



SUZUKI ITALIA

Joint-stock Company

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The Organization and Management Model

Pursuant to Legislative Decree no. 231 dated June 8th, 2001

Code of Ethics



CODE OF ETHICS

DOCUMENT HISTORY

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| 01 | Board of Directors as of May 5th, 2018 | Introduction of the paragraphs relating to "Protection of diversity" and "Protection of reports" |
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**TABLE OF CONTENTS**

| | | |
|-----------|--|-----------|
| 1 | The Company | 5 |
| 2 | Mission of the Company | 5 |
| 3 | Purpose of the Code of Ethics and Recipients | 6 |
| 4 | Ethical principles | 6 |
| 5 | Transparency and documentation of decision-making processes .. | 7 |
| 6 | Relations with employees | 8 |
| 7 | Relations with the Public Administration and Public Regulatory Authorities | 8 |
| 8 | Relations with Customers..... | 9 |
| 9 | Relations with Suppliers..... | 9 |
| 10 | Relations with personnel..... | 10 |
| 11 | Relations with Third Parties | 11 |
| 12 | Transparency of Accounting | 11 |
| 13 | Protection of corporate assets | 12 |
| 14 | Corporate disclosure, relevant communications and market solicitation | 12 |
| 15 | Relationship with the Board of Auditors, with independent auditors and other corporate bodies | 13 |
| 16 | Health and safety at work | 13 |
| 17 | Environmental Protection..... | 14 |
| 18 | ALM - Anti-money Laundering | 14 |
| 19 | Cybercrime | 14 |
| 20 | Offences against the Person..... | 15 |
| 21 | Molestation or mobbing in the workplace | 15 |
| 22 | Protection and promotion of diversity..... | 16 |
| 23 | Fight against racism and xenophobia..... | 16 |
| 24 | Compliance with legislation concerning tax offences | 17 |
| 25 | Fair competition..... | 17 |
| 26 | Privacy and obligations of Recipients..... | 17 |



CODE OF ETHICS

| | | |
|-----------|---|-----------|
| 27 | Privacy and obligations of the Company | 18 |
| 28 | Protection of reports (whistleblowing) | 19 |
| 29 | Sanctions | 19 |
| 30 | Advertising of the Code of Ethics and training of employees..... | 20 |



1 The Company

This Code of Ethics defines the set of commitments of **SUZUKI ITALIA Joint stock company with sole shareholder** (hereafter "SUZUKI ITALIA SPA") with respect to its stakeholders (i.e. all subjects, as individuals, groups and organizations which have significant relationships with the company, from which specific or generic legitimate interests could derive); it includes and identifies clear and transparent principles and values which inspire the pursuit of its mission, pointing out tools and means necessary to ensure that they are respected.

It is an integral part of the Organization and Management Model, as defined by Legislative Decree no. 231 dated June 8th, 2001 (hereafter the Decree). The Code of Ethics contains principles and values essential for SUZUKI ITALIA SPA which, therefore, undertakes to comply with them and requires that they be respected by its employees, contractors and suppliers as well as whoever has dealings with the company (or stakeholders). The respect for principles and values illustrated in this Code of Ethics is aimed not only at allowing proper operations of SUZUKI ITALIA SPA, but also at guaranteeing its reputation and reliability.

The behaviour of persons having dealings with Suzuki Italia must be marked firstly by honesty. Regardless of differing cultures and customs, honest behaviour will always be appreciated and is widely considered to be an attitude of inestimable value.

2 Mission of the Company

The goal of SUZUKI ITALIA SPA is represented by creation of value for its shareholders in observance of the principles established in the Code of Ethics.

The mission of SUZUKI ITALIA SPA is to operate with maximum transparency and in compliance with law, with the constant goal of always pursuing excellence in its products and/or services.

SUZUKI ITALIA SPA bases its business on principles of corporate responsibility, with the main purpose of creating value for all stakeholders (including customers, employees, investors, suppliers, Public Administration and Authorities which are requested to supervise the sectors where the company operates).

In order to pursue its goal, SUZUKI ITALIA SPA:

- undertakes to respect and ensure respect of the laws in force in the countries where it operates, along with the generally accepted ethical principles, in line with standards of transparency, honesty and loyalty;
- condemns illegal and improper behaviour aimed at achieving its business goals, which are pursued exclusively through the quality and affordability of its products and services, which are the result of many years of activity based upon experience, attention to customer needs, and innovation;
- adopts every tool and every necessary precaution to prevent the violation of legal provisions, on the basis of principles of transparency, fairness and



loyalty of its employees and contractors, and ensures respect and enforcement of these principles;

- ensures the market, investors and the community in general, full transparency in relation to its activities;
- practices fair competition, in the interests not only of SUZUKI ITALIA SPA, but also those of the market and of the stakeholders.

3 Purpose of the Code of Ethics and Recipients

The Code of Ethics has been prepared in order to clearly determine the set of principles and values on which the activity of SUZUKI ITALIA SPA is founded, which must be observed by managers, employees, contractors, directors, statutory auditors and independent auditors, stakeholders and everyone involved, for whatever reason, in relations with the company, who shall work in compliance with it (hereinafter also the "Recipients").

SUZUKI ITALIA SPA shall neither initiate nor continue relations with those who do not intend to comply with the principles contained in this Code of Ethics.

The Code of Ethics is based on the belief by SUZUKI ITALIA SPA that the adoption of behaviour based on ethical principles is crucial to the success of the company. Consequently, SUZUKI ITALIA SPA bases its internal and external activities on the observance of the principles contained in this Code of Ethics, which is a fundamental component of the organization model implemented.

The Code of Ethics is also crucial to the purpose of the proper enforcement of preventive control pursuant to the Risk Management Model envisaged by Legislative Decree no. 231 dated June 8th, 2001, supporting ethical principles and behavioural guidelines which integrate the risk management system envisaged by Legislative Decree no. 231 dated June 8th, 2001.

4 Ethical principles

Recipients are required to strictly comply with the ethical principles set out below.

Legality.

Recipients must adapt their behaviour to the laws in force in the countries where SUZUKI ITALIA SPA and the Recipients themselves operate, including EU and international laws where applicable. SUZUKI ITALIA SPA operates in compliance with the regulations in force. Within their respective duties, every Recipient shall know and observe the provisions of international, EU, national, regional and local authorities, with particular reference to rules concerning corporate law, protection of individual personality, health and safety in the workplace.

Impartiality.

In the decisions that affect relationships with stakeholders (e.g. selection of customers, relations with shareholders, management of personnel, selection of suppliers, relations with the community and institutions), SUZUKI ITALIA SPA



avoids all discrimination based on the age, gender, sexuality, health, race, nationality, political opinions or religious beliefs of its interlocutors.

Fairness in situations of conflict of interest.

While conducting any activity, Recipients must avoid to be involved in situations that may even appear as conflicts of interest with SUZUKI ITALIA SPA.

A conflict of interest is a case in which one of the Recipients pursues an interest other than that of SUZUKI ITALIA SPA, takes personal advantage of business opportunities of which he has become aware while working for the company, or acts contrary to the duties of loyalty and trust which are to be applied with regards to SUZUKI ITALIA SPA.

Value of individuals.

The staff and its collaborators represent an added value for SUZUKI ITALIA SPA, to be promoted and defended, in order to improve and increase the company's overall experience and know-how.

Commitment, diligence and accuracy while performing tasks, obligations and duties.

Recipients undertake to diligently and meticulously perform every assignment and task expected from them and to honour their commitments arising from contracts and obligations.

Transparency and completeness of communications and information.

Recipients are required to provide complete, transparent, understandable and accurate information. SUZUKI ITALIA SPA undertakes to ensure that stakeholders are always in a position, based on the information supplied to them, to make informed decisions.

Responsibility in business.

SUZUKI ITALIA SPA ensures that its business conduct is based on the observance of principles of integrity and transparency. Every action, transaction, negotiation and conduct of business in general should be based on the utmost correctness, with the exclusion of every possible form of corruption and favouritism.

Accuracy in the interpretation of rules.

In the event of doubt concerning the proper interpretation of laws and regulations, Recipients shall request the opinion of the competent corporate function through the appropriate channels.

5 Transparency and documentation of decision-making processes

All actions and operations carried out by or in the interests of SUZUKI ITALIA SPA must be adequately recorded and verification of the relative decision-making process, authorization and performance must be possible. Every operation must be accompanied by adequate supporting documentation in order to allow, at any



time, the performance of checks to certify the characteristics and motivations of the operation and to identify those who authorized, performed, recorded and checked it.

6 Relations with employees

Employees must behave honestly and responsibly towards the company and all those in contact with it, in observance of its internal procedures and policy.

In the event of difficulty in their work, employees shall inform their manager in order to avoid making mistakes or running into embarrassing situations. Employees must respect their manager, following the instructions received, but comparing their own ideas with those of the manager is important and will be appreciated.

Employees must inform their supervisors about significant facts or events in conflict with this Code of Ethics. This will allow the company management to immediately monitor critical situations, taking responsibility for them.

Employees must also behave honestly and correctly in their everyday life outside the workplace. This contributes to projecting a correct company image.

7 Relations with the Public Administration and Public Regulatory Authorities

Offering money or gifts to executives, officers or employees of Italian or foreign Public Administration or their relatives is not allowed, except in the case of gifts or benefits of modest value. Illicit payments made directly by Italian, foreign, EU or transactional entities, or by their employees, as well as illicit payments made by persons acting on behalf of such entities in Italy and abroad, will be considered as acts of corruption.

Offering or accepting any item, object, service or favour is forbidden, if finalized at obtaining favourable treatment within relations with the Public Administration.

In countries where it is common to offer gifts to clients or others, it is possible to do so when these gifts are of an appropriate nature and are of modest value, always in compliance with the law. This must never be interpreted as a search for favours.

During any business negotiation, request or relationship with the Public Administration, personnel must not attempt to improperly influence the decisions of the counterpart, including those of officers acting or taking decisions on behalf of the Public Administration.

In the specific case of a tender with the Public Administration, it is necessary to act in accordance with regulations and fair trade practices.

If SUZUKI ITALIA SPA is assisted by a consultant or a third party instructed to represent the company against the Public Administration, it should be established that the same directives applied to SUZUKI ITALIA SPA be applied to the consultant and the consultant's staff, or to the third party. SUZUKI ITALIA SPA



cannot be represented against the Public Administration by subjects who may generate situations of conflicting interest.

During a business negotiation, administrative procedure (requests, claims) or business relationship with the Public Administration, the following actions shall not be initiated:

- considering or offering employment and/or business opportunities which could be of personal benefit to P.A. employees;
- offering or providing gifts in any way;
- soliciting or obtaining confidential information, which could compromise the integrity or reputation of both parties.

Any violation generated by SUZUKI ITALIA SPA or any third party shall be promptly reported to appropriate internal functions.

SUZUKI ITALIA SPA undertakes to comply fully and strictly with the rules established by the public authorities responsible for overseeing the observance of the legislation in force, providing full cooperation and transparency. SUZUKI ITALIA SPA will not delay, deny or conceal any information or communication which might be requested by public regulatory authorities, including requests made as part of their public inspection activities. SUZUKI ITALIA SPA will work diligently to avoid situations of conflicting interest with executives and employees of any public regulatory authority and their families.

8 Relations with Customers

In keeping with the protection of interests of its customers, SUZUKI ITALIA SPA shall endeavour to avoid the arising of conflicts of interest, even if only potential, which may lead to doubts about its integrity and professionalism. In compliance with legal provisions and regulations, any conflict of interest, even if only potential, will be communicated to customers. SUZUKI ITALIA SPA pursues the aim of satisfying its customers by providing quality products and services at reasonable prices and conditions, in full compliance with the rules and regulations enforced in the markets in which it is active.

SUZUKI ITALIA SPA undertakes not to discriminate against its customers in any way and to ensure that courtesy, care, fairness and clarity of communication are distinguishing features of the company in dealings with customers.

9 Relations with Suppliers

In its procurement policy, SUZUKI ITALIA SPA aims to purchase products, materials, works and services at the most favourable conditions in terms of quality/price ratio. This objective must be combined with the need to enter into relations with suppliers that ensure operating procedures that are compatible with respect for human rights, employee rights and the environment. In order to achieve this, SUZUKI ITALIA SPA requires suppliers to refrain, for example, from using child labour and from discrimination, abuse or coercion to the detriment of workers, and to comply with environmental legislation, also adopting corporate



policies to limit consumption of raw materials, reduce waste and emissions and, generally, to limit the environmental impact of production. While emphasizing the creation of stable partnership relations with its suppliers, SUZUKI ITALIA SPA regularly reviews its supplier list in order to rationalize and increase cost-effectiveness and efficiency. The opportunity to compete to offer products/services must not be precluded to any potential supplier having the necessary requirements. With respect to all supplies, including turnkey and consultancy contracts, the reasons for choice and considerations on the price applied must be adequately formalized and documented, in accordance with company procedures.

Employees in charge of purchases shall not accept any gift or other benefit that may create embarrassment, influence their choices or give rise to the suspicion that their conduct is not transparent or impartial. Gifts of little value are permitted in compliance with company tradition and in observance of company policies.

10 Relations with personnel

The selection of personnel to hire is carried out on the basis of matching candidates' profiles with expectations and business needs, in observance of equal opportunities for all applicants. The information required is strictly related to the professional profile and the psychological aptitudes required by SUZUKI ITALIA SPA with respect for the candidate's privacy and opinions, without giving prominence to factors relating to kinship and acquaintances of the candidate.

Members of staff are employed with a proper employment contract and improper forms of employment will not be tolerated. At the start of the employment relationship, the person hired receives full and complete information about the characteristics of the role and duties to be performed, regulations and salary-related aspects as set forth by the National Collective Labour Agreement (CCNL), and rules and procedures to be adopted in order to avoid possible health risks arising from the work to be performed.

SUZUKI ITALIA SPA avoids every form of discrimination in relation to its staff. Within the scope of staff management and development processes, decisions are made on the basis of correspondence between expected and actual skills, or of considerations relating strictly to excellence. Access to roles or positions is also established in consideration of skills and capabilities; in addition, compatibly with overall working efficiency, forms of organization of work which facilitate the management of maternity and child care are favoured. Personnel management policies are communicated to all employees in the manner deemed most appropriate.

Persons in charge shall ensure that all members of the workforce of SUZUKI ITALIA SPA are allowed to achieve their full potential, informing employees and contractors of their respective strengths and weaknesses, so as to enable them to plan their own professional growth in a targeted way, in compliance with the system of staff training organized by SUZUKI ITALIA SPA.



11 Relations with Third Parties

During the employment relationship, the offer of gifts or free services to private third parties must be considered and assessed with the utmost caution. If they fall within the scope of habitual interpersonal relationships, both must respect reasonable limits and have symbolic value.

Even in countries where it is common to offer gifts to clients or to other parties as a sign of courtesy, such gifts must reflect an appropriate nature and do not conflict with legal provisions. In any case, they must not be interpreted as a request for favours to be returned. In critical cases, the recipient must promptly report to SUZUKI ITALIA SPA. While employed, no employee may require or accept, directly or through family members, money, gifts and other benefits for himself/herself or others, if it could affect, or even let imagine to affect his/her business decisions. In any case, gifts and benefits must not exceed the habitual limits and must have symbolic value. In critical cases, the recipient must promptly report to SUZUKI ITALIA SPA.

Grants and loans for political purposes and care services must remain within the limits permitted by law and authorized in advance by the Board of Directors. SUZUKI ITALIA SPA does not pay contributions to organizations if there is risk of conflict of interest (e.g.: trade unions, consumer associations). Collaboration with these parties is, however, possible if this can help in the pursuit of the mission of SUZUKI ITALIA SPA.

12 Transparency of Accounting

In accordance with their respective functions and responsibilities, Recipients shall ensure that facts relating to the management of SUZUKI ITALIA SPA are represented truthfully and fairly in corporate accounting. Documents certifying accounting records and activities shall allow a rapid reconstruction of the accounting transactions, the identification of any possible error as well as the degree of responsibility within the single operating process.

In line with their respective functions and responsibilities, Recipients are obliged to check the correctness and accuracy of accounting records and report any error, omission and/or falsification to those responsible.

SUZUKI ITALIA SPA instructs its managers, employees and contractors so that truthfulness, completeness, timeliness and clarity are constantly guaranteed, both inside and outside of SUZUKI ITALIA SPA, along with the utmost accuracy in the preparation of data and information.

To do this, each operation or transaction must be accurately and timely recorded in the general ledger of the company, in accordance with the legal criteria and on the basis of applicable accounting principles; each operation or transaction must be authorized, verifiable, legitimate, consistent and fair. In order to have accounting compliant with the requirements of truthfulness, completeness and transparency in relation to the figures recorded, SUZUKI ITALIA SPA must keep adequate and complete documentation relating to the activity performed, in order



to allow: (i) the accurate accounting record of each operation; (ii) the immediate determination of the characteristics and reasons for it; (iii) the easy formal reconstruction of the operation, also from a chronological point of view; (iv) the verification of the decision-making process, authorization and performance, as well as the identification of the various levels of responsibility and control. Each accounting record shall reflect exactly what is shown in the supporting documentation. Therefore, it is the duty of each appointed employee or contractor to ensure that the supporting documentation is readily available and arranged in a logical order and in compliance with corporate policies and procedures. In the absence of authorization, no one may make any kind of payment in the interest of SUZUKI ITALIA SPA using Company funds and no one may collect and hold funds, including foreign funds, not recorded in the official accounts.

Employees of SUZUKI ITALIA SPA who become aware of any omissions, falsifications or negligence in the accounting records or in the supporting documentation are required to immediately report to their supervisor. Should the report be ignored or should the employee feel uncomfortable contacting his/her supervisor to make the report, the employee shall report to the supervisory and administrative body.

13 Protection of corporate assets

SUZUKI ITALIA SPA shall ensure that the use of available resources in accordance with the regulations currently in force and with the contents of the Articles of Association, and in line with principles of the Code of Ethics, aims to guarantee, enhance and strengthen the corporate assets, to protect SUZUKI ITALIA SPA, its shareholders, creditors and the market.

To protect the integrity of the corporate assets, returning contributions, in any form, or releasing shareholders from the obligation to accomplish them is specifically forbidden, except in the cases expressly permitted by law; similarly, the distribution of profits not actually earned or destined to the legal reserve, or of reserves which are not distributable by law, is also forbidden, as are reductions of share capital, mergers and spin-offs in violation of rules protecting creditors, the fictitious formation or increase of the share capital, and the satisfaction of the claims of shareholders to the detriment of creditors, in the event of liquidation.

14 Corporate disclosure, relevant communications and market solicitation

Within the limits established by the laws in force and in line with the provisions of the organization model, SUZUKI ITALIA SPA provides the information, clarification, data and documentation requested by shareholders, customers, suppliers, any public regulatory authorities, institutions, bodies, agencies and other stakeholders in the pursuit of their respective functions in a timely and prompt manner.



All relevant corporate information must be reported promptly to the corporate bodies responsible for the control of company management and to the appropriate regulatory authorities.

By way of the procedures and functions outlined in the internal protocols, SUZUKI ITALIA SPA guarantees access to information and transparency in relation to the decisions made, to all those who are legitimately interested in knowledge of corporate events and the expected evolution of its economic and financial position. With reference to shareholders, phenomena or situations relevant to the activity and the expected evolution of the company must be communicated promptly. Particular attention and accuracy are paid to the dissemination of communications relevant to the activity of SUZUKI ITALIA SPA, which can have a significant impact on the business or on the company's credibility and reliability.

15 Relationship with the Board of Auditors, with independent auditors and other corporate bodies

SUZUKI ITALIA SPA employees and directors are required to ensure full cooperation and transparency in contacts they could be requested to have with the Board of Auditors, the independent auditors and the shareholders for the control activities performed by them.

In particular, SUZUKI ITALIA SPA employees must refrain from any conduct or omission, which may result in a refusal to statutory or independent auditors or shareholders, or which may prevent the monitoring and supervision by statutory or independent auditors or shareholders, during their audit activities.

16 Health and safety at work

SUZUKI ITALIA SPA shall disclose principles and fundamental criteria used to make decisions of every kind and at every level, in relation to health and safety at work. These shall be disclosed in the Risk Assessment Document formally approved by management. The principles and criteria which drive SUZUKI ITALIA SPA in making decisions relating to workplace safety, in accordance with the provisions of art. 6, p.1 and 2 of European Directive 89/391, are:

- avoiding risks;
- assessing risks which cannot be avoided;
- resolving risks at their origin;
- adapting the type of work to people, particularly with regard to the design of workplaces and the choice of work equipment, and of work and production methods, with a particular view to alleviating monotonous and repetitive work and to reduce the effects of these jobs on health;
- taking into account the degree of technical progress;
- replacing what is dangerous with what is not dangerous or is less dangerous;
- planning prevention, aiming at a coherent complex which integrates technology, work organization, working conditions, social relationships and the influence of work environment factors;



- prioritising collective protective measures over individual protective measures;
- giving appropriate instructions to workers.

17 Environmental Protection

The environmental policy of SUZUKI ITALIA SPA is based on the belief that the environment can be a competitive advantage in a market that is increasingly sensitive to environmental impacts.

In this regard, SUZUKI ITALIA SPA bases its environmental policy on the following principles:

- Operating in full compliance with mandatory laws and rules to which the organisation subscribes;
- Identifying, acquiring and planning in advance the activities required by new environmental legislation;
- Continuously improving the management system through the planning, implementation and monitoring of every measure introduced to improve environmental aspects;
- Protecting the environment through continuous improvement of technology, processes and resources by providing criteria that protect people and the environment;
- Communicating the company's commitment to protecting the environment and everyone who works for or on behalf of the organisation.

18 ALM - Anti-money Laundering

SUZUKI ITALIA SPA undertakes to comply with all rules and regulations, both national and international, on money laundering.

SUZUKI ITALIA SPA employees and contractors shall not, in any way and under any circumstances, receive or accept the promise of cash payments or run the risk of becoming involved in events related to the laundering of money from illegal or criminal activities.

Before establishing deals or signing contracts with non-occasional suppliers and with other partners in long-term business relationships, SUZUKI ITALIA SPA must ensure the moral integrity, reputation and good name of the trading partner.

19 Cybercrime

In the activities carried out on behalf of SUZUKI ITALIA SPA, Recipients shall not provide false information - and will take every necessary precaution to avoid it - in any public electronic document having official value.

Recipients may not have access to the SUZUKI ITALIA SPA information or telecommunication system protected by security measures, other than within the limits of the authorizations granted by those responsible and with adequate powers for these activities. Recipients will also refrain from unlawfully holding and disseminating credentials for accessing the computer systems of SUZUKI ITALIA



SPA that may be in their possession for reasons related to their assignment with SUZUKI ITALIA SPA. Recipients are obliged to use credentials, passwords or other means to access a computer system protected by security measures only within the limits and for the specific purposes deriving from and required for their jobs or their contractual obligations, without duplicating them, copying, disseminating or communicating them. They shall refrain from damaging the information system of SUZUKI ITALIA SPA (or belonging to other entities, during activities carried out on behalf of SUZUKI ITALIA SPA), as well as information, data or programs, and from encouraging the total or partial interruption or alteration of its operations.

Recipients are forbidden from intercepting communications addressed to the computer system of SUZUKI ITALIA SPA (or of other entities, during activities carried out on behalf of SUZUKI ITALIA SPA) or communications between two systems, and from preventing or interrupting such communications; from installing devices capable of intercepting, preventing or interrupting communications relating to a computer or telecommunications system, or between multiple systems.

Recipients must refrain from destroying, damaging, deleting, altering or suppressing information, data or computer programs which are the property of other entities or of the government or are of public utility, respecting the terms of the contract contained in the relative licenses and using them to the extent and within the limits defined by the respective owners.

Lastly, Recipients undertake not to introduce into the computer system of SUZUKI ITALIA SPA or to transfer out of the information system of SUZUKI ITALIA SPA data, information or programs which might destroy or damage the computer system of SUZUKI ITALIA SPA or of other entities, or information systems of public interest, or which might make them fully or partially useless (or severely obstacle their operation).

20 Offences against the Person

Recipients undertake to comply with the national, EU and international regulations in force in defence of individual personality, integrity and dignity of the person, particularly in case of minors.

21 Molestation or mobbing in the workplace

SUZUKI ITALIA SPA favours initiatives aimed at creating working methods based on achieving better organizational well-being.

SUZUKI ITALIA SPA requires all internal and external working relations to be free from molestation and attitudes which may be related to mobbing, such actions being strictly forbidden without exception. These include:

- creating an intimidatory, hostile working environment, with isolation and discrimination of individuals or groups of workers;
- unwarranted interference with the work of others;



- preventing others from realising their working potential as a matter of personal rivalry or to favour others.

Every form of violence or molestation, be it sexual or related to personal and cultural diversity, is forbidden.

These include:

- subjecting any decision of relevance to the recipient's working life to the acceptance of sexual favours or to personal and cultural diversity;
- using authority to encourage subordinates to grant sexual favours;
- proposing private interpersonal relations, despite the express or reasonably evident displeasure of the other party;
- hinting at disability and physical or psychic handicap or to forms of cultural or religious diversity, or sexual orientation.

22 Protection and promotion of diversity

SUZUKI ITALIA SPA strongly believes that making the most of differences and encouraging acceptance and inclusion in the workplace of those representing new worlds, cultures and identities is an excellent opportunity. Being in constant harmony with the market means ensuring that the organization fully reflects the heterogeneity of its Customers and Employees, in the broadest sense. The commitment that SUZUKI ITALIA SPA maintains is not limited to considering diversity as an element to be simply accepted and protected, but as a characteristic of the organization to promote and exalt, with determination and courage. SUZUKI ITALIA SPA therefore ensures the same opportunities for entry and professional growth for everyone within its organisations, eliminating every possibility of direct or indirect discrimination based on individual characteristics, such as gender, ability, age, marital status, ethnic or social origin, faith, sexual or political orientation.

23 Fight against racism and xenophobia

SUZUKI ITALIA SPA intends to hinder and combat racism, xenophobia, homophobia and other forms of intolerance by taking appropriate preventative measures, promoting a climate of tolerance and mutual respect among its employees, collaborators (in any capacity) and directors; it hinders the establishment of any form of prejudice and discrimination based on ethnic origin and race, but also that based on colour, language, religion, nationality and national origin.

SUZUKI ITALIA SPA undertakes to prevent initiatives that might generate a xenophobic atmosphere, contrast the dissemination of racist ideas in the workplace, condemn every act of racial violence and take appropriate steps to combat such acts.



24 Compliance with legislation concerning tax offences

SUZUKI ITALIA SPA and all of its employees shall refrain from engaging in any activity or conduct intended to evade income tax, value added tax or other taxes in general, whether in the interest or for the benefit of the company or in the interest or for the benefit of any third party. It shall not introduce fictitious liabilities by using invoices or other documents for non-existent transactions in declarations relating to such taxes and in their preparation.

It shall check that the invoices and accounting documents received relate to services that were actually provided by the issuer and actually received by SUZUKI ITALIA SPA.

It shall not enter invoices or other documents for non-existent transactions in the required accounting records or retain them as evidence for the tax authorities. It shall check that value added tax is correctly applied. It shall refrain from carrying out objectively or subjectively simulated transactions and from using false documents or any other fraudulent means likely to hinder the assessment and mislead the tax authorities. It shall refrain from indicating, in declarations relating to income tax or value added tax, assets for an amount lower than the actual amount or fictitious liabilities or fictitious credits and withholdings. It shall refrain from issuing or releasing invoices or other documents for non-existent transactions in order to allow third parties to evade income tax or value added tax. It shall refrain from concealing or destroying all or part of the accounting records, or documents whose retention is mandatory, in such a way as not to allow the reconstruction of income or turnover, with the aim of evading income tax or value added tax, or to allow third parties to evade them. It shall refrain from simultaneously disposing of its own assets or those of third parties, or committing any other fraudulent act in relation to such assets likely to render ineffective, in whole or in part, the process of compulsory collection by the tax authorities, with the aim of evading the payment of income tax or value added tax, or the interest or administrative penalties relating to such taxes. It shall refrain from indicating, in the documents submitted for the purposes of the tax settlement procedure, assets for a lower amount than the actual amount or fictitious liabilities for a total amount exceeding fifty thousand euros, with the aim of obtaining, for itself or for third parties, a partial payment of taxes and related incidentals.

25 Fair competition

SUZUKI ITALIA SPA intends to practice fair competition, refraining from anticompetitive behaviour, based on collusion or abuse of a dominant position.

26 Privacy and obligations of Recipients

In compliance with EU Regulation 2016/679 and the legislation currently in force, all data acquired or processed by the Recipients, appointed as External Data



Processors, may not be communicated or disseminated without the express authorization of SUZUKI ITALIA SPA (Data Controller).

Each Recipient appointed by the External Data Processor shall observe the instructions issued by the Data Controller in the appointment. In particular:

- process only in full compliance with EU Regulation 2016/679 and applicable legislation, using suitable technical and organisational security measures to minimize the risk of data breach (i.e. accidental, unauthorized or unlawful destruction, loss, alteration, disclosure or access of data);
- inform the Data Controller in advance and obtain his/her written consent to identify a sub-data processor, undertaking to impose upon the latter, where authorized by the Data Controller, the same obligations that he/she is required to fulfil in his/her relationship with the Data Controller;
- interrupt every data processing operation and immediately return the data or, with the authorization of the Data Controller, destroy them (except in the case of conservation requirements imposed by law), in the event of termination, for whatever reason, of the effectiveness of the appointment as External Data Processor.

Furthermore, Recipients qualified as Autonomous or Joint Data Controllers must process the data in full compliance with EU Regulation 2016/679 and applicable legislation.

27 Privacy and obligations of the Company

The activity of SUZUKI ITALIA SPA requires data processing, considered as any operation or set of operations carried out with or without electronic tools, concerning the collection, recording, organization, storage, consultation, processing, amendment, selection, extraction, comparison, interconnection, usage, block, communication, dissemination, deletion and destruction of data, even if not registered in a database, to be subject to the protection of EU Regulation 2016/679 and current legislation on privacy. SUZUKI ITALIA SPA is particularly sensitive to the need to process data according to the principles of lawfulness, correctness, transparency, purpose limitation, data minimization, precision, storage limitation, integrity and confidentiality.

In particular, Suzuki Italia S.p.A. operates in full compliance with EU Regulation 2016/679 and current legislation on privacy by adopting a Privacy Management System in line with the reference legislation.

Specific security measures are observed to prevent loss, misuse or incorrect use of data handled by SUZUKI ITALIA SPA and/or unauthorized access to the company website. Processing of personal data is allowed only to authorized personnel and in compliance with the rules and procedures established in accordance with local regulations.

SUZUKI ITALIA SPA is committed to protect information and data relating to Recipients and third parties and to avoid any misuse of them.



28 Protection of reports (whistleblowing)

SUZUKI ITALIA SPA promotes the prevention and verification of all unlawful conduct or conduct contrary to the Code of Ethics and Conduct and/or to the Organization Model adopted. SUZUKI ITALIA SPA encourages Recipients to promptly inform the Reporting Manager, as more precisely defined in the relevant procedure, of any unlawful conduct or, in any case, conduct contrary to the Code of Ethics and Conduct and/or the Organization Model adopted, of which they become aware as a result of their relationship with SUZUKI ITALIA SPA.

SUZUKI ITALIA SPA does not tolerate threats or retaliation of any kind against the reporting party or those who have helped check the validity of the report. SUZUKI ITALIA SPA guarantees the confidentiality of the reporting party, in accordance with the procedure adopted and the whistleblowing protections set forth in Italian Legislative Decree No. 24/2023, and reserves the right to take appropriate action against anyone who engages in or threatens to engage in acts of retaliation against those who have submitted reports.

The reporting party is responsible for making reports in good faith: reports that are evidently false or completely unfounded, opportunistic and/or made with the sole aim of damaging the reported party or parties affected by the report will not be taken into consideration.

29 Sanctions

Failure by Recipients to comply with the rules of the Code of Ethics generates different sanctions depending on the role played by the Recipient involved, without prejudice to any right to compensation for any damage arising from such failure. Compliance with the Code of Ethics by the Recipients is in addition to the general duties of loyalty, fairness and good faith in the performance of the contract, and is also relevant to Art. 2104 of the Italian Civil Code (Diligence of the worker). Violations of the provisions of the Code of Ethics constitute a breach of the obligations arising from the working relationship, with every contractual and legal consequence, also with reference to their relevance as a disciplinary infringement and/or to the continuation of the working relationship. For violations of the Code of Ethics committed by contractors of SUZUKI ITALIA SPA, the sanctions defined in the respective contracts will be applied.

SUZUKI ITALIA SPA undertakes to establish and enforce sanctions proportionate to the severity of the breaches committed, in observance of the provisions of the company's disciplinary system and procedures of the specific National Collective Labour Agreement (CCNL). In particular, violations of the provisions and principles established in the Code of Ethics may result in the application of sanctions and/or additional measures, including those of a precautionary nature, expressly mentioned in the Organization Model pursuant to Legislative Decree no. 231 dated June 8th, 2001. Violations of the Code of Ethics by members of corporate bodies may lead to the adoption, by the competent corporate bodies, of the measures deemed most suitable among those defined by law.



CODE OF ETHICS

30 Advertising of the Code of Ethics and training of employees

Dissemination of this Code of Ethics and of corporate procedures among Recipients is ensured through appropriate means of communication.

SUZUKI ITALIA SPA ensures that the Code of Ethics will be effectively enforced by means of an ongoing promotion of the most appropriate initiatives of communication, training and advisory support, supplied to Recipients. The Code of Ethics is publicly available on the company website.

The Code of Ethics is subject to verification and update on a yearly basis.

Each update, amendment and/or integration of the Code of Ethics will be approved by the Board of Directors of SUZUKI ITALIA SPA and promptly communicated to all Recipients by the means deemed most appropriate.