the correct use, protection and retention of tangible and intangible assets, and of tangible, intangible and human resources, including confidential information, entrusted to them to carry out their work, also acting in the name and on behalf of the Company.

**11.2** Any use of these assets, resources and information that goes against the interests of the Company, or is dictated by personal or professional reasons that lie beyond the scope of the working relationship with the Company, is prohibited.

**11.3** Suppliers shall therefore guarantee the confidentiality required by the circumstances for all information obtained, in any form, as a consequence of their relationship with Gewiss.

**11.4** Suppliers shall also guarantee the security of information based on its importance and, where necessary, carry out a risk assessment to identify the most appropriate security measures.

**11.5** Lastly, Suppliers are required to acknowledge and comply with Gewiss's intellectual property rights, which cover but are not limited to trademarks, trade names, patents, signs, companies, domain names, distinctive signs, know-how, drawings, models, copyright, identifying and reporting any violation, even potential.

## **12. CORRECT MANAGEMENT OF FINANCIAL FLOWS AND ACCOUNTING RECORDS**

**12.1** All operations and transactions of the Company must be lawful, consistent and appropriate, correctly authorised and adequately registered so that the decision-making and authorisation process and performance may be traced at any time.

**12.2** No financial transactions may take place, unless complying with procedures established by the Company, and unless adequate supporting documentation is provided.

**12.3** Without prejudice to provisions of the Civil Code, tax legislation and other national laws, the Company's accounting system must allow for specific controls, at any time, of all transactions involving incoming and outgoing payments, the reasons for them and people authorising them, and related supporting documents.

**12.4** As a taxpayer, the Company correctly and promptly meets all obligations of applicable tax legislation.

**12.5** Gewiss requires the following commitment from its Suppliers:

- provide the Company with correct, truthful and complete accounting information, during business relations with it;
- refrain from requesting cash or other means of payment that cannot be traced (e.g. virtual currency);
- refrain from relations with natural or legal persons included on the Lists published by **Authorities to combat organised crime, terrorism and money laundering**.

## **13. COMPANY DISCLOSURE AND PROTECTING COMPANY ASSETS**

**13.1** The Company ensures that accounting records are maintained, and that annual and interim financial statements, reports and company notices in general are prepared, as well as any other disclosure necessary for its functioning, in compliance with applicable legal provisions, principles and technical standards.

**13.2** The Company encourages correct and prompt reporting to all bodies and functions concerned, as regards the preparation of annual and interim financial statements, reports and company notices

in general, as well as any other disclosure necessary for its functioning, in compliance with applicable legal provisions, principles and technical standards. It also ensures cooperation among company bodies and functions and facilitates controls by competent bodies and functions.

**13.3** Suppliers shall comply with legal provisions on protecting the integrity and applicability of share capital, to avoid jeopardising guarantees of creditors and third parties in general.

#### **14. DISCLOSURES AND SANCTIONS SYSTEM**

**14.1** The Supervisory Body is tasked with monitoring compliance with the provisions of this Code of Conduct, and may be actively assisted in this duty by Suppliers who are the recipients of this Code.

**14.2** Suppliers must undertake to comply with the Code, reporting any violation to the Supervisory Board, as well as any activity in conflict of interest with the Company.

**14.3** Any violations of the Code of Conduct shall be reported to Gewiss personnel, who shall immediately take action to report the matter, using the Gewiss whistleblowing system.

**14.4** Notices shall be addressed to the Internal Auditing Department of Gewiss, and may be sent:

- verbally, to the Internal Auditing Department of Gewiss;
- by correspondence (write to Gewiss S.p.A. – att.ne riservata Direzione Internal Auditing – Via A. Volta, 1 – 24069 Cenate Sotto – Bergamo – Italy);
- e-mail ([ia-odv@gewiss.com](mailto:ia-odv@gewiss.com));
- using the post boxes at the entrances to the Company, for “anonymous” reporting, to send to Gewiss Employees.

**14.5** The Company undertakes to protect the confidentiality of notifications, encouraging a sense of responsibility from all its Suppliers.

**14.6** Violations of provisions of the Code of Conduct will be considered as an infringement subject to disciplinary action and as a serious breach of contract.*nature*

**GEWISS**

**GEWISS S.p.A.**

Via A. Volta, 1 - 24069 - Cenate Sotto BG - ITALY  
T. +39 035 946 111 - F. +39 035 945 222  
C.F./P.IVA (IT) 00385040167

[www.gewiss.com](http://www.gewiss.com)