



# **Suppliers' Code of Conduct**

**Identification of Responsibilities**

**Preparation:** Compliance Division

**Review:** General Division of Corporate Affairs

**Approval:** Executive Committee

**Approval**

**Executive Committee Meeting:** 27/08/2024

**Version History**

Version	Date	Summary of Changes
1.0	20/06/2023	1 <sup>st</sup> Version of the Suppliers' Code of Conduct
2.0	27/08/2024	Supplier's Code of Conduct Review

**Summary of review of chapters/schedules of the previous version**

Chapter/ schedule reviewed	Summary of Changes
Partial review of the Code	Inclusion of paragraph 5.2. Data Protection, review of some paragraphs of the Code: 4.1., 4.3. and introduction of minor changes throughout the text.

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## 1. Introduction

One principle has played a central role in the Fidelidade Group's business for over two centuries, and has been key in developing our solid brand and reputation: integrity in our business dealings with all our stakeholders and the communities to which we belong, which includes total respect for the Law and for business ethics.

Ethical behaviour and integrity in business dealings, based on a humanist vision and a deep respect for human rights, ensure long-lasting relationships and create value for all those who interact with Fidelidade – customers, employees, partners, shareholders, and society in general. They are values that make us proud to work for Fidelidade and to know that our stakeholders trust us.

As part of our business, the Fidelidade Group is in daily contact with an extensive network of suppliers, sub-contractors and business partners who make a decisive contribution to our success.

For that reason, because they play an important role in both our success and our sustainable growth, everything that our suppliers, sub-contractors and business partners do as part of their daily business, when they are acting on behalf of the Fidelidade Group companies, must follow the highest standards of ethical integrity and professional conduct so as not to jeopardise the Group's reputation as a trusted business partner.

The Suppliers' Code of Conduct (the "Code") defines the attitude we expect from all the suppliers, sub-contractors and business partners of the Fidelidade Group companies, and sets out the rules of conduct they must follow.

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## **2. General provisions**

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### **2.1. Scope of application**

The commitments and rules contained in the Suppliers' Code of Conduct are applicable at all the Fidelidade Group companies in Portugal, with the exception of those that are part of the Luz Saúde Group, and must be followed by all their respective suppliers, sub-contractors and business partners.

The Fidelidade Group companies located outside Portugal have incorporated the commitments and rules of this Code into their own Codes, duly adapted to satisfy local legal and regulatory requirements.

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### **2.2. Who the Code is for**

The Suppliers' Code of Conduct is for all entities that supply goods or provide services to any of the Fidelidade Group companies in Portugal, and also for those entities intending to do so.

The suppliers, sub-contractors and business partners of the Fidelidade Group companies (who are also referred to as "Partners" in this Code) should adopt the Group's ethical values and principles in their own business dealings.

The following rules of conduct explain the behaviour that we expect from all our Partners and that we require them to adopt. The rules are organised in three areas that guide the Group's position:

- Social factors
- Ethical factors
- Environmental factors

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### **2.3. Licences and registrations**

Before entering into any formal contract to supply goods or provide services to the Fidelidade Group companies, our Partners must have all the licences and registrations they need to carry on their business in line with the applicable laws and regulations, and they must make these available to us.

During the contract, our Partners must promptly inform us of any fact that may have a material impact on their capacity to supply the goods or perform the duties and activities sub-contracted to them.

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## **2.4. Use of Fidelidade Group assets and resources**

Our Partners must seek to ensure the safekeeping, and prudent and effective use, of all resources given to them by the Fidelidade Group companies. This includes material assets, e.g. equipment and IT material, and non-material assets, e.g. confidential information and passwords.

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## **2.5. Confidential information**

Protecting the Fidelidade Group's business information is fundamental for all the group companies.

Examples of business information are business plans, product plans, sales and marketing strategies, and other trade secrets, as well as intellectual property.

Given that this is one of the Group's major assets, our suppliers, sub-contractors and business partners must not, under any circumstances, disclose confidential, operational, financial or commercial information that they have access to during the provision of the contracted services. Even internally – within the Fidelidade Group or within our partners' own organisational structure – confidential information must only be shared on a strictly need-to-know basis.

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### **3. Commitments of the Fidelidade Group and of its Partners**

The Fidelidade Group and its suppliers, sub-contractors and business partners play an important role in the economic, social and environmental development of the communities to which they belong.

The relationship between the Group and its Partners needs to be aligned with the rules in this Code if we are to satisfy the interests of all those who interact with us – customers, employees, partners, shareholders, and society in general.

Hence, the Fidelidade Group companies are committed to:

- Adopting, in relation to their suppliers, sub-contractors and business partners, fair and ethical behaviour with integrity, seeking to establish and consolidate long-lasting relationships, and paying for goods and services acquired in the terms and within the time limits agreed;
- Guaranteeing transparent procurement processes that are properly documented and auditable, with clear rules and criteria for awarding contracts;
- Taking decisions regarding management of their contractual relationships with their suppliers, sub-contractors and business partners, including in selection and contracting processes, based on objective and impartial technical and financial criteria, without any subjective or discriminatory factors influencing this;
- Encouraging their Partners to implement improvements in relation to social and environmental issues;
- Promoting and maintaining a value chain that reflects and is aligned with the Fidelidade Group's values and principles and with the ethical manner in which we carry on our business.

For their part, we expect our suppliers, sub-contractors and business partners to:

- Satisfy all the legal and regulatory requirements applicable to their business in the countries where they operate;
- Follow the rules of conduct contained in this Code;
- Disseminate and promote the rules of conduct in this Code among their employees and, where applicable, among their subsequent sub-contractors, certifying that they have the qualifications and competences required to perform their functions in line with those rules;
- Notify the Fidelidade Group of any actual or suspected breaches of or non-compliance with the rules of conduct in this Code, including any that involve subsequent sub-contractors, and when requested provide the necessary evidence.

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## 4. Social factors

At the Fidelidade Group, we are committed to developing a fairer, more open and more sustainable society.

We therefore expect our suppliers, sub-contractors and business partners to respect human rights, embrace diversity and inclusion and implement fair and decent employment practices.

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### 4.1. Human Rights

We expect the activity of our suppliers, sub-contractors and business partners to follow the **Principles of the UN Global Compact** and the **International Labour Organization (ILO) conventions** that are considered fundamental for human rights in the workplace.

Therefore, Fidelidade Group Partners must:

- Adopt and promote practices and behaviours in line with the United Nations Charter, the Universal Declaration of Human Rights and subsequent UN Conventions, respecting Human Rights, including human dignity and safeguarding of life and physical and mental integrity, freedom of conscience, sexual orientation, political and religious orientation, organisation, association (including trade unions), of opinion and expression, equality and non-discrimination, fair remuneration and prohibition of child, youth and forced labour, and strict respect for the privacy and confidentiality of the information and personal data of its employees and other stakeholders;
- Guarantee that their business is not associated with any type of serious and/or repeated infringement of human rights.

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### 4.2. Prevent harassment and discrimination. Promote diversity and inclusion

Fidelidade Group Partners must discourage and prevent any type of:

- Discriminatory practices based on age, nationality, ethnic origin, sex, sexual orientation, gender identity or expression, religion, political or ideological beliefs, economic and social situation, marital status or any other criterion set out in the applicable legislation, in particular in selection and contracting processes, and the assessment, career progression and remuneration of their employees;



- Harassment, of a moral, sexual or work-related nature.

Suppliers, sub-contractors and business partners must actively promote a culture of equality, diversity and inclusion, including implementing:

- practices to prevent discrimination, intimidation or harassment of any type;
- actions to increase their diversity and inclusion.

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### **4.3. Fair and decent employment practices**

#### **a) Labour law**

Fidelidade Group Partners must comply with the applicable labour law, in all the locations where they operate, and must make every effort to guarantee that their logistics chain does the same. They must also respect employees' rights to freedom of association and collective bargaining, in line with the applicable local legal and regulatory requirements.

#### **b) Remuneration and working hours**

The Fidelidade Group's Partners must pay their employees fairly and adequately, complying with all legal requirements and collective bargaining agreements in force, proceeding punctually and without delay to the payment of the remuneration due. Likewise, Partners must not only ensure the minimum remuneration equivalent to the value of the minimum wage established in the legislation of each country in which they operate, but also the need to promote decent living conditions for all their employees and remuneration that provides a standard of living that allows them to meet the fundamental needs of their employees and guarantees them decent living conditions.

The Fidelidade Group's suppliers, sub-contractors and business partners must abide by the maximum number of working hours, mandatory rest periods and rest days and the rules on payment for overtime. They must also pay the social security contributions and taxes set out in the law of the locations where they operate.

Fidelidade Group Partners must ensure that their subsequent sub-contractors also comply with these principles.

**c) Undeclared, forced and child labour**

The Fidelidade Group considers the use of prohibited or precarious labour practices and association with any type of human trafficking activity to be reprehensible and unacceptable.

In all the locations where they operate, the Fidelidade Group's suppliers, sub-contractors and business partners must observe the standards of the International Labour Organization (ILO) regarding child labour, forced labour and undeclared labour.

Under no circumstances may Fidelidade Group Partners use any kind of child labour, forced labour or undeclared labour, and they must also confirm that none of their subsequent sub-contractors engage in any of these practices, regardless of the location.

**d) Disciplinary sanctions**

The Fidelidade Group considers unacceptable and seriously violating the dignity of the Human Person and Human Rights, any disciplinary sanction of a labor nature that consists on the application of corporal punishment, so partners, suppliers or subcontractors must ensure that such practices are not applied under any circumstances, and must also ensure that none of its subsequent subcontractors resort – in any geography – to any of these practices.

**e) Health, safety and hygiene in the workplace**

The Fidelidade Group's suppliers, sub-contractors and business partners must protect the environment and the health and safety of their employees and customers and the communities where they operate.

They must comply with the relevant legislation on health and safety in the workplace in all locations where they operate, and they are expected to provide their employees with appropriate information and instructions on this issue and promote a safe working environment.

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## 5. Ethical factors

The Fidelidade Group is committed to high ethical standards during the course of our business.

As a principle, we choose Partners who share our values and adopt ethical commercial practices. We therefore expect our suppliers, sub-contractors and business partners not to tolerate behaviour that involves breaking the law or other applicable rules, either directly or indirectly, and not to be involved in any activity that violates those laws or rules. We also expect them to avoid conduct that could harm the Group's reputation and have a negative effect on our interests, even if that behaviour does not actually break the law.

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### 5.1. Conflicts of interest

Preventing conflict of interest situations means the Fidelidade Group is able to maintain its integrity and the trust that customers, employees, shareholders, suppliers and partners place in the Group.

Our Partners must avoid situations and refrain from participating in any activity where there is a conflict of interest with any Fidelidade Group company, including any interaction with Group employees that may affect the duty of those employees to act in the best interests of the Group.

Suppliers, sub-contractors and business partners must inform the Fidelidade Group of all conflict of interest situations that they become aware of.

Suppliers, sub-contractors and business partners must also refrain from giving any gifts, invitations or benefits of any kind that could interfere with or condition, or appear to interfere with or condition, the actions of any Fidelidade Group employee in the performance of their duties.

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### 5.2. Personal data protection

The Fidelidade Group is committed to demonstrating accountability in the processing of its stakeholders' personal data, by adopting a risk-based approach and following the principles of privacy by design and privacy by default.

The Group's suppliers, sub-contractors and business partners must work with the Group to fulfil its obligations with regard to personal data protection. As a minimum, they are required to:

- Comply with the laws and regulations on privacy and data protection, including those governing cross-border transfers of data and cyber security;
- Make sure they are aligned with the Fidelidade Group's privacy and security policies, ensuring respect for human rights in personal data management.;
- Obtain prior permission from the Group for any subsequent sub-contracting, and apply the privacy and security measures they are subject to as the supplier, sub-contractor or business partner to any subsequent sub-contractors;
- Process personal data only for the purposes agreed with the Fidelidade Group;
- Promptly notify the Fidelidade Group of any actual or suspected personal data breach.

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### **5.3. Anti-money laundering and counter-terrorist financing**

Because of the type of activities the Fidelidade Group engages in, money laundering, terrorist financing, and UN and EU sanctions and restrictive measures are significant risks for the Group, and consequently no degree of tolerance to those risks is acceptable.

All Partners of Fidelidade Group companies are therefore required to comply fully with the applicable laws and regulations on money laundering and terrorist financing and with sanctions regimes in the business relationships they establish with certain countries, entities or individuals.

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### **5.4. Prevention of corruption and related offences**

The Fidelidade Group has a zero tolerance approach to any indication of corruption or similar offences.

Any act of corruption, besides being illegal, is an unacceptable affront to the Fidelidade Group's values and principles of ethics, integrity and transparency. The Group strongly objects to this.

We therefore expect our suppliers, sub-contractors and business partners to have policies and procedures in force to mitigate the risk of bribery and corruption and to comply with the legislation on the prevention of corruption and related offences.

## **5.5. Prevention of anti-competition practices**

The Fidelidade Group is committed to promoting free competition, which is fundamental if we want to provide our customers with innovative products and services that give them ever better protection throughout their lives.

Any practices that affect free competition may have a significant negative impact on the Group's brand and reputation, or lead to financial losses or regulatory penalties.

The Fidelidade Group's suppliers, sub-contractors and business partners must engage in fair competition in line with the competition laws in force in each location where they operate, and must refrain from participating in agreements, understandings or coordinated activities with customers or competitors that could eliminate or reduce free competition.

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## **5.6. Subsequent sub-contractors**

Fidelidade Group Partners are expected to properly mitigate the risks of their logistics chain, by incorporating social, ethical and environmental factors in their processes for selecting suppliers and/or service providers, promptly fulfilling their contractual obligations to suppliers and service providers, developing their own related policies (e.g. their own suppliers' code of conduct) and, in particular, guaranteeing that the fair and decent employment practices described in 4.3 of this Code are correctly followed.

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## 6. Environmental factors

The Fidelidade Group has established sustainability as a key priority in the different areas where we operate, in order to make a positive impact on society.

Given the importance of this issue for the Fidelidade Group's success in the future, we believe that our suppliers must be committed to reducing the environmental footprint of their operations.

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### 6.1. What we expect of our suppliers

We expect our suppliers, sub-contractors and business partners to support and follow the Fidelidade Group's environmental protection commitments. They should:

- Comply with all applicable national and international rules on environmental protection;
- Take steps to reduce the environmental footprint of their operations (e.g. carbon emissions, energy consumption, travel, water consumption, paper usage);
- Implement responsible governance to reduce the environmental footprint of their operations;
- Work with the Fidelidade Group to reduce the environmental footprint of the services provided to Group companies;
- Work with their own suppliers and others in their logistics chain to reduce the environmental footprint of their operations.

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### 6.2. What we encourage our suppliers to do

The Fidelidade Group is aware of the environmental footprint of our chain of providers, and so we encourage our suppliers, sub-contractors and business partners to do the following, among others:

- Mitigate their carbon emissions, and define targets for reducing emissions;
- Establish plans for the transition to renewable electricity;
- Establish plans for the transition to electric and/or hybrid vehicles;
- Define plans to reduce waste and increase recycling.

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## **7. Final provisions**

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### **7.1. Adherence to the Code**

Adherence to this Suppliers' Code of Conduct (or a declaration signed by the supplier or service provider stating that their own rules of conduct are in line with those in this Code) is a mandatory requirement in order for a contractual relationship to exist with the Fidelidade Group.

Suppliers, sub-contractors and business partners must be able, at any time, to demonstrate their level of compliance with the commitments and rules established in this Code.

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### **7.2. Reporting of irregularities**

Any irregularities or breaches of the Law or this Code, including attempted breaches, must be reported using the Group's whistleblowing communication channels, following the procedure in the Reporting of Irregularities Policy.

If suppliers, sub-contractors or business partners of the Fidelidade Group become aware of or suspect the practice of any irregularities that may affect the Group's reputation, including cases of fraud or corruption, or practices that harm the interests and public image of the Group companies, they must report this situation immediately.

This duty to report irregularities applies even if Partners do not have full information or proof, including documents.

The Fidelidade Group guarantees confidentiality and will not retaliate against any whistleblower who has acted in good faith and with adequate grounds.

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### **7.3. Breaches of the Code of Conduct**

In the event of failure to comply with the principles and rules set out in the Suppliers' Code of Conduct, the Fidelidade Group will adopt necessary and appropriate measures which, depending on the severity of the

breach, may lead to termination of the contractual relationship with the supplier, subcontractor or business partner in question.

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#### **7.4. Review and publication**

The Suppliers' Code of Conduct will be reviewed every three years or whenever appropriate and specifically when there are changes to legislation and regulations.

This Code is reviewed and updated by the Compliance Division. It is then submitted for the approval of the Executive Committee.

The Suppliers' Code of Conduct is published on the Fidelidade Group intranet, and also on the websites of each Group company.