

Haier Europe

Antitrust Guidelines

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ANTITRUST GUIDELINE

1. Purpose

This guideline ("**Antitrust Guideline**") governs the rules of conduct that all directors, executives, employees, *staff* and auxiliary resources and collaborators (third parties appointed according to the company procedures in place) (hereinafter "**Recipients**"), who act in the name and on behalf of Candy S.p.A. and the companies of the Candy Group based and active in Italy, including Candy Hoover Group S.r.l, ("**Candy Hoover**") and Haier A/C Italy S.r.l. ("**Haier**"), must observe in order to avoid incurring violations of European and national regulations protecting competition, with particular reference to Articles 101 and 102 of the Treaty on the Functioning of the European Union and Articles 2 and 3 of Law No. 287 of October 10, 1990 ("**Antitrust Regulations**").

The main objectives of this Antitrust Guideline are as follows:

- **Ensure** compliance with Antitrust Regulations in the management of the *business* and increase the commitment of all Candy Group resources in this regard.
- **To increase** Candy Group employees' awareness of the relevance of Antitrust Regulation and its impact on business activities.
- **Provide** clear guidance to all employees to prevent actions, conduct or omissions that violate the Antitrust Regulations.
- **Outline** tools to bring to light any critical antitrust issues in a timely manner and effectively manage them.

2. Scope of application

This Antitrust Guideline applies to all employees, management, *staff* and auxiliary resources of the Candy Group ("**Recipients**").

3. Antitrust Code of Conduct

It is the obligation of all Candy Group employees and in any case all Recipients to consult the Antitrust Code of Conduct, to observe and scrupulously abide by the rules of conduct

detailed therein, and to participate in the appropriate antitrust *training* initiatives that will be organized by the Candy Group.

The Antitrust Code of Conduct is published on the by means of shared network space (corporate intranet), posting on bulletin boards and any other means that will be deemed appropriate to ensure its maximum dissemination and knowability of Stakeholders within the corporate organization and is updated periodically.

4. Information flow

It is the obligation of the Recipients, with reference to the *business* initiatives for which they are responsible, to inform the Candy Group Legal & Compliance Team in writing in advance in relation to:

- The intention to engage in collaboration, supply/purchase or joint venture projects with competing players, either on the procurement or product/service supply side, such as, but not limited to, R&D agreements, joint procurement agreements, joint production agreements, supply or purchase agreements, logistics and transportation agreements, standardization or normalization or environmental protection agreements, etc.;
- The information to be exchanged with distributors in *dual distribution* situations.
- third-party requests for access to information or interoperability with Candy products.
- The intention to initiate plans for extraordinary merger or acquisition transactions or joint ventures.
- The intention to enter into agreements with suppliers or customers containing exclusivity obligations, selective distribution and/or non-compete clauses and/or other restrictive clauses.
- The intention to participate in meetings or working groups organized by trade associations.
- Membership and participation in new trade associations or new groups established there.
- The intention to participate in, join, and/or receive statistical surveys organized by trade associations or other third parties.

- The intention to use *price monitoring* systems and/or platforms.
- The intention to participate with a competitor in a public or private competition.

In interlocutions with Team Legal & Compliance of the Candy Group, personnel should provide as soon as possible all elements and functional data to assess the risks related to the initiative by sending an *e-mail* to the above address.

It is understood that the reportable activities can only be implemented with prior clearance from the Candy Group's Legal & Compliance Team, which will coordinate with the Antitrust Compliance Officer and Outside Legal Counsel for this purpose.

5. Rules of conduct

5.1 General prescriptions

It is the obligation of all Candy Group employees to observe the following rules of conduct:

- In addition to the aforementioned obligations to consult, observe and scrupulously abide by the detailed rules of conduct Antitrust Code of Conduct set forth in Paragraph 3, *Antitrust Code of Conduct*, to observe and scrupulously abide by the reporting obligations set forth in Paragraph 4, *Information Flow*, and to participate in the appropriate antitrust *training* initiatives that will be organized by the Candy Group, Recipients are required to report - through the channels that will be defined from time to time by means of organizational communications - all potentially critical situations under the antitrust profile of which they become aware;
- Representatives of companies belonging to the Candy Group who hold the position of director (or other senior role) in competing companies or in *Joint Ventures* with competing companies undertake to observe conduct in compliance with the Antitrust Code of Conduct and to comply with the general confidentiality obligations provided for at the company level regarding the receipt, communication and sharing of commercially sensitive information¹. To this end, each Recipient shall promptly

¹ In this regard, we would like to point out that detailed, non-public and recent business information such as, for example, recent/current data on sales volume/value, market share estimates, production capacity, average growth rates, trend lines and other information of strategic importance **are** generally considered commercially **sensitive information**, financial data related to the current fiscal year, data derived from internal company projections and processing, business strategies, business *plan*, investment and development program, business conditions

notify the Antitrust Compliance Officer and the Legal & Compliance Team of the Candy Group of the assumption of the aforementioned positions in competing or related companies, using the reporting channel, set up for this purpose, addressed to the external Antitrust Compliance Officer as indicated below: complianceantitrust@haier-europe.com.

- in the event that commercially sensitive information belonging to competing operators is received, it is necessary to promptly inform the sender or interlocutor that Candy Group *policy* prevents the acquisition of this information. In such a case, before taking any action and taking care not to disseminate or further disseminate the information received within the company or the Candy Group, you are required to immediately inform the Antitrust Compliance Officer and the Legal & Compliance Team of the Candy Group at the e-mail address indicated above.

5.2 *Specific rules regarding the attendance at trade association meetings:*

- **Rules of participation:** when membership in a trade organization is an essential precondition for access to the sector, or to a specific market or structure, the membership and exclusion criteria must be clear, precise, neutral, objective, legitimate, carefully pre-established on a non-discriminatory basis, and open to all stakeholders on reasonable terms and conditions that do not present improper limitations. When exclusion from the trade association results in exclusion of the operator from the economic sector, registered enterprises may not vote with the purpose of excluding a sector operator. Any refusal of membership must be justified in all cases, and the excluded person/company must always be given an opportunity to explain its case.
- **Association Activities/Meetings:** it should be verified that the association has taken appropriate measures to ensure that association activities are conducted in compliance with antitrust regulations. When attending a meeting, institutional meeting, or working

practiced (current and future costs, premiums, prices, margins, discounts), customer relationships (customer names, orders), pending or planned tenders, projects and bids, current and future marketing and development strategies, etc..

In contrast, information that is (i) public and accessible to all (e.g., financial statement data if already published, information from trade associations, or disseminated by the media), (ii) general information about the target (e.g., information about the corporate organization, information about business areas, employee information, tax records, information about intellectual property rights related to trademarks, *real estate*, etc.) and (iii) historical business information (i.e., that is no longer indicative of the target's current or future business policy, usually data at least one year old, although the time reference period should be evaluated on a market-by-market basis) and aggregated/anonymized (i.e., that does not provide individualized information).

group of a trade association, Recipients must abide by the **rules of conduct set forth in the Antitrust Code of Conduct** and the following **operating procedures**.

- Before attending a meeting, institutional meeting, or working group of a trade association, Recipients must ask for, receive, and review the agenda.
- The Recipients must promptly, in any case before attending the aforementioned meetings or gatherings, report to the Antitrust Compliance Officer any anomaly, inappropriateness or doubt that arises regarding the items on the agenda², through the channel set up for this purpose, addressed to: complianceantitrust@haier-europe.com.
- **Is strictly forbidden for Recipients:**
 - i. share and/or discuss at trade association meetings or gatherings (or as part of any other meeting or contact with competing enterprises) information regarding prices, terms of sale, strategic plans, business policy with customers or suppliers, intentions to bid or not to bid, and bidding conditions in tenders as well as any other information that is not in the public domain and that has strategic and/or commercial significance;
 - ii. cast favorable votes at trade association meetings or gatherings or take actions to promote initiatives or proposals that potentially violate antitrust regulations.
- Where discussion at trade association meetings or gatherings derails from the agenda, involving dubious issues from the standpoint of competition law, Recipients must leave the meeting immediately and ensure that this is recorded in the minutes and, as soon as possible, inform the Antitrust Compliance Officer and the Legal & Compliance Team of what has happened.

6. Violations of the Antitrust Guideline

In the event of violations of this Antitrust Guideline and/or the Antitrust Code of Conduct, the person responsible shall be sanctioned in accordance with the provisions of the

² In general, discussions on representing the interests of member companies to public institutions, organizing professional development courses and programs, general study on trends in the relevant industry are allowed.

Organization, Management and Control Model adopted by each of the Candy Group companies pursuant to Legislative Decree No. 231 of June 8, 2001, as well as the applicable national collective bargaining agreements or other applicable regulations with respect to the Recipients of the Antitrust Guideline as identified in paragraph 3, *Scope of Application*.

Specifically, there is provision for disciplinary action against those who:

- violates the provisions of the Antitrust Code of Conduct and/or this Antitrust Guideline and/or other sources to which it refers.
- fails to participate in or complete *training* initiatives organized by the Candy Group and/or
- fails to detect or report any violations or threatens or retaliates against third parties who report any violations.

The application of disciplinary measures is irrespective of the establishment and outcome of any investigative proceedings by the Antitrust Authority or other forms of judicial ascertainment. Sanctions may go as far as dismissal, for the most serious cases, as, among other things, already provided for in current national collective bargaining agreements. In the assessment of seriousness, account is taken, among other things, of the subjective profile of the person responsible, the nature of the conduct adopted, the intensity of its impact on market dynamics, as well as the possible repercussions - including reputational - for the Candy Group.

7. Review of the Antitrust Guideline

These Antitrust Guidelines were approved by the Board of Directors of Candy S.p.A. on March 29, 2023.

The Antitrust Compliance Officer is empowered, upon the proposal of the Legal & Compliance Team, to make such changes as may be necessary to comply with statutory, regulatory or case law developments.

The Antitrust Guidelines are published through shared network space (corporate intranet), posting on bulletin boards, and any other means that will be deemed appropriate to ensure

their maximum dissemination and knowability to Stakeholders within the corporate organization.