

NEPI
ROCKCASTLE

Supplier Code of Conduct



February 2025

Supplier Code of Conduct

Introduction

NEPI Rockcastle Group ("the Group") is committed to the highest standards of integrity and social responsibility, and the Group expects all its Suppliers engaged in providing products and services to the Group ("the Suppliers") to have, or to make, a similar commitment. The Group Supplier Code of Conduct ("the Code") describes the Group's expectations of how its Suppliers conduct business, addressing topics such as the safety of workers, precarious work, human trafficking, the use of forced labour and child labour.

The Group expects Suppliers to act in accordance with this Code, and at a minimum requires that all Suppliers comply with applicable laws and regulations within the geographies where they operate and be open and cooperative with the regulators enforcing such laws. In instances where expectations outlined in the Code differ from local laws, Suppliers must follow these expectations within the bounds of applicable local laws.

NEPI Rockcastle Group has developed Supplier Code of Conduct policy in agreement with the following internal policies:

- **Group International Labor Organization (ILO) aligned Policy** - describes the process to identify, understand, assess, and address the risks posed by Group operations and services to the human rights of various stakeholders, including employees and communities, while explicitly addressing trafficking in human beings, forced labour and child labour.
- **Code of Ethics** - sets the rules the Group personnel are expected to follow whenever conducting business for the Group, as it is the Group's policy to maintain the highest ethical standards and comply with all applicable laws, rules and regulations. The Code of Ethics defines expected principles and behaviour related to sustainability pillars, such as equal employment and non-discrimination, environmental compliance, health, safety and labour conditions, conflicts of interest, gifts policy, corruption practices, lobbying and political involvement, fraud, antitrust policy, confidentiality and privacy.
- **Know-Your-Counterparty Procedure** – the Group does not accept as customers/business partners persons and/or entities that are in either one of the following situations:
 - do not have an open bank account
 - fictitious entities
 - there is information regarding the participation in illegal activities (e.g.: drug / human trafficking, illegal pornography, terrorism, organized crime, money laundry, active/passive corruption, abuse of office) or about investigations regarding their participation in illegal activities
 - there are suspicions regarding the legality of the source of funds
 - verification of the customer's and/or beneficial owner's/shareholders identity cannot be performed
 - provides false, insufficient, contradictory, erroneous, or incomplete information, or refuses to provide information
 - persons and entities designated in accordance with the legislation on international funds blocking sanctions
 - persons against whom final conviction judgments were ruled for crimes of money laundering or financing of terrorism and/or other economic offenses (e.g. tax evasion)
 - persons who fall within certain international restrictions, being nationals of some states for which embargoes have been established, even if their names are not on the lists of non-grata persons and designated entities.
- **Group Risk Appetite Statement** – the Group undertakes to cooperate only with clients/partners who carry out legal and legitimate activities and maintain business transparency. The know-your-partner/client process focuses on the assessment of the identity of clients/partners, as well as of their potential involvement in acts of corruption, fraud, terrorism financing, and money laundering. NEPI's risk assessment methodology is supported by a risk-based approach, which involves the use of evidence-based decision-making in order to target the risks of money laundering and terrorism financing.
- **Sustainable Procurement Policy** - the Group aims to assess sustainability performance for its key suppliers and factors in this decision as part of its supplier selection process.

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- **Group Procurement Procedure** – enforces the principles that any supplier selection process needs to adhere to, as follows (but not limited to):
 - The process must be transparent and traceable
 - Know-Your-Counterparty Procedure is applied and embedded in the business process
 - All bidders must be treated equally, fairly and in a non-discriminatory manner
 - It is forbidden to accept any gift or benefit from potential bidders at any point before, during or after a selection process.
 - No conflict of interest should impair the objectivity of the selection process, therefore any such circumstances (even potential) will be reported to Compliance (compliance@nepirockcastle.com) for advice, before engaging in the procurement process etc.

The Code reflects Group's values and sets forth what is expected of its Suppliers with respect to the following topics:

- Ethics and integrity
- Data privacy and security
- Inclusion and diversity
- Employment and working conditions
- Wellbeing, health and safety
- Environment

Ethics and integrity

The Group is committed to the highest ethical standards and compliance with all applicable laws, rules, and regulations. In particular, the Group requires Suppliers to adhere to the following standards:

Bribery and anti-corruption

Suppliers must fully comply with requirements of all applicable bribery and anti-corruption laws (including U.S. Foreign Corrupt Practices Act, UK Bribery Act as well as local laws in the

countries where the supplier operates) and should deploy efforts to comply with the following but not limited to:

- not carrying out illegal and illegitimate activities or rejecting transparency
- not getting involved in fraud and corruption practices, money laundering and terrorism financing

All contracts include the Anti-money laundering and Anti-corruption clauses including the international sanctions / sanction lists, as well as the obligation of Group's partners to ensure compliance with relevant anti-money laundering and anti-corruption laws and practices, in performing their activities.

Gifts and entertainment

Suppliers are expected to comply with the following requirements:

- must not offer or accept any gift to/from NEPI Rockcastle's employees and/or their family members and/or associates), or to/from any third party in order to obtain improper advantages or influence. Gifts include benefits, fees, commissions, dividends, cash, gratuity, services, or any inducements.
- must promote and maintain ethical conduct in business relationships
- avoid acting in such a way so as to expose the Group and its entities to risks, mainly reputational and financial risks
- refrain from collusion, as well as lack of transparency and good faith in tender processes, while promoting fair competition practices
- prove transparency and share the necessary data related to the contracted services, on a regular basis.

Non-retaliation for reports of concern

The Group expects Suppliers to have a policy and process for reporting of workplace concerns, in line with the European Whistleblowing directive, as transposed in the local legislation applicable to the supplier. The policy and process should be transparent and understandable and should protect reporting and participating individuals from retaliation.

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Data privacy and security

The Group expects its Suppliers to protect the privacy of individuals and the security of confidential assets and information.

Confidential assets and information

Suppliers must protect Group's and its clients' confidential assets and information. Suppliers must design and maintain processes to provide appropriate protection for this information.

Personal information and privacy

The Group expects Suppliers to protect personal information in compliance with all applicable local laws. Personal information provided by or on behalf of the Group should only be used, accessed, and disclosed as permitted by the agreement concluded between the parties.

Moreover, suppliers are expected to ensure full compliance with material regulatory requirements, such as those concerning competition and data privacy.

Inclusion and diversity

The Group fosters an inclusive culture and believes diversity should be celebrated and discrimination of any form should not be tolerated.

Non-discrimination and workplace diversity

Suppliers are expected to comply with all applicable laws relating to non-discrimination in hiring, employment practices, as well as with anti-harassment applicable provisions.

The Group expects Suppliers to operate the workplace free of discrimination, harassment, victimization, and any other abuse on any grounds including but not limited to age, disability, ethnic or social origin, gender, gender identity, nationality, race, sexual orientation, marital status, parental status, pregnancy, political convictions, religious beliefs, union affiliation, or veteran status.

Supplier diversity

As one component of Group's long-standing commitment to advancing diversity and inclusion, the Group actively promotes relationships with diverse and underrepresented businesses in Group's strategic sourcing and procurement process. The Group searches for Suppliers that similarly value diversity in Suppliers' own supply chain and that support the Group's goals with respect to supplier diversity. The Group expects Suppliers to: (i) utilize search and assessment processes that are both unbiased and transparent, (ii) ensure that Suppliers' procurement teams proactively provide diverse businesses with fair access to bids, and (iii) where practicable, actively seek out and provide opportunities for diverse suppliers to participate in business opportunities.

Employment and working conditions

In relation to value chain workers, the **Group International Labor Organization (ILO) aligned Policy** explicitly addresses trafficking in human beings, forced labour and child labour.

Additionally, the Group supports the Universal Declaration of Human Rights and the International Labour Organization's Declaration on Fundamental Principles and Rights at Work. The Group strives to adhere to the principles set forth in these standards and expects its Suppliers to do the same.

Modern slavery / human trafficking

The Group does not tolerate slavery, forced labor, or human trafficking in any form. The Group requires Suppliers to fully comply with the applicable legal requirements of slavery, forced labor and human trafficking laws (e.g., UK Modern Slavery Act 2015), and expects Suppliers to enact practices to ensure compliance with such laws.

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Child labor

The Group does not tolerate child labor in any form. Suppliers must act in compliance with all laws regulating minimum working age for each position, including any laws pertaining to the employment, apprenticeships, and internships of youths and students.

Human rights

The Group does not tolerate human rights violations in any form. The Group expects Suppliers to enact practices to maintain a respectful and safe workplace. The Group expects Suppliers to not tolerate physical violence, threats, corporal punishment, the Group & Company mental coercion, verbal abuse, disrespectful behavior, bullying or harassment of any kind.

Employment laws

Suppliers must comply with all applicable local wage and labor laws. The Group expects Suppliers to provide employees with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work. All use of temporary, dispatch and outsourced labor shall be in accordance with local law.

Wellbeing, health, and safety

The Group expects Suppliers to implement sound health and safety practices across business operations. In providing services to Group entities, the Suppliers should ensure the preservation of health and safety of staff and visitors such as but not limited to risks related to structural integrity of the properties, fire security, and serious pollution.

Health and safety

Suppliers must comply with all applicable health and safety laws and regulations. The Group expects Suppliers to adopt practices to minimize health and safety risks, support accident prevention, and ensure a safe workspace for all workers.

Environment

The Group is committed to reducing the impact of its operations on the natural environment and encouraging its Suppliers to act alike, i.e. to comply with all applicable environmental laws and regulations, adequately manage environmental related risks and implement relevant mitigation actions.

Sharing compliance with best practice and standards

The Group partners are expected to share Group's values and principles in the following areas:

- **ESG relevant components.** For details regarding Group's expectations towards business partners complying with ESG standards, partners are invited to consult [Group's Sustainability Commitment](#), available on Group's corporate website.
- **Ethical conduct.** For details regarding Group's expectations towards business partners complying with business ethics, partners are invited to consult [Group's Code of Ethics](#), available on Group's corporate website.
- **Compliance with relevant laws and regulations.** For details regarding Group's expectations towards business partners complying with relevant laws and regulations, partners are invited to consult [Group's Compliance Commitment](#), available on Group's corporate website.

Code publishing

The Supplier Code of Conduct will be accessible on the corporate website, as part of Group commitment to promote and maintain a transparent procurement process, in line with its sustainability strategy and pillars, as well as an invitation to all business partners in joining the Group in its efforts to comply with relevant ESG requirements.

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Violations

Suppliers are required to promptly report to the Group legal violations or violations of the Code or other Group policy.

Suppliers must promptly forward to the Group, if permitted by law, any subpoenas, regulatory requests, media inquiries, or other third-party requests concerning the Group.

To report a violation or other information, the Suppliers may use the whistleblowing channels available from Group's corporate website - <https://nepirockcastle.com/group/corporate-governance/whistleblowing-policy/>. The Group will keep the reported information confidential, provided it does not hinder any investigation and is permitted to do so by law.

XI. Implementation

The Group reserves the following rights to ensure and enforce Suppliers' compliance with the Code:

- **Supplier selection** - The Group will evaluate Suppliers' compliance with the Code during the Suppliers' evaluation and selection process, or upon NEPI Rockcastle's request.
- **Supplier assessment** - During the Supplier certification process, Suppliers will be required to complete a self-assessment questionnaire on compliance with the Code. Suppliers may be asked to re-affirm compliance with the Code periodically. Upon request, Supplier will provide written information on its policies and practices related to compliance with the Code. The Group is committed to working with Suppliers to improve performance on topics addressed by this Code and expects Suppliers to agree to work together with the Group to jointly address applicable and relevant topics.

- **Violations and termination** – The Group expects that its Suppliers also engage with their next tier suppliers to acknowledge and implement similar requirements as stated herein and shall establish practices for monitoring compliance therewith. In the event of non-compliance with, or violation of, the Code, the Group may give the Supplier a reasonable opportunity to respond with proposed corrective actions, unless the breach is severe or incurable, or there is a violation of law. The Group may suspend or terminate its relationship with the Supplier and/or disclose the matter to the appropriate authorities if there is a breach of law.
- **Order of Precedence; Changes to the Code** - The Code is not meant to, and does not supersede any applicable law, or any agreement between the Group and the Supplier. To the extent there is any conflict between this Code and any applicable law or provision of any agreement, the applicable law or agreement shall prevail. The Group reserves the right to update or change the Code requirements, therefore the Suppliers are encouraged to consult periodically the Code on Group's corporate website – www.nepirockcastle.com.



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