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Issue 2025

Global Trade Control and Economic Sanctions Compliance Policy




DE NORA



Global Policy (GPL)

Global Trade Control and Economic Sanctions Compliance Policy

Code: GPL.101.23	Issue: 03 (12.25)
Purpose	Express DN Group is committed to ensure compliance with legislation on trade and economic sanctions in all jurisdictions in which it operates.
What I have to do	Read the Policy and fully comply with the principle explained.
Sponsor	Chief Legal Officer
Key Content Owner	DN Compliance Manager
Other impacted functions	All functions
References	<ul style="list-style-type: none"> ▪ Main legal references (this is not an exhaustive list): <ul style="list-style-type: none"> • EU <ul style="list-style-type: none"> - Regulation (EU) No 821/2021 setting up a Union regime for the control of exports, brokering, technical assistance, transit and transfer of dual-use items. Here below, a list of the main regulations on economic sanctions referred to certain countries: - Regulation (EU) No 267/2012 concerning restrictive measures against Iran. - Regulation (EU) No 833/2014 concerning restrictive measures in view of Russia's actions destabilising the situation in Ukraine. - Regulation (EC) No 765/2006 concerning restrictive measures against President Lukashenko and certain officials of Belarus. • USA <ul style="list-style-type: none"> - Export Administrations Regulations (EAR). - International Trade in Arms Regulations (ITAR). - Sanctions programs referred to specific Countries ▪ GPL.93.22 - Global Whistleblowing Policy
Superseded Docs	None
Applicability	<ul style="list-style-type: none"> ▪ All De Nora Legal Entities and Personnel ▪ Third Parties associated to/or acting on DN's behalf or to further its business interests
Distribution	All Personnel and Third Parties
Approver	Signature on behalf of the Industrie De Nora's Board of Directors Paolo Dellachà Chief Executive Officer 

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Acronyms and Definitions

All following terms will be used in the text of the policy starting with a capital letter.

- **Common High-Priority and Other Sensitive Items** = Any good listed in Annex XL and XLVIII of Regulation (EU) 833/2014 or in Annex XXX and XXXI of Regulation (EC) 765/2006.
- **Controlled Item (Or "Controlled Product")** = Item falling within the scope of application of the Reference Legislation, which imposes controls on trade of Products, including Common High-Priority and Other Sensitive Items.
- **Counterparty** = Person with which DN Group establishes or intends to establish a Transaction (contractual or pre-contractual) aimed at the purchase or sale of an Item.
- **DN** = Industrie De Nora S.p.A.
- **Economic Sanctions (Or "Restrictive Measures")** = Commercial and financial restrictions adopted by some States against Sensitive Countries, as a tool for implementing foreign policy goals.
- **Employee** = Any person who has a working relationship with a Legal Entity regardless of the title and nature of the relationship (employee, self-employed, etc.).
- **Escalation Process (Or "Escalation")** = Special procedure aimed at involving the top management of a Subsidiary for evaluating the risks linked to certain commercial activities with Sensitive Countries or Restricted Persons or concerning Controlled Items, as part of the process of compliance with the Reference Legislation. In the context of the Escalation, Country Managing directors, Regional Chief Officer and ET, Etr Global Controlling or Hub General Manager and WT Global controlling can be involved.
- **EU** = European Union.
- **Governing Body** = Corporate body that has the ultimate responsibility and authority for an organization's activities and governance to which Top Management reports and by which Top Management is held accountable.
- **Governmental Authorities (Or "Authorities")** = Public authorities legally entitled to the application and/or enforcement of the Reference Legislation.
- **Group or DN Group** = DN and all its Subsidiaries.
- **GTCR** = Global Trade Compliance Responsible.
- **Internal Compliance Program (Or "ICP")** = Work Instruction or Local policy focus on Trade and Economic Sanctions governing the activities covered by this Policy which the Subsidiaries undertake to adopt.
- **IA** = Internal Audit.
- **Item (Or "Product")** = Any product, machinery, equipment, component, technology (in the form of technical data and technical assistance), software, service and spare part (unless otherwise specified), whether or not it constitutes or includes Controlled Items.
- **Key User** = Are the Employees identified to ensure the implementation of the ICPs within each function, managing the relevant processes.
- **LTCR** = Local Trade Compliance Responsible.
- **Person** = Natural person, legal person, entity.
- **P.Or.SC.H** = People Organization Social Communication and Happiness.
- **Reference Legislation** = Regulatory instruments on Trade Control and/or Restrictive measures applicable, directly or indirectly, to DN and the Subsidiaries.

- **Restricted Person** = Subject whose identification elements coincide with those of a designated Person in the context of restrictive measures, with whom it is forbidden to carry out, directly or indirectly, Transactions in violation of the applicable regulations. This definition extends to Persons who are owned or controlled by it, or who act in its name.
- **Sensitive Country** = Country towards which international economic sanctions are in force according to the Reference Legislation.
- **Subsidiary** = any entity directly or indirectly controlled by Industrie De Nora S.p.A.
- **Trade Control** = Controls on Transactions involving the providing or acquiring of Items, imposed by the Reference Legislation.
- **Transaction** = Any commercial (including the transfer of technology) or financial Transactions, active or passive, including the pre-contractual phase and the execution of the contract / agreement, relating (or not) to exports / imports / transfers.

1. Key Principles

DN Group is committed to making its best effort to comply with all relevant domestic and foreign laws and regulations relating to Trade Control and Economic Sanctions (Reference Legislation).

In particular, as an EU-based company, Industrie De Nora S.p.A. is strongly committed to ensuring compliance of the Group's activities with the legislation adopted by the European Union.

Generally, these laws and regulations affect our business activities, including by prohibiting, limiting or regulating:

- the business relationship with Persons or in countries and/or sectors targeted by Economic Sanctions;
- the sale of Items to foreign markets, including the sales of the Common High-Priority and Other Sensitive Items, with the aim of controlling the trade in certain strategic Items.

It is essential to comply with applicable Reference Legislation, as failure to do so may result in serious penalties for Industrie De Nora S.p.A. and/or the Group entities, as well as for the individuals involved.

This Policy aims to define the principles necessary to ensure DN's full compliance with the Reference Legislation. In line with this Policy, all Employees and individuals acting on DN's behalf or furthering its business interests must comply with Trade Control laws and regulations, including Economic Sanctions, thereby contributing to sustainable business practices, which are recognized as key strengths of Industrie De Nora.

2. Organizational structure and responsibility

DN Governing Body and Top Management are fully committed to fostering compliance leadership and a strong corporate compliance culture on Trade Control and International Economic Sanctions. To this end, DN Governing body and Top Management promote the implementation of the Policy and ensure that DN Group complies with the Reference Legislation, to safeguard the Group's business and reputation.

At Group level, the *DN Compliance Manager* acts as a *Global Trade Compliance Responsible*, ensuring the implementation of this Policy and supporting the local functions.

An organizational structure ensuring that each legal entity of the Group may conduct internal compliance controls shall be defined in the Work Instructions (ICPs) and/or Local Policies as per paragraph 3 below.

3. Implementation

After the issuance of this Policy, the following principles should be translated into detailed Work Instructions (ICPs) or Local Policies, which will be progressively adopted by DN and the Subsidiaries, setting out the internal controls to be implemented to ensure compliance with the Reference Legislation.

Based on the organizational structure of DN and of the Subsidiaries, the internal compliance controls are carried out – under the coordination of a Local Trade Compliance Responsible (LTCR) – by specific Key Users (such as procurement, sales, finance etc.), identified according to their own skills and degree of responsibility.

3.1. General Internal compliance controls and safeguard clauses

DN and the Subsidiaries, through their relevant Key Users, must verify whether any restrictions are in force regarding a specific Transaction, in order to ensure compliance with the Reference Legislation. This includes checking for prohibitions and restrictions concerning:

- a. Sensitive Countries;
- b. Restricted Persons;
- c. Controlled Items, including the Common High-Priority and Other Sensitive Items.

Before performing any Transaction, the related risks shall be evaluated and, if necessary, the following internal compliance controls shall be conducted:

- i. screening of the Counterparties and end-users to exclude that they are Restricted Persons;
- ii. technical review of the Items involved in the Transactions with respect to applicable Trade Control legislation. As for the Common High-Priority and Other Sensitive Items, the process outlined within Annex 1 shall be followed.

DN and the Subsidiaries shall ensure physical and information security concerning the Controlled Items. Relevant documents and information for the purposes of the Policy shall be stored physically and/or electronically to ensure the possibility subsequent verification.

Moreover, to relieve the Group of any liability deriving from non-compliance with the Reference Legislation and to mitigate commercial risks related to Transactions, specific safeguard clauses shall be included in the contractual documents concluded by DN and the Subsidiaries.

DN Group ensures that any potential violation of Trade Control and/or International Economic Sanctions legislation is timely subject to the necessary checks and that remedial actions are taken as quickly as possible, to mitigate any negative consequences and prevent similar violations from occurring again.

3.2. Reporting and consequences of the breaches

Actual or suspected breaches of this Policy and/or of the Reference Legislation must be reported to the *Global or Local Trade Compliance Responsible* as soon as possible for further guidance or, alternatively, through channels made available in accordance with the *GPL.93.22 Global Whistleblowing Policy*.

Employees and persons acting on behalf of DN Group, or furthering its business interests, shall comply with the Reference Legislation and the principle set out in this Policy. If the infringement is committed by Employees, Local P.Or.SC.H and Local Legal, supported by Corporate P.Or.SC.H and Corporate Legal, will promptly take measures to mitigate the violation(s) and to sanction the misconduct(s), adopting disciplinary measure according to the legislation applicable to the employment relationship. Infringement committed by persons acting on behalf of DN Group, or furthering its business interests, may constitute a breach of the

contractual relationship, as provided for by the specific safeguard clauses. In addition, anyone may be subject to compensation claims or legal action before the competent authorities, including criminal courts.

3.3. Audit

- **Internal**

The IA function may verify the compliance of Transactions with the Reference Legislation, also ascertaining whether internal compliance controls on Transactions were performed by Employees.

- **External**

External audits can be performed by competent Governmental Authorities, to verify compliance with the Reference Legislation.

To this end, competent Governmental Authorities can initiate audit activities (e.g., inspections of the premises, interviews, document requests, etc.) related to Transactions carried out by DN and the Subsidiaries, based on a randomized control approach or on specific reports made by other public authorities (e.g., law enforcement bodies, security services, etc.).

All Employees must cooperate fairly and correctly with Authorities during any audit activity.

In case alleged breaches of the Reference Legislation are identified, the conduct of these external audit activities may lead to administrative or criminal proceedings aimed at determining the liability of DN and the Subsidiaries and/or Employees for the alleged breaches.

4. Annex

Document code	title	Distribution
GPL 101.23 A1	Procedure for Transactions concerning Common High-Priority and Other Sensitive Items	All Personnel

5. Change log

Issue	Change description / Reason for Change	Interested Chapters
1 (10.2023)	First issue	All
2 (12.2024)	Content review for sales of the Common High Priority Items Creation of Annex 1	All
3 (12.2025)	Content review for sales of Common High-Priority and Other Sensitive Items	1, 3