

## **CODE OF ETHICS**

### **TELESPAZIO BRASIL S.A.**

Approved by the Board of Directors of Telespazio Brasil S.A. on September 4<sup>th</sup> 2023.

## **1. INTRODUCTION.**

### **1.1 The Company and the Telespazio Group.**

This Code (hereinafter referred to as the “Code of Ethics” or “Code”) describes the commitments and the ethical responsibilities regarding both the business management and the Company activities undertaken by anyone carrying out transactions of any nature with Telespazio Brasil S.A. or its subsidiaries (hereinafter “Telespazio” or “Company”) member of the Telespazio Group controlled by the Italian company Telespazio S.p.A., which is subject to the joint direction and coordination of Leonardo S.p.A. and Thales S.A. (hereinafter referred to as “Telespazio Group” or “Group”).

The principles and provisions of this Code of Ethics are binding on all the following recipients (hereinafter “Recipients”):

- (i) members of the Board of Directors (“Conselho de Administração”) and the Board of Officers (“Diretoria”) and, in any case, those who perform the functions of representation, management, administration, direction or control of the Company or of its organizational unit, having financial and functional autonomy (hereinafter “Directors” or “Officers”);
- (ii) members of the Board of Statutory Auditors (“Conselho Fiscal”) (hereinafter “Board of Statutory Auditors”);
- (iii) the employees and all the external co-workers under any type of contract with the company, including on an occasional and/or merely temporary basis (hereinafter “Employees”, “Personnel” or “Internal Recipients”);
- (iv) anyone having dealings of any nature with the Company, whether for a consideration or without consideration (such as, including but not limited to, consultants, suppliers, works or service contractors, commercial and financial partners and third parties in general – hereinafter “Third Party Recipients”).

Telespazio Brasil S.A. is one of the main providers of satellite services in Brazil. The company offers innovative solutions for the corporate and institutional market in the fields of communication, multimedia services and earth observation, provides engineering services, operations management and maintenance for ground systems that control satellites in orbit. Telespazio Brasil also contributed to the success of the Brazilian program SGDC (Geostationary Satellite for Defense and Strategic Communications).

As an additional instrument of ethical governance, Telespazio adopts the Charter of Values of the Leonardo Group. This document is divided into five sections, which describe, through key concepts, the Group’s way of doing business, establishing a platform of guiding

principles for all the companies, directors, employees and other interest holders: "Ethics and Respect", "Expertise and Merit", "Innovation and Excellence", "Internationality and Multiculturalism", "Rights and Sustainability". Such key concepts emphasize and value the spirit and culture of the Leonardo Group Companies.

The Board of Directors of Telespazio adopts the Anti-Corruption Code of the Leonardo Group. The Anti-Corruption Code unifies and integrates the rules for preventing and fighting corruption already existing in the Leonardo Group and is an integrated, coherent system of principles of integrity and transparency aimed at preventing and countering the risks of illegal practices in the conduct of business and corporate activities.

The objectives of Telespazio are pursued with loyalty, seriousness, honesty, competence and transparency by all the Recipients, and with absolute respect for the laws and the regulations in force. Telespazio shall promote fair competition, which it deems to be in its own interest as well as in the interest of all the stakeholders.

## **1.2 Relations with Shareholders and Stakeholders.**

Due to Telespazio and Leonardo Groups presence in the national and international markets, its contributions in various contexts and the multiplicity of its counterparts, a primary importance has to be attributed to the management of relations with the shareholders and stakeholders, understood as all public or private, Brazilian or foreign, persons, individuals, groups, companies or institutions, individual and/or legal entities involved with the Company for any reason having an interest in the Company's activities.

Telespazio strictly complies with the law (Brazilian law and the laws of the countries in which the Company operates), with market regulations and with the principles that are at the basis of fair competition.

## **1.3 Reference Principles.**

In order to effectively and fairly compete on the market, to improve customer satisfaction, to increase the Company's value for the shareholders and to develop the skills and foster the professional growth of its human resources, Telespazio's decisions and rules of behavior, as expressed in this Code, are inspired by ethical principles, compliance with the applicable law, transparency and proper management, trust and cooperation with stakeholders and zero tolerance towards corruption.

In particular, the belief of working in some way for the advantage of the Company cannot justify the adoption of behavior in conflict with the above-mentioned principles. All the people working in Telespazio, without distinction or exception, are therefore committed to conforming to these principles and ensuring that they are respected within the sphere of

their own positions and responsibilities. This commitment justifies and demands that the parties with which Telespazio has relations for any reason also act towards the Company according to rules and procedures inspired by the same values.

#### **1.4 The Code of Ethics.**

The Code of Ethics of Telespazio expressly sets out the values that all the Recipients must comply with, accepting responsibilities, positions, roles and rules, which they shall undertake not to violate, even if they do not determine, in so doing, any direct responsibility for the Company towards any third parties, accepting full personal responsibility both inside and outside the Company.

Therefore, knowledge of the Code of Ethics and its compliance by all those who work in Telespazio are primary conditions to ensure the Company's transparency and its reputation. Furthermore, all the people with whom Telespazio conducts business must also be acquainted with the Code and abide by the rules contained therein.

Within the scope of the internal control and risk management system, the Code of Ethics is a management tool in ensuring an ethical conduct of the company's business and an effective element of the company's strategy and organization.

The responsibility for implementing and updating the Code of Ethics rests with the Telespazio Board of Directors.

The Recipients have a duty to report any defaults or failure of application to the Supervisory Body pursuant to this Code of Ethics and applicable regulations.

The provisions of this Code and the objectives pursued by it must be interpreted and applied in accordance and in a manner consistent with the objectives and practices of the current anti- corruption guidelines and legislation, especially with: Law No. 12.846/13 (Brazilian Law) Anti- Corruption) and Decree No. 8,420/15; UK Bribery Act 2010; Foreign Corrupt Practices Act of 1997; French law n° 2016-1691 of December 9, 2016 ("Sapin II Law"); Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, of Organization for Economic Co-operation and Development (OECD); United Nations Convention against Corruption; and Council of Europe Convention on Corruption (1999).

## **2. GENERAL RULES OF CONDUCT.**

### **2.1 Compliance with laws and regulations.**

Telespazio operates in absolute compliance with the laws and regulations in force in the countries where it conducts business, and with the principles laid down in the Code of Ethics, and in the Anti-Corruption Code. Moral integrity is a constant duty of all Recipients.

The Recipients are therefore required, within their respective sphere of competence, to know and respect the laws and regulations in force in all the countries where Telespazio operates, and to also ensure attention and respect for the rules governing competition on both Brazil and international markets.

The Recipients transactions with the authorities and public institutions must be based on the utmost fairness, transparency and cooperation, with full respect for the laws and regulations and their relevant institutional purposes.

### **2.2 Models and rules of conduct.**

All the activities undertaken by the Recipients must be performed with professional commitment, morality and management fairness, also aiming to protect the Company's image.

The conduct and relationships of all Recipients, both inside and outside Telespazio, must be based on transparency, correctness and mutual respect. Within this context the Company directors, officers and managers must be the first, through their behavior, to set an example for all human resources working for Telespazio, observing, in the performance of their work, the principles of the Code of Ethics, the Anti-Corruption Code and the Company procedures and regulations, fostering awareness and compliance with such documents on the part of the employees, and at the same time encouraging them to request clarifications or to present updating proposals when necessary.

In addition, Telespazio requires the directors and officers, in particular, to propose and carry forward projects, investments and industrial, commercial and management activities, which can preserve and increase the Company's economic, technological and professional assets.

Telespazio, also ensures that any supporting information on company events and decisions is made available, so as to allow the company's organizational units and boards, the independent auditors and internal control bodies, as well as the surveillance authorities, to carry out the most comprehensive and effective controls.

## **2.3 Circulation of and compliance with the Code of Ethics.**

Telespazio promotes the knowledge and the observance of the Code of Ethics, the internal protocols and relevant updates, by all Recipients requiring their respect and providing for suitable disciplinary or contractual sanctions in the event of non-compliance.

The Recipients are therefore required to become acquainted with the contents of the Code of Ethics, and to request and receive any clarifications on their interpretation from the competent Company departments. They are required to comply with the Code and to contribute to its enforcement, reporting any shortcoming or breach (or even only attempts at breach) of which they may become aware.

To this purpose, the Company provides specific education/training programs to its employees, tailored to the different needs and responsibilities of the attending staff.

Telespazio also promotes and encourages cooperation among its employees in the respect and implementation of the Code of Ethics and, according to their respective tasks and roles, the internal protocols.

## **2.4 Corporate governance.**

Telespazio adopts a corporate governance system aimed at maximizing the Company's value for the Shareholders, at controlling enterprise risks, and at ensuring transparency for the market.

# **3. HUMAN RESOURCES, EMPLOYMENT POLICY AND PRIVACY PROTECTION.**

## **3.1 Determining conditions.**

Human resources are essential to the Company's existence and crucial for successful competition on the market. Ethicality, respect, competence, merit, innovation, excellence, internationalism, multiculturalism and sustainability are some of the principal conditions for the attainment of the Company's objectives and are essential prerequisites that Telespazio demands of its directors, officers, statutory auditors, employees and co-workers in their various capacities.

Telespazio works to overcome any kind of discrimination, corruption, exploitation of children or forced labor and, more generally, to promote the dignity, health, freedom and equality of workers, in line with the reference regulations (i.e. United Nation's Universal Declaration of Human Rights, the fundamental Conventions of the International Labor Organization (ILO) and the OECD's Guidelines).

### **3.2 Selection policies.**

In order to contribute to achieve the Company objectives, and ensure that everyone, in accordance with Telespazio's ethical principles and values, pursues such objectives, the policy of the Company focuses on the selection of each employee and collaborator in accordance with the above-mentioned values and characteristics. Telespazio therefore offers equal work opportunities, and grants fair treatment based on individual expertise and skills.

With regard to the selection of staff which is conducted in application of equal opportunities policies and without any discrimination regarding the candidate's private lives and opinions, Telespazio chooses resources that match the profiles which are actually required within the Company, avoiding any partial or preferential treatment of any kind and selecting exclusively on the basis of professional expertise and competence.

The staff of Telespazio has been employed under a regular employment contract, in application of the law, of applicable regulations and national collective labor agreements.

In particular, Telespazio shall not tolerate or allow any employment relationships involving a violation of applicable labor regulations, even if conducted by external coworkers, suppliers or trade partners.

### **3.3 Professional Development.**

In the evolution of the work relationship, Telespazio undertakes to create and maintain the necessary environment to allow each person to further develop his/her skills and knowledge, always with respect for the aforesaid values, following a policy based on recognition of merit and equal opportunities, and providing specific programs of professional refresher courses aimed at the acquisition of greater skills.

Employees are therefore requested to cultivate and foster the acquisition of new skills, capacities and knowledge, while executives and organizational units' managers must pay maximum attention to allow their collaborators to use and increase their professional skills, creating the conditions for the development of their capacities and exploitation of their potential.

The management and selection of personnel must be guided by principles of fairness and impartiality, avoiding favoritism or discrimination, and respecting the professional expertise and competence of the worker.

In pursuing company goals, the worker must be aware that ethics are a major interest of Telespazio and that there will be no tolerance for any conduct in breach of the law.

### **3.4 Human resources and the Code of Ethics.**

Through its departments and dedicated resources, Telespazio constantly promotes and fosters the knowledge of its Code of Ethics, the applicable protocols and relevant updates, as well as the areas of activity of the various departments and their respective responsibilities, hierarchical lines, job descriptions and personnel training.

The information and the knowledge of the Code of Ethics, the Anti-Corruption Code and the specific protocols involved are first communicated through their distribution to the employees and coworkers in any capacity, which are required at the start of their contractual relationship to sign for confirmation that the documentation received has been examined.

Secondly, Telespazio provides its employees with special training and follow up courses on the Code of Ethics and relevant protocols, prepared by the departments in charge.

In any event, the staff of the Company may, at any time, ask their immediate superiors for advice and clarifications about the content of the Code of Ethics, about the protocols and about the tasks they have to perform.

When a new employee is hired, or a new work relationship is established with a collaborator, Telespazio immediately gives all the information necessary for the correct knowledge of the Code of Ethics and the protocols, especially the protocols connected to specific responsibilities.

### **3.5 Work environment and privacy protection.**

Telespazio is committed to providing a work environment that guarantees, for all the Recipients and, in particular, the employees and collaborators in any capacity and at any level, healthy and safe conditions, respect for personal dignity and which do not allow for the characteristics of a single individual to give rise to discrimination or conditioning.

Telespazio fully complies with the privacy protection regulations safeguarding the Recipients and, in general, anybody having contacts with the Company in any capacity, and adopts adequate regulations providing for the prohibition of undue communication and/or disclosure of personal data without prior consent of the person involved.

In particular, respect for the worker's dignity must be ensured also through respect for the privacy of correspondence and interpersonal relationships between employees, as well as by banning interference in meetings or conversations and intrusion or forms of control that can place the worker's personality under pressure.



Telespazio is committed to protecting the moral integrity of all its employees and/or self-employed coworkers, guaranteeing their right to dignified working conditions and the full exercise of political and union rights.

Telespazio protects its workers against acts of psychological violence or mobbing and opposes any discriminating attitude or behavior which might cause prejudice to the individual, his beliefs and inclinations.

Harassment or molestation of any kind in any work relationship is absolutely forbidden and it is forbidden, in general, to behave in any way that might compromise the peaceful performance of the functions assigned, and otherwise cause prejudice to the dignity of the worker.

Telespazio also adopts appropriate measures and initiatives to ensure the safety, integrity, correct use and working of electronic or computer systems, programs or data of the Company or of any third parties, and protect intellectual property rights regarding the use of electronic and computer programs and data and intellectual property in general, and the integrity of information made available to the public through the internet.

#### **4. PROTECTION OF HEALTH AND SAFETY OF THE WORKPLACES AND WORKING CONDITIONS.**

Telespazio, in compliance with the existing provisions, is committed to protect the health of workers, taking all necessary and appropriate measures, with the best technical and scientific knowledge to guarantee the absolute compliance of the workplaces with the highest standards of safety and hygiene.

Telespazio also fosters and establishes a culture of safety, to protect the health of workers at the workplace, thus developing risk awareness and promoting responsible behavior by all employees and/or collaborators.

In particular, the fundamental principles and criteria on which decisions are based, with regard to health and safety, are the following:

(i) to avoid risk fighting them at the source; (ii) to assess risks that cannot be avoided; (iii) respect the ergonomic and health principles in the places and in the organization of work, especially as regards the conception of the workplace and the choice of equipment, work methods and particularly production methods, in order to reduce monotonous and repetitive work as much as possible and to reduce the effects on the health of the worker; (iv) plan the measures deemed appropriate to guarantee the improvement of safety levels over time, also through the adoption of codes of conduct and good practices (v) to take into account the degree of technical evolution; (vi) to replace anything dangerous with a safe,

or less dangerous, equivalent; (vii) to programme prevention with a coherent complex of measures that take into consideration the organization of the work, working conditions, social relations, and the influence of environmental factors on the work environment; (viii) to give priority to collective measures of prevention over individual measures of prevention; (ix) to give workers adequate instructions.

The issues of health and safety are the subject of specific training initiatives for all employees that, depending on their role, implement the principles set out in the environmental and health and security policy.

Telespazio is committed to verify, through its structures and organizations, the application of the policy; it establishes health and safety goals and systems for monitoring, reporting and periodic review.

## **5. ENVIRONMENTAL PROTECTION AND RELATIONS WITH THE COMMUNITY.**

### **5.1 Environmental protection**

Telespazio recognizes the environment as a primary value to safeguard and, for its purpose, it schedules its activities by seeking a balance between economic initiatives and essential requirement of environmental protection. In this context, Telespazio contains the environmental impact of its activities, thus taking into account the development of scientific research in the field.

Telespazio, in compliance with the law, recognizes the high social validity of the environmental aspects and, therefore, promotes, also through its subsidiaries, the cooperation with the relevant authorities and communication with the public.

Furthermore, it cooperates with its customers and counterparts, in the development of processes and advanced methodologies for the efficient and sustainable use of resources and the prevention of pollution.

Telespazio respects the expectations of its customers and of the society with regard to environmental questions.

The Company acts in full accordance with the current applicable regulations and the applicable Leonardo Directives and further Telespazio Group Directives.

## **5.2 Relations with the community.**

Telespazio is aware of the effects of its activities on the relative territory, on economic and social development and on the general welfare of the community, and pays attention to the importance of social acceptance on the part of the communities in which it works.

For this reason, it is committed to working in the respect of local and national communities, and to sustaining initiatives of cultural and social value in order to improve its own reputation and legitimate its work.

## **6. CONFLICTS OF INTERESTS.**

### **6.1 Company and individual interests.**

The relationship between Telespazio and its Directors, Officers and employees at any level is based on trust, and the Director's, Officer's and employee's primary duty is to use the Company's assets and his/her own professional skills in the interests of the Company, according to the principles laid down in the Code of Ethics and which represent Telespazio's inspiring values.

Telespazio Directors, employees and collaborators must therefore avoid any situation and must abstain from any activity in which their personal interests, either direct or indirect, are in conflict with those of the Company or which could interfere with or hinder their capacity to impartially and objectively take decisions in the Company's interest. Any conflict of interests that should arise is not only a breach of legal provisions and the principles established by the Code of Ethics, but can also damage the Company's reputation and integrity.

Directors, employees and all collaborators must therefore avoid any situation in which their own position and the duties they perform in the Company can be instrumental in favor of economic activities representing a personal and/or family interest.

This Code of Ethics also aims at preventing any situation of conflict of interest, including, for example, even potentially, the following: (i) relations between Employees - when, while carrying out his duties in the company, the employee interacts with members of his family, relatives and /or similar and with third parties (e.g. a supplier or a customer) with whom he has a relationship of personal nature; (ii) government relations - when an employee also acts as an official of a foreign government or governmental authority, especially if it operates in the Defense sector or in relation to the process of purchasing assets; (iii) financial relationships - when an employee expects an economic return or has an influence on the supplier, subcontractor, customer or competitor involved in Telespazio Brasil's

business; (iv) other employment relationships - when an employee also acts as a partner, consultant, representative, agent, director or director of another company that is a competitor, supplier, partner or subcontractor of Telespazio.

The individual in potential conflict of interest shall refrain from being involved or participating in any act that might prejudice the Company or any third parties or damage their image. Similarly, consultants and commercial partners must also undertake specific commitments intended to avoid any situation of conflict of interests, refraining from using, in any way and any title whatsoever, the activity carried out on behalf of the Company with a view to achieving any illicit advantage for themselves or for others.

Any situations of conflict, even if potential, must be promptly and in detail communicated to the Company in the person of their hierarchical superior and, if necessary, to the Supervisory Body.

## **6.2 Prevention of Conflicts of Interest.**

In order to avoid situations, even potential situations, of conflict of interests, when Telespazio assigns a task or at the beginning of a work relationship, it asks its directors, employees and collaborators to sign a special statement, where they declare that no possibility of conflict of interests exists between the individual worker and the Company. The above persons must also promise to inform promptly the Supervisory Body, if they happen to be involved in any actual or potential situation of conflicting interests.

Moreover, Telespazio requires anyone who knows of any conflict of interests to immediately report through the procedures set out in specific protocols (see § 10.2) to the Supervisory Body.

## **7. OPERATING PROCEDURES AND ACCOUNTING DATA.**

### **7.1 Internal Procedural Rules.**

Specific protocols inspired by the Code, aimed at avoiding prejudicial events and consequent negative impacts on the Company, are drawn up or suitably expanded and modified after analysis of the Company's situation, in order to detect any risks to which the Company and its internal control system may be subject and the effective adequacy of the latter.

Specific protocols must also be adopted by all those who are involved in any way in the operating process, according to the terms and procedures specifically foreseen and described by the competent Telespazio departments.

Their correct implementation guarantees the possibility of identifying the persons within the Company, responsible for taking decisions, giving approval and performing the operations. For this purpose, following the control principle of the segregation of duties the various steps of the individual operations must be performed by different people, whose responsibilities are clearly defined and known within the organization; in this way, no single person has unlimited and/or excessive power.

Every process concerning the Company's activity must be traceable, so that later, the reasons for taking certain decisions, any persons responsible for them and any other relevant information, can be acquired, in order to understand and evaluate whether the choices made were correct.

## **7.2 Compliance with the procedures.**

The Recipients, within their respective sphere of activities and position, are required to strictly observe the internal procedures. In particular, the internal procedures must discipline the execution of any operation and transaction of which must be assessable (by means of, for example, but not limited to the following control means: squaring off account balances, joint signatures, documentation supporting accounting data, examination of the activities of business agents, consultants, suppliers etc.) the legitimacy, authorization, consistency, congruity, proper recording and verification, also with regard to the utilization of financial resources.

Therefore, every operation must be supported by suitable, clear and complete documentation filed in the company's records, to enable checks, at any time, of the reasons and features of the operation and the precise identification of those who, during the different phases, authorized, carried out, recorded and verified the same. Compliance with the directions provided by the specific protocols with regard to the flow of procedures to be observed during formation, decision and recording of Company events and of their consequent effects, among other things, allows for sharing and stimulating at all levels a pro-control attitude which contributes to the improvement of management efficiency and represents an instrument of support for managerial action.

Any failure to comply with the procedures established by the protocols and the Code of Ethics – to be reported without delay to the Supervisory Body – will compromise the relationship of trust between Telespazio and all those who interact with the Company at any title.

## **7.3 Accounting transparency.**

Truthfulness, accuracy, completeness and clarity of basic information are indispensable for the transparency of accounting records and are a fundamental value for

Telespazio, also for guaranteeing a clear picture of the Company's economic, equity and financial situation for Telespazio Group and third parties.

To achieve these conditions, the documentation of the basic facts, which must be entered in the accounting books in support of the records, must primarily be complete, clear, truthful, accurate and valid, and the records must be updated to allow for any opportune checks.

The relevant accounting record must completely, clearly, truthfully, accurately and validly reflect what is described in the supporting documents. In the event of economic items and assets, valued based on estimates, the relevant data must be recorded in compliance with the criteria of reasonableness and congruity, with clear illustration, in the relevant documentation, of the criteria according to which the value of the asset has been estimated.

Anyone being informed of any omissions, falsifications, or irregularities in the bookkeeping and the underlying documents, or of any infringement of the principles set down in the Code of Ethics and the specific protocols is required to immediately inform the Supervisory Body. Such infringements compromise the relationship of trust with the Company, and shall lead to a disciplinary process and will be suitably sanctioned.

Within the limits laid down by the laws in force, Telespazio gives full and prompt information, clarifications, data and documents which Telespazio S.p.A. and its shareholders, customers, suppliers, any supervisory authority, institutions or other authorities may request in the performance of their respective duties. Any relevant information must be immediately communicated both to the Company's bodies in charge of monitoring the management of the Company and to supervisory authorities.

#### **7.4 Money laundering.**

It is forbidden to receive or accept, in any way and under any circumstances, the promise of payment in cash, or risk being involved in money laundering related events arising from illegal or criminal activities.

Before establishing relations or stipulating contracts with regular customers and other long-term business counterparts, the moral integrity, reputation and good name of such person must be checked.

Telespazio undertakes to respect all national and international rules and provisions on money laundering.

## **8. PROTECTION OF THE COMPANY ASSETS.**

The Company puts in place all the actions and the consequent provisions so that: (i) Company assets, assets and credits are correctly valued, by not attributing values higher or lower than those due to them; (ii) the rules laid down by law to protect the integrity and effectiveness of the share capital are strictly observed and always in compliance with internal company procedures, which are based on these rules, in order not to damage the interests of creditors and third parties in general; (iii) correct, transparent and collaborative behavior is adopted, in compliance with the law and internal company procedures, in all activities aimed at preparing the financial statements and other corporate communications required by the law and addressed to shareholders or the public, in order to provide truthful and correct information on the economic, equity and financial situation of the Company; (iv) appropriate behavior is requested, in the event of any drafting of information prospectuses or documents to be published, in compliance with the law, for the protection of investors' assets, as well as the efficiency and transparency of the capital market.

The Company considers the truthfulness, correctness and transparency of accounting, financial statements, reports and other corporate communications required by law and addressed to shareholders or the public, an essential principle in the conduct of business. This requires that the validity, accuracy and completeness of the information for accounting records is verified.

Each operation having economic, financial or equity significance must have adequate registration and, for each registration, there must be adequate documentary support in order to be able to proceed, at any time, to carry out checks that certify the characteristics and reasons of the operation and make it possible to identify who authorized it, carried it out, registered it, and verified the operation itself.

### **8.1 Custody and management of resources.**

Telespazio endeavors to use available resources – in conformity with the laws in force and the provisions of the Articles of Association, and in line with the values of the Code of Ethics - guaranteeing, increasing and reinforcing the Company's assets, for the protection of the Company itself, its shareholders, creditors and the market.

Internal Recipients are directly and personally responsible for the protection and legitimate use of the (tangible and intangible) assets and the resources entrusted to carry out their functions.

None of the Company's property assets may be used for purposes other than those specified by it or for illegal purposes and must comply with the law and regulations and the operating procedures.

## **8.2 Management of Assets Having Cultural and Landscape Value.**

The Company is required to scrupulously comply with the obligations established by the legislation on cultural and landscape assets, as well as to allocate and preserve any assets subject to cultural or landscape restrictions for a use compatible with their nature.

## **8.3 Unlawful transactions in shares or corporate capital.**

In order to protect the integrity of the Company's assets, it is forbidden, unless otherwise expressly permitted by the law: to return conferred assets in any form, or to discharge the Shareholders from conferment obligations; to distribute profits not actually gained or those which must by law be allocated to the reserve, or to distribute reserves that by law cannot be distributed; to purchase or underwrite shares of the Company or of holding companies; to reduce the share capital, or to carry out mergers or unbundling in breach of the laws that protect creditors' interests; to fictitiously constitute or increase the share capital; and in case of liquidation, to satisfy the Shareholders' claims against the interests of the Company's creditors.

In order to prevent the above offences, Telespazio, within its company organization, encourages the knowledge of the provisions of the law, the Code of Ethics and the applicable protocols, arranging special informative and updating programs for directors and employees on offences relating to corporate matters.

## **9. INTER-COMPANY RELATIONS.**

### **9.1 Independence and common ethical values.**

Telespazio S.p.A. recognizes the independence of the companies of the Group, requesting them, however, to conform to the values expressed in the Code of Ethics and the Anti-corruption Code and loyally contribute to the pursuit of the Group's targets, in compliance with the law and regulations in force.

Telespazio, in its own exclusive interest, avoids any conducts, which can prejudice the integrity or the image of any of the companies of the Telespazio and Leonardo Groups. Telespazio also refrains from any behavior or decisions which, albeit determining certain benefits for the company concerned, could be prejudicial to the integrity or image of other companies of the Group.

### **9.2 Inter-company cooperation and communications.**

Anybody appointed by Telespazio to an office in a board of any company of the Telespazio Group must regularly attend the meetings to which he/she is invited, and



perform the tasks assigned to him/her with honesty and fairness, foster communications between the companies of the Group, and foster and exploit intra-Group synergies, cooperating in pursuing of common objectives.

The circulation of information within the Group, particularly for the drafting of the financial statement and other communications, must take place in accordance with the principles of truthfulness, honesty, correctness, completeness, clearness, transparency and congruity, and be respectful of the independence of each Company and of the specific areas of activity.

## **10. THE SUPERVISORY BODY.**

### **10.1 Tasks and characteristics.**

The task of supervising the operation and compliance of the Code of Ethics is entrusted by the Board of Directors to the Supervisory Body, which has independent powers of initiative and control and appropriate tools to be able to verify and monitor the adequacy and effective implementation as well as the updating of the Code of Ethics.

In particular:

(i) monitor and assess, on the basis of the approved work plan, the validity over time of the Code of Ethics, promoting, after consultation of the company departments involved, all necessary actions in order to ensure its effectiveness; (ii) verify the application of the Code of Ethics and detect behavioral deviations that may possibly emerge from the analysis of information flows and reports received; (iii) promote, in cooperation with the Human Resources and Company's Organizational Unit, at the relevant corporate facilities, an adequate training process of the personnel through appropriate initiatives for the diffusion of knowledge and understanding of the Code of Ethics; (iv) report any violations of the Code of Ethics to the competent bodies, in accordance with the Disciplinary System, for the adoption of possible penalties. (v) Supervise the company's operations, checking whether they are in accordance with Brazilian and international legislation on prevention of unlawful behavior, namely Law No. 12.846/13 (Brazilian Anticorruption Law) and Decree No. 8,420/15; UK Bribery Act 2010; Foreign Corrupt Practices Act of 1997; French law n° 2016-1691 of December 9, 2016 ("Sapin II Law"); Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, of Organization for Economic Co-operation and Development (OECD); United Nations Convention against Corruption; and Council of Europe Convention on Corruption (1999)..

The Supervisory Body works with impartiality, authority, continuity, professional skill and independence, and for this purpose has free access to all sources of information; it may examine documents and consult data; it can carry out inspections, including periodic

inspections on the operation and observance of the Code of Ethics; and it is provided with adequate human resources and materials to enable it to work rapidly and efficiently.

The Supervisory Body also works with wide discretionary power and with the complete support of the Telespazio top management, with which it cooperates in absolute independence.

Each member is selected exclusively based on its professionalism, integrity, competence, independence and functional autonomy.

In any event, the Supervisory Body is responsible for:

(i) supporting the management of the Company in the preparatory activities for the transposition and constant implementation of the provisions of the Compliance Program; (ii) supervising the adequacy and effective operation of the compliance programs, also with the support of other company structures; (iii) proposing to the management any updates to the compliance program, both with reference to the regulatory areas to be considered (local regulations and/or controls dictated by the regulations/standards operating at international level), and in the event of organizational and operational changes in the Company; (iv) monitoring the implementation of any corrective actions aimed at strengthening the internal control system; (v) ensuring reporting to the Board of Directors on the monitoring activities carried out on the compliance program, on any situations of noncompliance detected and on the status of the initiatives in course to strengthen the internal control system; (vi) verifying without delay any request for information from the Supervisory Body of Leonardo S.p.a. and/or Telespazio S.p.A. and the competent organizational units of Leonardo S.p.A. and/or Telespazio S.p.A.

## **10.2 Reports to the Supervisory Body.**

In order to facilitate the reporting and information flow to the SB, a dedicated email address has been set up: [tpz.br.orgaodefiscalizacao@telespazio.com](mailto:tpz.br.orgaodefiscalizacao@telespazio.com).

Any submissions may also be addressed by: Supervisory Body, Avenue Rio Branco, nº. 01, Suite 1808, Downtown, City of Rio de Janeiro, Zip code: 20.090-003, Brazil or by fax phone nº 2141- 3142.

Through the above channels anybody becoming aware of any behavior of any kind (even omissions) in violation of the Code of Ethics may freely, directly and on a confidential basis report it to the Supervisory Body.

The Supervisory Body shall examine the submissions received, including anonymous ones, according to the provisions of the "Whistleblowing Management Guidelines of Leonardo Group" adopted by Telespazio.

The Company ensures:

(i) the maximum tutelage and confidentiality for the whistleblowers, with the exception for obligations resulting from the law and the protection of the company's rights or people wrongly accused and/or in bad faith, as well as the warranty against any form of repercussion, discrimination or penalization (direct or indirect), related to the reporting, directly or indirectly; (ii) the correct fulfilment of information's obligation by Recipients cannot result in the application of disciplinary and/or contractual sanctions; (iii) the protection from defamatory reports; (iv) that sanctions are provided against anyone who breaches measures of whistleblowers' protection, makes any unfounded reports with intent or gross negligence, as well as adopts any form of repercussion, discrimination or penalization to the whistleblower regarding the report itself, have been defined, in line with the disciplinary system described in § 14.

For more information on investigation process and check of the reports received, please refer to the above-mentioned Guidelines.

## **11. EXTERNAL RELATIONS.**

### **11.1 Relations with the public authorities and institutions interests.**

#### 11.1.1 Relations with the authorities and the public administration:

Relations concerning the Company's business with public officials or with those holding positions in the public service – who operate on behalf of a central or local public administration, legislative bodies, foreign institutions, international public organizations or any foreign state, the magistrates, public supervisory authorities and other independent authorities as well as with private licensees of a public service - must be established and conducted in strict and absolute compliance with the laws and regulations in force, and with the principles laid down in the Code of Ethics, the Anti-Corruption Code and the internal protocols, in order to avoid compromising the integrity or reputation of both parties.

Attention and care must be paid to relations with the above-indicated persons, especially in the following transactions: tender procedures, contracts, permits, licenses, concessions, applications for and/or management and use of loans granted by public bodies (national or international), the management of orders, relations with supervisory authorities or other independent authorities, representatives of the government or other public administrations, social security institutions, bodies responsible for tax collection, bodies

responsible for bankruptcy procedures, actions before the civil, criminal or administrative courts, access to and use of computer and electronic data or systems and electronic documents, etc.

In order to avoid infringement of legal provisions or of acting, in any case, in a manner that is prejudicial to the Company's image and integrity, the above operations and relative management of financial resources must be carried out by specifically authorized Company structures in compliance with the law and the principles of the Code of Ethics, and in accordance with the internal protocols.

Any act intended to induce representatives of the public administration, whether Brazilian or foreign, to do or omit to do anything which might be in breach of any laws of the legislation they belong to, including with the purpose of benefiting or damaging a party in legal proceedings, is strictly forbidden.

Concerning possible requests whatsoever from the judicial authorities and, more generally, any contact with the said authority, Telespazio is committed to offer its full cooperation and to refrain from any behavior that may cause hindrance or prejudice, in compliance with laws and regulations and in accordance with the principles of loyalty, fairness and transparency.

#### 11.1.2 Relations with political organizations and trade unions:

Telespazio does not directly or indirectly favor or discriminate against any political organization or trade union. The Company abstains from giving any direct or indirect contribution, in any form, to political or trade union organizations, movements or committees or to their representatives or candidates, except those required by specific provisions of law.

#### 11.1.3 Gifts, benefits, and promises of favors:

Telespazio forbids all those who work in its interest, in its name or on its behalf to accept, offer or promise, even indirectly, money, gifts, goods, services, or favors that are not due in relations with public officials, public administration employees or private persons, in order to influence their decisions or with a view to obtaining more favorable conditions or undue services or for any other purpose.

In its relations with the Brazilian or foreign Public Administration, Telespazio shall not unduly influence the activity, choices or decision of the other party, for example by offering undue advantages consisting in sums of money or other benefits, employment or assignment of consultancy arrangements to the public person or his/her family or to natural or legal persons connected to him/her.

Any requests or offers of money or favors of any kind whatsoever (including for instance gifts unless of a reasonable value) unduly made to, or by, those, who work on behalf of Telespazio in relations with the public administration (Brazilian or foreign) or with private parties (Brazilian or foreign) must be immediately reported to the Supervisory Body which will consider the most appropriate measures to be taken.

## **11.2 Relations with customers, consultants, suppliers, other parties in transactions, business and/or financial partners etc.**

### 11.2.1 Conduct in the course of business:

Telespazio conducts its business in compliance with the principles of loyalty, fairness, transparency, efficiency, obedience to the law and the values expressed in the Code of Ethics and Anti-Corruption Code, and requires a similar behavior from anybody with whom it holds business and/or financial relationship of any nature, in particular when they involve the choice of other parties in transactions, suppliers, business partners, consultants etc.

Telespazio shall refrain from any relationship whatsoever, even if indirect or through intermediaries, with anyone ( whether an individual or a legal entity) known or reasonably alleged to be part of or act in support of any criminal organization of any nature whatsoever, in Brazil or abroad, including mafia-like organizations, or organizations trafficking in human beings and exploiting child labor, or trafficking in weapons and persons or groups acting for the purposes of terrorism, regarding as such any conduct that may cause serious damage to a country or an international organization, carried out in order to intimidate the population or force public authorities or an international organization to act or abstain to act in any way whatsoever or destabilize or destroy basic political, constitutional, economic and social structures of a country or an international organization.

Particular attention must likewise be given to relationships involving receipt or transfer of sums of money or other benefits or to any relations with persons having their main offices or operating in countries where the transparency of corporate business is not guaranteed,

In order to prevent the risk of performing, even unintentionally or unawares, operations of any nature concerning money, assets or other benefits that are the proceeds of crimes, Telespazio shall abstain from accepting any cash payments whatsoever, bearer shares or payments made through unauthorized intermediaries or through any third parties in such a manner as to make it impossible to identify the payer, and, in general, from performing operations that might preclude the reconstruction of cash flows.

In its dealings with external persons, Telespazio refrains from any conduct which might in any way compromise the integrity, reliability and safety of electronic or computer systems and data.

The selection of other parties in transactions, business and financial partners, consultants, suppliers of goods and providers of services shall be made based on objective, transparent and documented evaluation criteria, in accordance with the principles of this Code of Ethics, the Anti- Corruption Code and the procedures required by the specific internal protocols, in writing and in observance of the guide lines and directives of the Group. In all cases, the choice shall be made exclusively in accordance with objective parameters such as quality, cost efficiency, price, professional expertise, competence and efficiency, and after having obtained suitable guarantees as to the correctness of the consultant or supplier of goods or services.

Specifically, Telespazio shall not establish any relationship whatsoever with persons known or reasonably suspected to exploit child labor or to employ irregular staff, or otherwise operating in breach of the law or of any regulations concerning the protection of workers' rights.

A particular attention must be paid when dealing with persons operating in countries where the law does not afford sufficient protection to the workers, with regard to child, women and immigrant labor, ascertaining whether sufficient hygienic, health and safety conditions are in place.

In the conduct of all commercial transactions, also in compliance with specific protocols, particular attention is required in the receipt and payment of any sums of money, assets or other rewards and in assessing whether the services provided and received are effective, consistent with market prices and complete. Cash payments are however not allowed.

Agents, consultants and/or intermediaries must regularly report the activities carried out to the Company.

The Company reserve the right to request documentation proving the compliance with the applicable regulations.

#### 11.2.2 Gifts, donations and benefits:

In business relations with consultants, customers, suppliers, other parties in agreements, business and/or financial partners, any donation or benefits (whether direct or indirect), gifts, acts of courtesy or hospitality are forbidden, unless of modest value and such that they may not compromise the Company's image and not be interpreted as aimed at

obtaining a favorable treatment which is not determined by market rules. In any case, any gifts or acts of courtesy and hospitality must be reported in advance to one's senior manager for his/her approval.

In particular, any gift should:

(i) Be reasonable and in any case such that it cannot be interpreted as aimed at obtaining favorable; (ii) not be a cash payment; (iii) not be motivated by the purposes of exercising improper influence or the expectation of reciprocity; (iv) be addressed to beneficiaries who perform roles related to the business activities and which meet the requirements of reputation and generally recognized good reputation; (v) take into account the profile of the beneficiary with respect to the practices in institutional or professional relationships and to the local custom; (vi) be expected by specific business requirements (i.e. catalog of gifts, accommodation facilities) and be adequately documented to allow traceability, except for low value costs; (vii) be carried out by employees on the basis of their activities and their position within the Company; (viii) comply with the applicable laws and regulations.

A Director, an Officer, a Statutory Auditor or an employee who receives gifts or favorable treatment – which exceed ordinary business practice - from consultants, customers, suppliers, other parties in agreements, business and/or financial partners etc., for granting preferential treatment in any corporate activities, shall promptly inform the Board of Directors, the Board of Statutory Auditors or if an employee, his/her superior who shall immediately inform the specific bodies and/or competent structure of the Company which, after ascertaining, will proceed through the structures in charge of external communications, to inform the giver of the gift or free sample etc. of the Company policy on this matter.

## **12. COMPANY INFORMATION.**

### **12.1 Availability and access to information.**

Within the limits laid down by the laws in force, Telespazio shall produce promptly and fully any information, clarifications, data and documents requested by Leonardo or Telespazio S.p.A., the Shareholders, or customers, suppliers, public supervisory authorities, institutions, agencies and other bodies in the performance of their respective duties.

All Company information of any relevance must be immediately communicated to Telespazio S.p.A, the Shareholders, the Company's bodies in charge of monitoring Company's management and the supervisory authorities.

Clear and complete communication of corporate matters ensures, among other things, the fairness of relationship with Shareholders which must, in the terms of the laws in force, have easy access to data; with third parties which are involved with the Company

in any way and which need to know of the Company's economic, financial and equity situation; with the supervisory authorities; the auditors, who must effectively perform their control activities, to safeguard not only the shareholders but also the market in general; and the other companies of the Group, also for the purpose of compiling the balance sheet and other corporate communications.

## **12.2 Relevant communications.**

Through the procedures and the departments designated according to the internal protocols of the Company and/or issued by Telespazio S.p.A. and Leonardo S.p.A., Telespazio ensures access to information and full transparency of its choices to all those who need to be aware of the Company's situation and of the development of its economic, financial and equity situation. With particular reference to the Telespazio S.p.A. or the public, relevant circumstances or situations regarding the company's business and expected performance, must be punctually communicated.

Special attention and fairness is used when disclosing communications which are relevant for the life of the Company and which can significantly influence the business trend or the

Company's reputation and reliability as viewed by companies and/or banks. To this regard, specific protocols must set out the procedures of verification and control, so that the Company communications, required by law, the information for Telespazio S.p.a. Shareholders or the public about the Company's position and the expected economic, financial and equity situations (of both the Company and the Telespazio Group) are always truthful, free of omissions and stating facts which, even if still subject to evaluation, are reliable, so that the recipients of the information are not misled.

## **13. RELATIONS WITH THE MEDIA AND INFORMATION MANAGEMENT.**

### **13.1 Rules of conduct.**

Relationships with the press and the media are founded upon the respect of the right of information and protection of the market and the interests of stakeholders.

Relations with the press and other media and, more in general, with external counterparts, must be conducted only by those who have been specifically authorized to do so, in line with the procedures or regulations adopted by the Company and/or Telespazio S.p.A. Any request for information from the press or media received by Telespazio personnel must be forwarded to the officers in charge of external relations, before undertaking any commitments to answer the request.



External communications must be inspired by the principles of truthfulness, fairness, transparency, prudence and aimed at disseminating the policies, programs and projects of the Company, thus safeguarding – among other things – trade secret and the price sensitive information. Relations with the mass media must be based on respect for the law, for this Code of Ethics, for the relevant protocols and for the principles already outlined with reference to relations with public institutions, and with a view in order to safeguard the image of the Company.

### **13.2 Price-sensitive information.**

Every form of direct or indirect investment based on confidential information whose knowledge has been acquired in the course of the activity carried out is strictly forbidden. Special importance and attention must therefore be given when disclosing outside the company any documents and information regarding events falling within the sphere of activities directed by Telespazio S.p.A. and/or Leonardo S.p.A., itself and its subsidiaries, which are not of public domain and which could, if made public, considerably influence the prices of the financial instruments and performance of the stock market.

Such information, after approval on the part of the Company's directors, must always be communicated through the channels and any persons appointed for this purpose, as shown in the procedures issued by Telespazio S.p.A or the Company.

With regard to Telespazio information management, under no circumstances may conduct be adopted that can indirectly favor inside trading.

### **13.3 Confidentiality obligation.**

Due to the particular nature and importance of the Company's sector of business (for instance defense, strategic communications, scientific research, protected technologies etc.), all the Recipients are required to maintain the greatest confidentiality – and to therefore refrain from disclosing or unduly requesting information – regarding documents, know-how, research projects, Company operations and, in general, all information they may gain in the course of their work.

In particular, all information subject to specific provisions of law or regulations, regarding, for example, national security, military sectors, inventions, scientific discoveries, protected technologies or new industrial applications, as well as information declared secret by contract, is considered as confidential. All information acquired in or through the performance of working activities or during them, whose circulation and use could jeopardize or harm the Company and/or allow any employees to gain undue earnings, is also considered as confidential.

Any breach of the obligations not to disclose confidential information on the part of the Recipients would seriously compromise the relationship of trust with the Company and can lead to the application of disciplinary or contractual sanctions. The above also applies to any breach of the Code of Ethics.

## **14. BREACH OF THE CODE OF ETHICS – SANCTIONING SYSTEM.**

### **14.1 Reporting infringements.**

With reference to the reporting of actual, attempted or requested infringement of the standards laid down in the Code of Ethics, and in the annexed protocols, the Company ensures that no one, in the workplace, will be the victim of retaliation or discrimination of any kind for reporting to the Supervisory Body any infringement of the Code of Ethics in compliance with § 10.2 above. Furthermore, the Company will immediately follow up such a report with suitable verifications and adequate sanctions.

### **14.2 Guidelines of the system of sanctions.**

Breaches of the principles laid down in the Code of Ethics compromise the relationship of trust between Telespazio and the Recipients.

The Company, therefore, will incisively pursue such breaches, with promptness and immediacy, through adequate and proportionate disciplinary measures, regardless of the criminal implications of the relevant behaviors and of the criminal proceedings which might arise when such behaviors represent an offence.

The consequences of the breaches of the Code of Ethics must be taken into serious consideration by all those who have work relations of any kind with Telespazio: for such purpose Telespazio will circulate the Code of Ethics to anybody involved and keep everybody informed of the sanctions applicable in case of a breach, and the methods and procedures for applying such sanctions.

To protect its reputation and its resources, the Company shall not enter into relations of any kind with parties who do not intend to operate in strict observance of all the provisions of applicable laws and regulations, and/or refuse to act in accordance to the values and principles laid down in the Code of Ethics and to adhere to the procedures and regulations of the Company.

### **14.3 Directors and statutory auditors.**

In the event of a violation of the Code of Ethics by one or more Directors, Officers and/or Statutory Auditors of Telespazio, the Board of Directors and the board of Statutory

Auditors shall be informed, the latter, depending on the individual concerned, shall take one of the following measures considering the seriousness of the violation and according to the powers provided for by the law and/or the Statute:

(i) statements contained in minutes of meetings; (ii) formal injunction; (iii) revocation of appointment; (iv) request of calling or calling of a Meeting whose agenda must include the adoption of adequate measures against the individuals responsible for the violation, including legal proceedings with the intent to assessing the responsibility of the Director, Officer and/or Statutory Auditor towards the Company and the redress of the damages which the company is suffering or has suffered.

Considering that Telespazio's Directors are appointed by the Meeting of the Shareholders of the Company, in the event of any infringements of the Code of Ethics that could jeopardize the relationship of trust with a company's director or of serious reasons connected to the protection of the interest and/or image of the Company, the Meeting of the Shareholders shall be called to deliberate on the possible revocation of the appointment.

#### **14.4 Sanctions for employees.**

##### 14.4.1 Executives:

If any executive, while carrying out his activities in risk areas, is in breach of any provisions of the Code of Ethics or adopts a conduct which violates the provisions of such Code, appropriate measures will be taken against the above-mentioned executive, in compliance with the provisions of the law.

In particular: (i) where the violation of one or more provisions of the Code of Ethics is as serious as to compromise the trusting relationship, and also considered by the Brazilian Labor as just cause for dismissal, the executive shall be dismissed by just cause, without notice; (ii) where the violation is considered mild but still serious enough to compromise irreparably the trusting relationship, the executive shall be dismissed, with notice.

##### 14.4.2 Employees and middle management.

In line with the provisions of the applicable collective laws:

(i) the worker who infringes the internal procedures as outlined in the Code of Ethics or who, while carrying out activities in a risk area, adopts a conduct which is not compliant with the provisions of such Code, shall be subject to verbal warning, written admonition, fine or suspension from work, depending on how serious the infringement is; (ii) the worker who, while carrying out activities in risk areas, commits a significant breach of the provisions of the Code, shall be subject to dismissal with notice, as such conduct shall be construed as

a violation of a more serious nature than those identified under point "a" above; (iii) the worker who, while carrying out activities in risk areas, adopts a conduct which is unequivocally aimed at a violation of the provisions of the Code, and such as to give rise against the Company of any liabilities, shall be subject to dismissal without notice and for good cause, as such conduct shall be construed as a very serious violation which causes serious ethical and/or material damage for the Company, and the appropriate legal measures shall be taken against the worker.

#### **14.5 Disciplinary measures towards third party recipients.**

Any conduct adopted in the context of a contractual relationship by providers, consultants, partners, other parties in transactions and other parties external to the Company in contrast with the lines of conduct identified in the Code of Ethics shall cause a suspension or automatic termination of the contractual relationship, in application of the clauses that Telespazio includes in any agreement.

In the event that the violations are committed by workers employed through personnel-leasing agencies or through works or services procurement contract, the sanctions will be applied to the employee, after that the violations committed by the same have been positively investigated, by its employer and the proceedings may also result in action against the personnel-leasing agency or contractor itself.

The Company, however, may simply ask, in accordance with the contractual agreements with the contractors and the personnel-leasing administrators, the replacement of workers who have committed the above mentioned violations.